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Articles Of Incorporation

Of

Good News Club Ministries, Inc.

98 NOV 20 AM 8: 06

Notice is hereby given that the undersigned incorporators all being of full age, have FLORIDA associated themselves together for the purpose of forming a Corporation not for profit, without capital stock, under the provisions of Chapters 617, Florida Statutes and do hereby accept all of the rights, privileges, benefits and obligations confirmed and imposed by such law, and we do hereby make, subscribe, acknowledge and file these Articles of Incorporation.

<u>Article I</u>

Name 1

The name of this Corporation shall be Good News Club Ministries, Inc.

Article II

Principle Place of Business and Mailing Address

The principle Office Address and Mailing Address of the Corporation shall be 240 East Drive / Miami, Florida 33162 / P.O. Box 640171 / Miami, Florida 33164-0171

Article III Purpose (s)

This Corporation is a non-profit Corporation. The purpose of this Corporation is to engage exclusively in charitable, and educational purposes within the meaning of Section 501 (c) 3 of the Internal Revenue Code of the United States of America. This Corporation is not to operate for the benefit of any individual, but rather for the public interest.

Article VI

This Corporation shall generally possess all the powers, rights, privileges capacities and immunities which non-profit corporations are authorized, and may hereafter be authorized according to the laws of the State of Florida, to borrow money, to collect, to sue; to be sued; to receive, take hold lease purchase improve sell mortgage or otherwise dispose of personal, real, or mixed property in any such manner permitted by law to the end that the purposes herein set out may be property accomplished, and to receive by donation or otherwise any sums of money, good or real property which any person, form or corporation should see fit to donate to this corporation.

<u>Article V</u> <u>Duration</u>

This Corporation is to have perpetual duration. However, should this corporation for any reason be dissolved, then in that event the assets of the corporation may only be used for charitable and educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of the United States of America.

Article VI

Incorporators

The name (s) and Street address of the incorporators for these Articles of Incorporations is (are): Dorise M. Berrouet 240 East Drive /North Miami Beach, Florida 33162

Jean D. Berrouet 240 East Drive / North Miami Beach, Florida 33162

Colette Mills / North MiamiBeach, Florida 33162

Article VII

Management

Section 1. The affairs of the Corporation shall be managed by the Board of Directors, which may also be referred to as Council or other designation. The Board of Directors shall consist of not less than (3) three and not more than (7) seven

Directors can be elected or removed at the annual quarterly meeting of the Board which shall be three months from the date of these Articles of Incorporation and in accordance with procedure provided by the By-Laws.

Section 2. The Officers of the Corporation shall be a President, Vice-President, a Secretary, A Treasurer. These officers shall be elected every year and shall hold office in a manner provided in by the By-Laws of the Corporations.

Section 3. The name (s) and Street address of the Initial Board of Directors of this Corporation who shall hold d office for the first year, or until successors are chosen, shall be:

Dorise M. Berrouet 240 East Drive / North MiamiBeach, Florida 33162

Jean D. Berrouet 240 East Drive / North Miami Beach, Florida 33162

Colette Mills 240 East Drive / North Miami Beach, Florida 33162

Roland St Gerard 240 East Drive / North Miami Beach, Florida 33162

Michel Bien-Aime 240 East Drive / North Miami Beach, Florida 33162

Section 4. The name (s) and street address of the officers of this corporation who shall hold office for the first year or until successors are chosen shall be:

Dorise Berrouet (President) 240 East Drive / North Miami Beach, Florida 33162 Colette Mills (Vice President) 240 East Drive / North Miami Beach, Florida 33162 Jean D. Berrouet (Program Coordinator) 240 East Drive/ North Miami Beach, Florida 33162 Michel Bien-Aime (2nd Vice President) 240 East Drive/ North Miami Beach /Florida 33162 Suzie Gilot (Treasurer) 240 East Drive/ North Miami Beach, Florida 33162 Regine Amedee (Secretary) 240 East Drive North Miami Beach/ Florida 33162

Article VIII

By-Laws and Amendments

Section 1. The By-Laws of the Corporation are to be made altered or rescinded by the members of the association who are entitle to vote.

Section 2. Amendments to the Articles of Incorporations may be proposed and adopted by the voting members of the association, as set forth above at any meeting of the association which shall be every week.

Article IX Meeting Place

The initial meeting place of the Corporation shall be at the following address: 240 East Drive / North Miami Beach, Florida 33162.

<u>Article X</u>

Indemnification

The Corporation shall indemnify any office, Director, or employee of the Corporation, or any former officer, director, or employee of the Corporation, to the full extent permitted and as set

Article XI Dedication of Assets

The Corporation dedicates all assets which it may acquire to the charitable purpose set forth in Article II hereof. In the event that the Corporation shall dissolve or otherwise terminate its corporate existence subject to provisions of Chapter 607 and 617, Florida Statutes, The Corporation shall distribute all its existing assets to one or more organizations which themselves are exempt as organization described in the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal Government or to a state or locale government for exclusive public purpose.

Article XII Initial Agent and Street Address

The name and address of the Initial Registered Agent is:

Dorise M. Berrouet
240 East Drive

North Miami Beach, Florida 33162

In witness whereof, the undersigned has subscribed hi name under seal this $\underline{q^{\nu h}}$ day of \underline{Nov} , 1998 A.D.

Dorise M. Berrouer

CERTIFICATE OF DESIGNATION

REGISTERED AGENT / REGISTERED OFFICE

1. The name of the Corporation is:

Good News Club Ministries, Inc.

2. The name and address of the registered agent and office is:

Dorise M. Berrouet 240 East Drive North Miami Beach, Florida 33162



Pursuant to the provisions of section 607.0501. Florida Statutes, the undersigned corporation, organized under laws of the State of Florida, submits the statement in designating the registered office/ registered agent, in the State of Florida.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE,

I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature American

Date 11-09-98