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FLORIDA NON-PROFIT CORPORATION

National Center for Faith-Based Initiative, Inc.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 27, 1999

RUDEN, MCCLOSKEY ET AL

SUBJECT: NATIONAL CENTER FOR FAITH BASED INITIATIVE, INC.
REF: W99000029418

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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

THE NAME IN THE HEADING AND ON THE REGISTERED AGENT PAGE IS HYPHENATED BUT IT IS NOT IN ARTICLE I.

You must list the corporation's principal office and/or a mailing address in the document.

If you have any further questions concerning your document, please call (850) 487-6919.

Beth Register
Corporate Specialist Supervisor

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
NATIONAL CENTER FOR FAITH-BASED INITIATIVE, INC.
(A FLORIDA CORPORATION NOT-FOR-PROFIT)

The undersigned, acting as incorporator of a Florida corporation not for profit under the Florida Not-For-Profit Corporation Act, Chapter 617 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is **NATIONAL CENTER FOR FAITH-BASED INITIATIVE, INC.**

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of (i) creating 21st century economic synergy among a historically economically disenfranchised people, (ii) distributing the benefits derived from said economic synergy to facilitate comprehensive and holistic revitalization of local communities through coordinated faith-based initiatives; and (iii) any other exempt purposes

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within the meaning of §501 (c) (3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code.

ARTICLE III

MEMBERSHIP

The Corporation shall not have members.

ARTICLE IV

NO DISTRIBUTION OF PROFITS

The Corporation is not organized for a pecuniary profit. The Corporation shall not have any power to issue certificates of stock or declare dividends, and no part of its net earnings shall inure to the benefit of or be distributable to, any member, director, trustee, officer, or other private person, 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 II hereof. The balance, if any, of all money received by the Corporation from its operations, after the payment in full of all debts and obligations of the Corporation of whatever kind or nature, shall be used and the meaning of §501 (c) (3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code.

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ARTICLE V**PROHIBITION AGAINST POLITICAL ACTIVITIES**

No substantial part of the activities of the Corporation shall be devoted to the promulgation 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 income tax under §501(a) of the Internal Revenue Code of 1986, as amended or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under §170(c)(2) of the Internal Revenue Code of 1986, as amended or the corresponding section of any future federal tax code.

ARTICLE VI**INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of the Corporation is 222 Lakeview Avenue, Suite 800, West Palm Beach, Florida 33401 and the name of the initial registered agent of the Corporation at that address is Keith A. James, Esq.

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ARTICLE VII**INITIAL BOARD OF GOVERNORS**

The Corporation shall initially have eight (8) Governors to hold office until the first annual meeting of Board of Governors and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of Governors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The names and addresses of the initial Board of Governors of the Corporation are as follows:

<u>Name:</u>	<u>Address:</u>
1. Bishop Harold Calvin Ray	Redemptive Life Fellowship 2101 Australian Avenue West Palm Beach, Florida 33407
2. Bishop Charles E. Blake	West Angeles C.O.G.I.C. 3045 Crenshaw Boulevard Los Angeles, CA 90016
3. Bishop J. Delano Ellis II	Pentecostal Church of Christ 10515 Chester Avenue Cleveland, Ohio 44106
4. Bishop Eddie L. Long	New Birth Missionary Baptist Church 2778 Snapfinger Road Decatur, Georgia 30034
5. Bishop Paul S. Morton	Greater St. Stephens F.G.B. Church 9661 Lake Forest Boulevard New Orleans, Louisiana 70119

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| 6. | Bishop Gilbert E. Patterson | Temple of Deliverance C.O.G.I.C.
250 East Raines Road
Memphis, Tennessee 38109 |
| 7. | Bishop Carlton D. Pearson | Higher Dimensions, Inc.
8621 South Memorial Drive
Tulsa, Oklahoma 74133-4308 |
| 8. | Bishop Mack Timberlake | Christian Faith Center
101 South Peachtree Street
Creedmoor, North Carolina |

ARTICLE VIII

DISTRIBUTION OF ASSETS UPON DISSOLUTION

In the event of the dissolution of the Corporation, or in the event it shall cease to carry out the objects and purposes herein set forth, all of the business, property and assets of the Corporation shall go and be distributed to such non-profit charitable corporation(s), or municipal corporation(s), as may be selected by the board of directors of the Corporation so that the business, property and assets of the Corporation shall then be used for, and devoted to, one or more exempt purposes within the meaning of §501(a) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for public purpose. Any such assets not so disposed of shall be disposed of by a Florida court of competent jurisdiction of the county in which the principal office of the

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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. Under no circumstances shall any of the assets or property of the Corporation, or the proceeds of any of the assets or property of the Corporation, in the event of dissolution, go to or be distributed to its members, directors, trustees or officers; it being the intent, in the event of the dissolution of this Corporation, or upon its ceasing to carry out the objects and purposes herein set forth, that the property and assets then owned by the Corporation shall be devoted to one or more exempt purposes within the meaning of §501(a) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code.

ARTICLE IX

BYLAWS

The Bylaws of this Corporation may be adopted, altered or rescinded by majority vote of the Directors. The Bylaws may contain any provisions for the regulation and management of the affairs for the Corporation not inconsistent with law or the Articles of Incorporation.

ARTICLE X

INCORPORATOR

The name and street address of the incorporator is as follows:

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Name:

KEITH A. JAMES, ESQ.

Address:

222 Lakeview Avenue, Suite 800
West Palm Beach, Florida 33401

ARTICLE XI

AMENDMENTS

These Articles of Incorporation may be amended only by majority vote of the Directors.

ARTICLE XII

PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and mailing address of the Corporation shall be 2101
Australian Avenue, West Palm Beach, Florida 33407.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation
this 27th day of December, 1999.



KEITH A. JAMES, ESQ.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation were acknowledged before me this 27th day of December, 1999, by **KEITH A. JAMES, ESQ.**, who:

[☒] is personally known to me; or
[] has produced identification:



Julie May Doll
Notary Public, State of Florida
My Commission Expires:

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, **KEITH A. JAMES, ESQ.**, am familiar with and accept the obligations of the appointment as the initial registered agent of **NATIONAL CENTER FOR FAITH-BASED INITIATIVE, INC.**, as made in the foregoing Articles of Incorporation.

DATED this 27th day of December, 1999.

By: [Signature]
Keith A. James, Esq.

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