

N95000001307

JOHN H. ANTHONY

Requestor's Name

1030 WEST OLIVE STREET
Address

LAKELAND, FL 33802 (941) 682-0654
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. ACTS MINISTRIES, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

Amended
Filed
97 MAY 12 AM 2:00
Change
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- ☒ Walk in ☐ Pick up time _____ ☒ Certified Copy
☐ Mail out ☒ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
97 MAY -2 AM 8:13
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Examiner's Initials

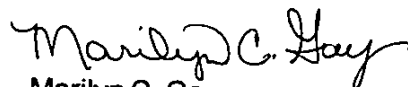
ACTS MINISTRIES, INC.
177 West Alexander street
Suite 322
Plant City, Florida 33566
APRIL 24, 1997

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Sir/Madam:

The Board of Directors is respectfully requesting that the restated Articles of Incorporation for ACTS Ministries, Inc. supersede the original Articles of Incorporation for ACTS Ministry, Inc.

Your attention to this matter is greatly appreciated.



Marilyn C. Gay
Secretary/Treasurer



Alenzo T. Gay
President

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

97 MAY -2 AM 8:25
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACTS MINISTRY, INC.

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

ALL AMENDED AND RESTATED ARTICLES OF INCORPORATION

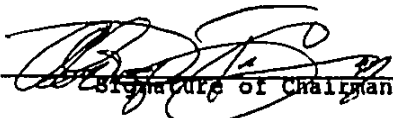
SECOND: The date of adoption of the amendment(s) was: JANUARY 5, 1997

THIRD: Adoption of Amendment (CHECK ONE)

- ☒ The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

ACTS MINISTRIES, INC.

Corporation Name



Signature of Chairman, Vice Chairman, President or other officer

ALONZO T. GAY

Typed or printed name

PRESIDENT

Title

APRIL 24, 1997

Date

AMENDED AND RESTATED

**ARTICLES OF INCORPORATION
OF
ACTS MINISTRIES, INC.**

We, the undersigned natural persons of age of twenty-one (21) years or more, acting as incorporators of a corporation not for profit, adopt the following Articles of Incorporation for such Corporation pursuant to Chapter, 617, of Title 34 of the Statutes of the State of Florida.

ARTICLE I - NAME

The name of this corporation shall be ACTS MINISTRIES, INC.

ARTICLE II - DURATION

This Corporation shall have perpetual existence.

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 177 West Alexander Street #322, Plant City, Florida 33566, and the name of the initial registered agent is Alonzo T. Gay, Sr.

ARTICLE IV - DEFINITIONS

The following terms shall have the following definitions in these Articles of Incorporation:

- A. The term "Church" shall mean Acts Ministries, Inc., and shall refer to both the corporate organization, the various churches and ministries operated by ACTS Ministries, Inc.
- B. The term "Minister" or "Minister of the Church" shall refer to the person chosen by the Active Members to serve the Church or its ministry as its Minister in accordance with the Bylaws of Corporation.
- C. The term "Trustee" or "Member of the Board of Trustees" shall refer to a person appointed by the President or elected to that position by the Active Members in accordance with these Articles and the Bylaws, and shall include the Minister of the Church.

- D. The term "Member" shall have the meaning set forth in the Bylaws of the Corporation.
- E. The term "Active Member" shall have the meaning set forth in the Bylaws of the Corporation.
- F. The term "Intern Minister" shall refer to the person chosen by the "Minister of the Church/Ministry" to perform his/her Internship under the guidance of the "Minister of the Church."
- G. The term "Associate Minister" shall refer to the person chosen by the "Minister of the Church/Ministry" to perform specific assignments to further enhance his/her spiritual and holistic preparation for Ministership.

ARTICLE V - NOT FOR PROFIT

The Corporation is a corporation not-for-profit as defined in Section 617.01, Florida Statutes (1981). The Corporation is not formed for pecuniary profit, but shall not be prohibited from earning or receiving income. No part of the income or assets of the Corporation is or shall be distributable to or for the benefit of its Members, Active Members, Trustees or Officers except as to the extent permissible under law, and in accordance with these Articles of Incorporation.

ARTICLE VI - PURPOSES

This sovereign Church/Ministry and Corporation is organized for the following exclusively charitable and religious purposes:

- A. To establish and maintain a sovereign Church/Ministry for the worship of the Almighty God, our Heavenly Father;
- B. To provide for Christian fellowship for those of like belief, regardless of denomination, affiliation or background;
- C. To assume our share of responsibility and the privilege of propagating the Gospel of Jesus Christ by all available means, both at home and in foreign lands;
- D. To encourage and support the growth and extension of Christianity through all means of communication and education, including, but not limited to, conventional methods of preaching and teaching, radio broadcasting, television broadcasting, the printing or reproduction of recordings, audio and video tapes and disks, books and other materials, the establishment and operation of a school or schools, and the holding and conducting of seminars, study groups, workshops and meetings;

- E. To ordain ministers who have met license requirements;
- F. To assist in the establishment and maintenance of others churches, ministries or religious institutions;
- G. To evangelize, through teaching, preaching, and the distribution of recordings, books and tapes of religious information; and
- H. To engage in any activity lawful in the State of Florida which will further the above purposes.

