

N98000006336

16173 S.W. 3rd Street  
Pembroke Pines, Florida 33027

October 6, 1998

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

000002661480--0  
-10/12/98--01065--020  
\*\*\*\*122.50 \*\*\*\*\*78.75

RE: THE REFINER'S FIRE MINISTRIES, INC.

Dear Sir/Madam:

Enclosed is original and one copy of the Articles of Incorporation for the above-named corporation. Please file the original for record and return a certified copy to my attention. My check in the sum of \$122.50 is enclosed to cover the cost of same.

Thank you for your prompt attention to this matter.

Very truly yours,

*Vera E Paul*  
VERA E. PAUL

Encls.

FILED  
98 NOV -5 AM 7:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

W98-23196

TA-11/6/98



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

October 26, 1998

VERA E. PAUL  
16173 SW 3RD ST  
PEMBROKE PINES, FL 33027

SUBJECT: THE REFINER'S FIRE MINISTRIES, INC.  
Ref. Number: W98000023196

We have received your document for THE REFINER'S FIRE MINISTRIES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

ON THE HEADING, IT SAYS "THEE" REFINER'S FIRE MINISTRIES, INC., AND IN ARTICLE I IT SAYS "THE" REFINER'S FIRE MINISTRIES, INC. PLEASE MAKE THE NECESSARY CORRECTIONS. I CALLED INFORMATION TO SEE IF THEY HAD A LISTING FOR EITHER YOU OR CLAIRE H. STEWART, BUT THEY DID NOT. *-(954) 431-1297*

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6926.

Tracy Augsburger  
Document Specialist

Letter Number: 898A00050683

RECEIVED  
OCT 27 - 5 AM 8:1  
DIVISION OF CORPORATIONS

**FILED**  
98 NOV -5 AM 7:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**of**  
**THEE REFINER'S FIRE MINISTRIES, INC.**  
**A Florida Not for Profit Corporation**

I, VERA E. PAUL, the undersigned incorporator, hereby form a corporation not for profit under the laws of the State of Florida; and in furtherance of that purpose recite as follows:

**ARTICLE I**

**CORPORATE NAME**

The name of the Corporation shall be THEE REFINER'S FIRE MINISTRIES, INC. (hereinafter referred to as the "Corporation").

**ARTICLE II**

**PRINCIPAL OFFICE; MAILING ADDRESS**

The initial mailing address of the Corporation, and the address of its principal office are:

16173 S.W. 3rd Street  
Pembroke Pines, Florida 33027

**ARTICLE III**

**DURATION**

The term of existence of the Corporation is perpetual; and the corporate existence will commence as of the filing of these articles by the Florida Department of State.

**ARTICLE IV**

**PURPOSE**

The purpose of this Corporation, as an outreach ministry, shall include, but not be limited to:

- (i) ministering and giving guidance according to Christian doctrine;

- (ii) soliciting and receiving contributions, and utilizing said contributions to assist those in need, as well as for the furtherance, growth and development of the ministry;
- (iii) purchasing, leasing and constructing buildings to be used in connection with the execution of the purposes and objectives of this ministry.

## **ARTICLE V**

### **BOARD OF DIRECTORS**

The affairs of the Corporation shall be managed under the direction of a board of directors, which shall consist of not less than six (6) natural persons, who shall have attained the age of majority, the exact number being as prescribed in the By-Laws of the Corporation. Directors shall be elected as provided in the By-Laws.

## **ARTICLE VI**

### **INITIAL DIRECTORS**

The names and addresses of the individuals who shall serve as the initial directors of the Corporation are as follows:

VERA E. PAUL	16173 S.W. 3rd Street Pembroke Pines, Florida 33027
CLAIRE H. STEWART	11258 N.W. 14th Court Pembroke Pines, Florida 33026
HYACINTH E. LINDSAY	18448 N.W. 9th Court Pembroke Pines, Florida 33029
ERROL WILLIAMS	205 S.W. 67th Terrace Pembroke Pines, Florida 33023

BARBARA THOMAS

20135 E. Oakmont Circle  
Hialeah, Florida 33015

ICILMA H. GOSLEY

16173 S.W. 3rd Street  
Pembroke Pines, Florida 33027

## **ARTICLE VII**

### **MEMBERSHIP**

The Corporation shall have no members other than the members of the board of directors.

## **ARTICLE VIII**

### **NON-STOCK BASIS**

The Corporation is organized on a non-stock basis.

## **ARTICLE IX**

### **REGISTERED OFFICE; REGISTERED AGENT**

The street address of the initial registered office of the Corporation, and the name of its registered agent at that address, are as follows:

REGISTERED OFFICE:	16173 S.W. 3rd Street Pembroke Pines, Florida 33027
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REGISTERED AGENT:	VERA E. PAUL
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## **ARTICLE X**

### **INCORPORATOR**

The name and residence address of the incorporator is:

<u>Name</u>	<u>Address</u>
VERA E. PAUL	16173 S.W. 3rd Street Pembroke Pines, Florida 33027

## **ARTICLE XI**

### **OFFICERS**

(a) The officers of the Corporation shall consist of a President, Vice President, Secretary and Treasurer, and such other officers as the By-Laws shall prescribe. All officers shall be elected by a majority vote of the board of directors at the Annual Meeting of the board.

