

P9500063567

HODGES FINANCIAL SERVICES
111 W. MAGNOLIA AVE, SUITE 107
LONGWOOD, FL 32750-4169

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

DEAR SIR:

ENCLOSED PLEASE FIND ARTICLES OF INCORPORATION FOR
NEW GENERATION MUSIC, INC. ALONG WITH AN EXTRA COPY WHICH
WE WOULD LIKE RETURNED TO US AT HODGES FINANCIAL SERVICES,
111 W. MAGNOLIA AVE, SUITE 107, LONGWOOD, FL 32750-4169.

WE HAVE ENCLOSED A CHECK IN THE AMOUNT OF \$122.50 TO COVER
THE FILING FEE, CERTIFIED COPY, AND REGISTERED AGENT
DESIGNATION.

THANK YOU FOR YOUR PROMPT ATTENTION IN THIS MATTER.

SINCERELY YOURS,

George Hodges
GEORGE HODGES, EA

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mankind everywhere through the means of music.

3. To act with charitable concern for not only Christians, but also all mankind in need, regardless of race, social position, or religious affiliation.

4. To develop and organize Christian music and educational organizations at all levels.

5. To provide biblical discipleship to believers on the domestic and foreign mission field.

6. To, by example, through biblical counseling, teaching and preaching, influence families to be healthy basic social units portrayed in the Word of God.

7. To sell and distribute Christian literature and music, and to provide the facilities for Christian artists to produce Christian radio and television audio tapes and videos.

8. To preach and teach the Gospel in churches, on television, radio and in crusades around the world through music.

This purpose will be accomplished through concerts; the regular assembling of believers; through public and private study groups, seminars, workshops as well as the printing, reproducing and publication of recordings, books, and other materials.

9. To work with various ministries both domestic and abroad.

Offerings will be received to fund, grant aid, and to pay reasonable compensation for carrying out these purposes; However, in no event will any monies or property received by the Ministry be used for private profit or inure to the benefit of any member of the Board of Directors or anyone in a position of authority.

ARTICLE IV

Manner of election of directors

The affairs of NEW GENERATION MUSIC, INC. (the Ministry) both spiritual and secular, shall be conducted by the Board of Directors, which shall consist, initially, of five (5). The number of Directors may be increased or decreased from time to time, but shall never be less than three (3). Directors shall be appointed according to the provisions set forth in the By-Laws.

The Directors themselves must possess the qualifications of leaders as set forth in the relevant teachings of the New Testament and they shall have the duties of Elders as set forth therein. Directors, once in office, shall serve so long as they feel called and/or meet the qualifications portrayed in scripture for leaders and elders unless sooner removed as set forth herein.

The Directors shall appoint such other Elders as may be necessary to properly minister and carry out the purposes for which the Ministry is organized. Elders so appointed shall have the duties of Elders as set forth in the New Testament and subject to the provisions of Section 741.07, Florida Statutes, and to any rules or By-Laws which may be adopted by the Directors of the Ministry. Once appointed they shall serve so long as they remain members of the Ministry, unless sooner removed as set forth herein.

The Board of Directors will make an effort to act with unanimity. However, all actions of the Board shall be with the concurrence of at least 3/4th's of the Directors, unless otherwise stated.

The Board of Directors shall be responsible for the maintenance of scriptural discipline within the Board as well as for the maintenance of standards. If the Board of Directors, after due examination of all the facts and circumstances, decides that a director no longer fulfills the requirements for directors, the director shall be notified and their membership on the board terminated.

If any decisions which cannot be successfully resolved at a meeting of the Board of Directors, the matter will be considered and a final decision made by the Chairman of NEW GENERATION MUSIC, INC.

The name and mailing address of the initial Directors:

ALEXANDER ZACHARIOU
373-202 Champagne Place
Longwood, FL 32779

VICTOR ZACHARIOU
373-202 Champagne Place
Longwood, FL 32779792

PANOS ZACHARIOU
373-202 Champagne Place
Longwood, FL 32779

ARTICLE V

Limitation of corporate powers

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, unless limited as follows: NONE

Additional powers of the corporation:

1. To provide a home base for missionaries desiring to serve in a foreign country;

2. To qualify for grants available for nonprofit projects;

3. To only engage in activities that further its religious, benevolent, charitable, literary and educational purposes. It shall engage only in such activities as are permitted to be carried on by corporations whose income is exempt from taxation pursuant to Section 501(c)(3), and whose contributions are deductible pursuant to Section 170(c)(2), of the Internal Revenue Code or future revisions.

No part of the activities of the corporation shall be for 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.

No part of the Ministry's net earnings or assets may inure to the benefit of any Director, officer or member, except for reasonable compensation for services actually rendered.

ARTICLE VI

Dissolution

If it is necessary or desirable to dissolve the corporation, the provisions of s.617.1402, s.617.1403, and s.617.1406 shall govern. The corporation may be dissolved by a unanimous vote of the full Board of Directors. In the event of such dissolution, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation or to such organization(s) organized and operated exclusively for charitable, religious, and educational purposes as shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code or the corresponding provision(s) of any future United States Internal Revenue Code or Law. The Board of Directors shall determine to whom distribution will be made, but in any case no distribution may be made to any organization not qualified under Section 501(c)(3).

ARTICLE VII

Initial registered agent and street address

The name and the street address of the initial registered agent is:

GEORGE HODGES
111 West Magnolia Avenue, Suite 107
Longwood, Florida 32750

ARTICLE VIII

Incorporators

The name and the street address of the incorporator for these articles of incorporation is:

GEORGE HODGES
111 W. Magnolia Avenue, Suite 107
Longwood, Florida 32750

The undersigned incorporator has executed these Articles of Incorporation this 14th day of August, 1995.

Signature of Incorporator:

George Hodges

GEORGE HODGES

STATE OF FLORIDA

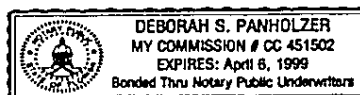
County of Seminole

On this 14TH day of August, 1995, before me personally appeared GEORGE HODGES known to be the person whose name is subscribed to the within instrument, and acknowledged that he has executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Deborah S. Panholzer
NOTARY PUBLIC, DEBORAH PANHOLZER

My Commission Expires:



CERTIFICATE OF REGISTERED AGENT

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

NEW GENERATION MUSIC, INC.

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

GEORGE HODGES
111 West Magnolia Avenue, Suite 107
Longwood, Florida 32750

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.


GEORGE HODGES

8-10-95
(DATE)

1995 AUG 16 AM 9:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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