Notwithstanding the foregoing, the Corporation's purposes shall be accomplished only in a manner consistent with the exempt purposes set forth in the subsection of Section 501 (c) (3) of the Internal Revenue Code of 1986 under which the Corporation has chosen to qualify for exemption, as the same now exists, or as it may be amended from time to time.

ARTICLE VII - POWERS

The Corporation shall have full power to transact and perform such acts and things as shall be necessary or appropriate for the attainment of the purposes described in Article VI, above, independent of the control or supervision of any authority outside itself, without limiting the generality of the foregoing language, the Corporation shall have the power:

- A. To acquire, receive and accept, by way of grant, gift, devise, bequest, purpose, lease or otherwise, real property, tangible and intangible, of every kind, including security interests in real property (including mortgages on or security interests in real property and receipts, notes, certificates or other instruments representing any rights or interest in real property);
- B. To exercise all rights, powers and privileges in respect to property, including the power to hold, administer, sell, encumber, pledge, convey, transfer and dispose of, invest and reinvest such property and the income and proceeds thereof;
- C. To use, apply or disburse any of its property or the income or proceeds thereof, exclusively for or toward any one or more of the purposes as enumerated in Article VI;
- D. To borrow money, issue bonds, debentures, notes or to create or issue other obligations or securities;
- E. To receive tithes, offerings, gifts, bequest and other income and to solicit funds and raise money to fulfill the above stated purposes;

- F. To receive gifts or conveyances in trust and to hold properties in trust for the purposes set forth above.

ARTICLE VIII - LIMITATION

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its Members, Active Members, Trustees, or Officers, by the Corporation. 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 VI hereof.

ARTICLE IX - MEMBERSHIP

The Members of Acts Ministries, Inc., together with those persons who were admitted to membership in accordance with these Articles and the Bylaws of the Corporation, and excluding those persons who ceased to be Members of the Corporation from time to time.

The Corporation has, and shall continue to have Members, who may attain their status as such in the manner provided in the Corporation Bylaws. The rights and privileges of membership shall be specified by the Corporation in its Bylaws. Members shall have only those rights and privileges provided in the Bylaws of the Corporation, and a Member's status or membership may be limited or terminated by the Corporation or may be terminated by the Member in accordance with the Bylaws of the Corporation.

So long as the Bylaws of the Corporation contain provisions relating to quorum and voting requirements for meetings and activities of the membership, and for notice requirements sufficient to provide notice of meetings and activities of the membership, the provisions of Chapter 607, Florida Statutes, relating to meetings and activities of shareholders, shall not apply to Members of the Corporation.

ARTICLE X - INCORPORATORS

The names and addresses of those subscribing to these Articles of Incorporation are as follows:

President	Alonzo T. Gay 117 W. Alexander Street Plant City, Florida 33566
Vice-President	Cecil E. Sims 3223 Vinson Avenue Sarasota, Florida 34232
Secretary/Treasurer	Marilyn C. Gay 117 W. Alexander Street Plant City, Florida 33566

ARTICLE XI - INITIAL BOARD OF TRUSTEES

The oversight of the business affairs of the Corporation shall be vested in a Board of Trustees who shall also act in an advisory capacity to the President of Acts Ministries, Inc. The number of persons constituting the first Board of Trustees shall be no less than three (3) and no more than nine (9), which number includes the President of Acts Ministries, Inc. The number of the Trustees may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three (3), and shall never exclude the President of the Acts Ministries, Inc. The President, any member in good standing, or trustee may nominate a person to serve on the Board of Trustees. The Board of Trustees shall approve or confirm the Trustees so nominated, at an annual meeting of the Active Members held in accordance with the Bylaws of the Corporation. The President of Act Ministries, Inc. shall be initially selected by the Active Members. After being initially selected, the President shall serve as President of the Corporation and as a Member and President of the Board of Trustees for two (2) years or until the effective date of his resignation, the effective date of his removal, according to the provisions of the Bylaws, or the date of his death. The Bylaws may provide for ex-officio or honorary Trustees to be selected by the President and may specify their rights and privileges, but ex-officio or honorary Trustees shall not be considered to be members of the Board of Trustees, and shall not have or exercise any of the powers possessed by the Board of Trustees. The name and address of each member of the current Board of Trustees of the Corporation is as follows:

ARTICLE XII - OFFICERS

The Officers of the Corporation shall consist of the President and such other officers as may be described in the Bylaws. Officers must be Active Members of the Corporation. Each officer shall be nominated by the President and elected by two thirds (2/3) of the Board of Trustees. Officers and Trustees other than the President may be removed by vote of the members of the Board of Trustees or by the action of the President in the manner provided in the Bylaws. The President may be removed only by a vote of the Active Members of the Corporation, in the manner provided in the Bylaws.