(b) Each officer has the authority and shall perform the duties set forth in the By-Laws or, to the extent consistent with the By-Laws, the duties prescribed by the board of directors or by direction of any officer authorized by the By-Laws or the board of directors to prescribe the duties of other officers.

(c) The board of directors, by majority vote, may remove any officer at any time with or without cause. Any officer or assistant officer, if appointed by another officer and approved by a majority of the board of directors, may likewise be removed by such majority vote.

## **ARTICLE XII**

### **NO PRIVATE INUREMENT**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, trustees, officers, or other private persons; except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments and distributions in furtherance of the purposes of Article IV hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation

shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal tax under Code Section 501(c)(3), or (b) by a corporation, contributions to which are deductible under Code Section 170(c)(2).

### **ARTICLE XIII**

#### **LIMITATION ON PERSONAL LIABILITY OF DIRECTORS**

A director of the Corporation shall not be personally liable for monetary damages for any action taken, or any failure to take any action, unless under Florida Statutes, the director has breached or failed to perform the duties of his or her office referenced thereunder and such breach or failure to perform constitutes self-dealing, willful misconduct or recklessness; provided, however, that the foregoing provision shall not eliminate or limit (i) the responsibility or liability of a director pursuant to any criminal statute, or (ii) the liability of a director for the payment of taxes pursuant to local, state or federal law. Any repeal, modification or adoption of any provision inconsistent with this Article XIII shall be prospective only, and neither the repeal nor modification of this Article or the adoption of any provision inconsistent with this Article XIII shall adversely affect any limitation on the personal liability of a director of the Corporation existing at the time of such repeal or modification or the adoption of such inconsistent provision.

### **ARTICLE XIV**

#### **PROHIBITED ACTIVITIES**

The activities of the Corporation shall be limited in the following manner:

1. The Corporation will distribute its income for each tax year at such time and in such manner so that it will not become subject to the tax on undistributed income imposed by Code Section 4942.

2. The Corporation will not engage in any act of self-dealing as defined in Code Section 4941.
3. The Corporation will not retain any excess business holdings as defined in Code Section 4943(c).
4. The Corporation will not make any investments in a manner that would subject it to tax under Code 4944, or corresponding provisions of any future federal tax code.
5. The Corporation will not make any taxable expenditures as defined in Code Section 4945(d), or corresponding provisions of any future federal tax code.

#### **ARTICLE XV**

#### **AMENDMENT**

These articles of incorporation may be amended from time to time by a majority vote of the then existing members of the board of directors.

#### **ARTICLE XVI**

#### **DISSOLUTION**

1. The authority to dissolve the Corporation shall be vested solely in the board of directors.
2. Dissolution of the Corporation may be authorized at a meeting of the board of directors by a vote of two-thirds of the directors then in office; provided that no vote on corporate dissolution shall be valid at a meeting where the board of directors shall be less than six due to a vacancy on the board

3. Dissolution of the Corporation may be revoked at any time prior to its execution or at any time prior to the expiration of 120 days following the effective date of the articles of dissolution. Such revocation shall be authorized in the same manner as the dissolution was authorized.

4. Prior to the dissolution of the Corporation, the board of directors, by a majority vote shall adopt a plan of distribution of the remaining assets of the Corporation not inconsistent with Chapter 617 of the Florida Statutes.

5. Upon the dissolution of the Corporation, assets shall be distributed, in accordance with a formal plan adopted by the board of directors prior to the dissolution of the Corporation, for one or more exempt purposes within the meaning of Code Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or a corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, I have subscribed my name this 6<sup>th</sup> day of October, 1998.

Vera E. Paul

VERA E. PAUL, Incorporator

#### **CERTIFICATE OF REGISTERED AGENT**

Having been named as Registered Agent and to accept service of process for the above described corporation, at the place designated in these Articles of Incorporation, I hereby accept the Appointment of Registered Agent and agree to act in such capacity. I further agree to comply with

all the provisions of all statutes relating to the proper and complete performance of my duties. I am familiar with and accept the obligations of my position as Registered Agent.

Vera E. Paul

Vera E. Paul

Dated: 6<sup>th</sup> October, 1998

**ACKNOWLEDGMENT OF REGISTERED AGENT**

STATE OF FLORIDA )

ss.:

COUNTY OF BROWARD )

THEN PERSONALLY APPEARED BEFORE ME, an officer duly authorized to administer oaths and accept acknowledgments within the State of Florida, Vera E. Paul, who, having produced adequate photographic identification, did execute the foregoing Articles of Incorporation before me and did acknowledge such execution as her free act and deed before me.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Hollywood, Florida, this 6<sup>th</sup> day of October, 1998.

Isel Rodriguez  
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

c:/Rich.Corp./10-02-98



Isel Rodriguez

My Commission CC773080

Expires September 7, 2002

FILED  
98 NOV -5 AM 7:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA