417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870 Mailing Address: Fost Office Box 10349, Tallahassee, FL 32302 TOLL FREE No. 1-800-342-8062 FAX (904) 222-1222		32302 RE	RE: <u>Bingdom Financia</u> / <u>Advisors, Inc.</u>		
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# ARTICLES OF INCORPORATION

# OF

# KINGDOM FINANCIAL ADVISORS, INC.

97 JAN 23 LED ECRETARY AM 11, 29

Incorporation to form a corporation for profit under the State of Florida.

# ARTICLE I

The name of this corporation shall be KINGDOM FINANCIAL ADVISORS, INC.

### ARTICLE II PURPOSE

This corporation may and is authorized to engage in any lawful activity or business for which the corporations may be incorporated under the Florida General Corporation Act.

# ARTICLE III CAPITAL STOCK

a) The authorized capital stock of this corporation and the maximum number of shares of stock this corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

b) All or any portion of the capital stock may be issued in payment for real or personal property, services or any other right or thing having a value in the judgment of the Board of Directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued, shall become and be fully paid and non-accessible, the same as though paid for in cash, and the Directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive.

# ARTICLE IV TERM OF EXISTENCE

The effective date upon which the corporation shall come into existence shall be the date of filing these Articles of Incorporation, and it shall exist perpetually thereafter unless dissolved according to law.

# ARTICLE V INITIAL PRINCIPAL OFFICE AND AGENT

The street address of the initial principal office of the corporation is 140 North Orlando Avenue, Suite 150, Winter Park, Florida 32789, and the name of the initial Registered Agent of this corporation is RAYMOND PENA, JR. The initial registered office and the principal office are the same.

#### ARTICLE VI DIRECTORS

a) The initial number of Directors of this corporation shall be three.

b) The name and street address of the initial members of the Board of Directors to hold office until the first annual meeting of the shareholders of this corporation or until his successor is elected or appointed and have qualified is RAYMOND PENA, JR., 1145 Ranchero Avenue, Titusville, Florida 32780, LAWRENCE LINKOUS, 1403 Indian River Drive, Titusville, Florida 32708, JASON LINKOUS, 2668 Robert Trent Jones Drive, #1035, Orlando, Florida 32835.

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#### ARTICLE VII INCORPORATOR

The name and street address of the incorporator signing these Articles is RAYMOND PENA, JR., 1145 Ranchero Avenue, Titusville, Florida 32780.

#### ARTICLE VIII LOST OR DESTROYED CERTIFICATE

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as from time to time provided for in the By-Laws of the corporation.

# ARTICLE IX AMENDMENTS TO ARTICLES

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders meeting by the holders of a majority of the stock issued and entitled to be voted, unless all the Directors and all the Shareholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

# ARTICLE X BY-LAWS

The power to adopt By-Laws shall be vested in the shareholders. The power to alter, amend or repeal By-Laws of this corporation shall be vested in the Board of Directors of this corporation, provided, however, that any By-Laws altered, amended or repealed by the Directors that are inconsistent with any By-Laws adopted by the

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shareholders shall be void and the Directors may not alter, amend or repeal any By-Laws adopted by the shareholders without the consent.

of a majority of the shareholders.

IN WITNESS WHEREOF, the undersigned Incorporator has executed

these Articles this Zanday of January, 1997

PENA

Incorporator

STATE OF FLORIDA COUNTY OF ORANGE

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BEFORE ME, the undersigned authority, this day personally appeared RAYMOND PENA, JR. who is personally known to me or who produced <u>Hillscore (correct</u>) as identification, who by me being first duly sworn, deposes and says that he is the person described as the Incorporator in the foregoing Articles of Incorporation; that he has read the Articles and have executed the same for the purposes therein expressed.

WITNESS my official hand and seal in the county and state last aforesaid this <u>Alma</u> day of <u>Arnany</u>, 1997.

KATHIB ANN RANKING Notary Public, State of FINGEARY PUBLIC My Comm. Expires Dec. 1 Walle No. CC 428284 Walle Bunded Thru Official Netary Commission No: 1-(000) 723-0121 My Commission Expires:

# ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

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The undersigned hereby accepts appointment to serve as the initial Registered Agent of KINGDOM FINANCIAL ADVISORS, INC.

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RAYMON PENA, JR. Registered Agent