ARTICLE XIII - BYLAWS

The Bylaws of the corporation may be altered, amended or rescinded by a majority vote of the Board of Trustees, followed by ratification or confirmation by a majority of the Active Members of the Corporation present at a meeting called for that purpose, with the change (whether an alteration, amendment or rescission) to be effective only after ratification or confirmation by the Active Members or the Corporation. Under Section 617.002, Florida Statutes, the provisions of Section 607.01, Florida Statutes (1981) as amended from time to time, shall govern the Bylaws.

ARTICLE XIV - ARTICLES

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon Members, Trustees and Officers are subject to this reservation. Amendments to these Articles of Incorporation may be adopted only in the follow manner:

1. Any Active Member of the Corporation may propose an Amendment to the Articles of Incorporation by submitting the proposed Amendment, in writing, to the Board of Trustees at least ten days prior to any regularly scheduled meeting of the Board of Trustees. Alternatively, any Active Member of the Corporation may propose an Amendment by submitting the proposed Amendment, in writing, to the President at least thirty days before the annual meeting of the Active Members of the Corporation, and the President shall then bring the proposed Amendment to the attention of the members of the Board of Trustees at any regular or special meeting of the members of the Board of Trustees prior to the annual meeting of the Active Members of the Corporation.
2. The Board of Trustees shall consider the proposed Amendment at any regular meeting, or, in the case of the submission of a proposed

Amendment from an Active Member to the President prior to the annual meeting of the Active Members of the Corporation, any special meeting, and the Board of Trustees shall vote either to recommend for or against the adoption of the proposed Amendment by the Active Members, or to reject the adoption of the proposed Amendment, or the Board of Trustees may decide to submit the proposed Amendment to the Active Members without any recommendation. If the Board of Trustees votes to reject the proposed Amendment, and no further meeting or vote of the Active Members shall be required in connection with the proposed Amendment. Once a proposed Amendment is rejected by the Board of Trustees, neither it nor any substantially similar proposed amendment shall be submitted to the Board of Trustees for a period of six months from the date of rejection by the Board of Trustees, unless the Board of Trustees vote unanimously to waive this requirement.

ARTICLE XV - NON STOCK BASIS

The Corporation is organized and shall be operated on a non stock basis within the meaning of the Florida Not-For-Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock or other certificates or writings evidencing an ownership or proprietary interest in the Corporation.

ARTICLE XVI - INDEMNIFICATION

Every trustee and officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed in connection with any proceeding or any settlement or any proceeding (including any appeal thereof) to which a trustee or officer may be a party or may become involved by reason of being or having been a trustee or officer of the Corporation, whether or not a director or officer at the time such expenses are incurred, except when the director or officer is adjudged guilty of, or liable for, willful misfeasance or willful malfeasance in the performance of duties; provided that in the event of settlement before entry of judgment, the indemnification shall apply only when the board of trustees approves such settlement and reimbursement as being in the best interest of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled by law. Appropriate liability insurance may be provided for every officer, trustee and officer of the Corporation in amounts determined from time to time by the board.

ARTICLE XVII - TAX EXEMPT STATUS

It is the intention of this Corporation at all times to qualify and remain qualified as exempt from Federal and Florida Income taxes as same may from time to time be amended accordingly:

- A. The Corporation is not to have authority to issue capital stock.
- B. The Corporation shall not be conducted or operated for profit, and no part of the net earnings of the Corporation shall inure to the benefit of any member or individual nor shall any of such net earnings nor any of the property or assets of the Corporation be used other than for the purposes of the Corporation set out in Article V, hereof.
- C. No substantial part of activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation; nor shall the Corporation participate or intervene, by publishing or distributing statements or otherwise, in any political campaign of any candidate for public office. However, this provision shall not prohibit the Corporation from electing, pursuant to Section 501 (h) of the Internal Revenue Code.
- D. In the event of a liquidation, dissolution or termination, or winding down of the Corporation, whether voluntary, involuntary, or by operation of law, all the property or assets of the Corporation remaining after discharge of valid obligations, including costs and expenses of dissolution, shall be distributed among organizations which are entitled for exemption under Section 501 (c) (3) and Section 170 (c) (2) of the Internal Revenue Code, for the public purpose, and none of the assets shall be distributed to any member, officer, or director of this Corporation.
- E. Notwithstanding any of the provisions of these Articles, this Corporation will carry on any other activities not permitted to be carried by (i) a corporation exempt from Federal Income Tax under Section (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law or (ii) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1986 or any other corresponding provision of any future United States Internal Revenue law. However, this provision shall not prohibit the Corporation from electing, pursuant to Section 501 (h) of the Internal Revenue Code.

ARTICLE XVIII - FISCAL YEAR

The fiscal year of the Corporation shall begin January 1st and end December 31st of each calendar year.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 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: ACTS MINISTRIES, INC.

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

ALONZO T. GAY
(Name)
177 WEST ALEXANDER STREET #322
(P.O. Box **NOT** acceptable)
PLANT CITY, FL 33566
(City/State/Zip)

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SECRETARY OF STATE
TALLAHASSEE, 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 

DATE APRIL 24, 1997

REGISTERED AGENT FILING FEE: \$35.00

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