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Florida Department of State

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SECRETARY OF STATE
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FLORIDA NON-PROFIT CORPORATION

Christian Beliefs Memorial Foundation, Inc.

Certificate of Status	
Certified Copy	U
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Estimated Charge	\$70,00
	\$70,00

(NOT FOR PROFIT)

ARTICLES OF INCORPORATION CHRISTIAN BELIEFS MEMORIAL FOUNDATION, INC.

ARTICLE I - CORPORATE NAME

The name of the corporation shall be Christian Beliefs Memorial Foundation, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 21 SE 1st Avenue, Floor 6, Mianui, Florida 33131.

ARTICLE III - NATURE OF BUSINESS, PURPOSE AND POWERS

The specific purposes and corporate powers of this corporation are as follows:

- 1. The building of a Public Memorial as a tribute to the first Missionaries who evangelized the Americas. Initially, one Memorial will be built in the city of Brasilia, Brazil, and another one in the city of Miami.
- 2. To be organized as a private operating foundation, exclusively for charitable, religious, educational, cultural and scientific purposes, including, for such purposes,
- A) The making of distributions to organizations that qualify as exempt organizations under Section 501(c) of the Internal Revenue Code of 1954 (or the corresponding provision of the future United States Internal Revenue Law.
- B) The performance of services not for profit, and furnishing of goods, services and facilities to qualified persons, as allowed by the provisions of the United States Internal Revenue Law.
- C) The promoting of social welfare, diplomatic relations, religious awareness, economic affairs and cultural interchange.
- D) The developing of media, publicity and marketing research, as well as consulting, employed in the furnishing of technical, scientific, and economic projects of religious, social and cultural viability.
- E) The recruiting of professionals for distinct areas of work; college and university students who will volunteer or be compensated for their services towards profit and non profit institutions, both in the United States and abroad, on behalf of the Foundation.

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Prepared by: Kaikas Business Services

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121 SE 1" ST. #810, Miami, FL 11313, Phone (305) 577-9716

H99000016055 8

- F) The power to represent industrial and commercial organizations, services corporations, religious and philanthropic associations, government agencies, diplomatic agents, offices and agencies, television, newspapers, magazines, publishing houses and the media in general, receiving reasonable and fair compensation for services performed, with the final objective of acquiring income for expansion and funds investment.
- 3. Elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation.
- 4. To adopt and use a common corporate seal and alter the same provided, however, that such seal always contain the words "corporation not for profit."
- Adopt, change, amend and repeal Bylaws, not inconsistent with the law of its Articles of Incorporation, for the administration of the affairs of the corporation and the exercises of its corporate powers.
- 6. Make sure no substantial part of the corporation's activities shall ever consist of attempts to influence legislation, and such corporation shall not participate in political campaigns. Furthermore, the corporation will comply with the requirements of the Internal Revenue Code and its provisions for said corporation.
- 7. Make contracts and incur liabilities, borrow money at such rates of interest as corporations may determine, issue notes, and other obligations, and secure any of its obligations by mortgage and pledge of all or any of this property, franchises or income.
- 8. Conduct its affairs, carry in its operations, and have offices and exercise powers granted by this part of any state, territory, district or possession of the United States or any foreign country.
- 9. Purchase, take, receive, lease, take by gift, devise or bequest, or otherwise acquire, own, hold, improve, use, or otherwise deal in and with real or personal property, or any interest therein, wherever situated.
- 10. Acquire, enjoy, utilize and dispose of patents, copyrights and trademarks and any licenses and other rights and other interest thereunder or therein.
- 11. Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of and otherwise use and deal in and with, shares and other interest in, or obligations of, other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships or individuals, or direct or indirect obligations of the United States or any other government, state, territory, governmental district, municipality, or any instrumentality thereof.
- 12. Sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of its property and assets.

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- 13. Lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
- 14. Make donations for the public welfare or for religious charitable, scientific, educational or other similar purposes.
- 15. Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is organized.
- 16. Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person.
- 17. Merge and consolidate with other corporations both for profit and not for profit, domestic and foreign provided that the surviving corporation is a corporation not for profit.

ARTICLE IV - MANNER OF ELECTION OF DIRECTORS

- 1. The directors for the Foundation shall be elected by the members of the initial Board of Directors, herein named.
- 2. These directors shall have the authorization for appointment of members for the Committees of the Board, according to the provisions of the Bylaws and in consistence to the laws of the state of Florida and the foreign lands where it may be represented. The Board of Directors has authority to run the Foundation according to the Articles of Incorporation and the provisions of the Bylaws of the corporation.
 - 3. The names of the members of the initial Board of Directors are as follows:

President / CEO Elisio Romero

Vice - President Jadhiel DeOliveira Gomes

Vice - President / Treasurer Valdete Romero

Vice - President / Secretary Lucimar Fernandes Gomes

ARTICLE V - EARNINGS AND ACTIVITIES

No part of the net earnings of the corporation shall inure to the benefit of, or distributed to its members, directors, 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 set forth in Article

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III § 2 (A) hereof. No substantial part of the activities 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 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 except from Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law) or Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE VI - TERM OF EXISTENCE

This manner of corporation shall exist perpetually until dissolved in the manner provided by the laws of the State of Florida.

ARTICLE VII - DISSOLUTION OF THE CORPORATION

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.

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.

ARTICLE VIII - INITIAL AGENT AND STREET ADDRESS

In compliance with Section 48.091 Florida Statutes, the following is submitted:

First: That Christian Beliefs Memorial Foundation, Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 21 SE 1st Ave. Floor 6, Miami, Florida 3331 has named Jadhiel DeOliveira Gomes, resident at 6542 NW 171st Street, Miami, Florida 33015, as its initial registered agent to accept service of process within Florida.

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ARTICLE IX - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the sole incorporator is:

Elisio Romero
21 SE 1st Avenue - Floor 6
Miami, Florida 33131

6.30.99

Signature/Incorporator

Date

Having been named as registered agent and to accept service of process for the above 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 familiar with and accept the obligations of my position as registered agent.

Signature/ Registered Agent

30.99_____ Date

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