

TRANSMITTAL LETTER

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

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-02/05/98--01089--006
*****78.75 *****78.75

SUBJECT: Open Arms Ministries of Your City, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check
for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM:

Rev. Joel Vicente

Name (Printed or typed)

P.O. Box 273874

Address

Tampa, FL. 33688

City, State & Zip

813-209-0157

Daytime Telephone number

FILED
98 FEB 17 AM 10:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

Handwritten signature



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 6, 1998

REV. JOEL VICENTE
P.O. BOX 273874
TAMPA, FL 33688

SUBJECT: OPEN ARMS MINISTRIES OF YBOR CITY, INC.
Ref. Number: W98000002758

We have received your document for OPEN ARMS MINISTRIES OF YBOR CITY, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 298A00007004

ARTICLES OF INCORPORATION (non-profit)
for
OPEN ARMS MINISTRIES OF YBOR CITY, Inc.
Adopted January 28 1998

98 FEB 17 AM 10:41
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PREAMBLE

We hereby associate ourselves together for the purpose of constituting a Church, to operate in accordance with the laws of God and in a non-profit corporate form pursuant to the applicable provisions of the Statutes of the State of Florida relative to corporations not for profit; and we hereby covenant and agree as follows:

ARTICLE I - NAME

The name of this Corporation is Open Arms Ministries of Ybor City, Inc.

ARTICLE II - TERM OF EXISTENCE & ADDRESSES

This Corporation shall exist perpetually unless dissolved according to the law. Mailing address: PO Box # 273874 - Tampa, FL 33688. Principal place of business: 1213 E. 6th Ave. - Tampa, FL 33605

ARTICLE III - PURPOSES

The objectives and purposes for which this Church is constituted and this Corporation organized are:

- (1) To disseminate the Gospel of Jesus Christ and the Word of God, to the end that people may be evangelized and believers may be conformed to the image of Jesus Christ.
- (2) To regularly assemble together the members of this Church for fellowship one with another both in large public congregations and in small groups in houses and in other places, to worship God in Spirit and in Truth and to cooperate in the building up of the whole Body of Christ.
- (3) To provide basic New Testament discipleship.
- (4) To involve every participant of this Church in its fellowship and activities and in the ministry of the Holy Spirit throughout the Body of Christ.
- (5) To strengthen the family units so that the home life of each member is healthy and fruitful by Biblical standards.
- (6) To perform the Sacraments of the Church which include to baptize believers in water by immersion, to celebrate the Lord's Supper and to perform other ministries which include but are not limited to: to anoint the sick with oil, to conduct weddings and funerals, and to dedicate infants.
- (7) To act with charitable concern for and to help, not only the members of this Church, but also all people in need of any help this Church can give, regardless of race, social position, or religious

affiliations; to develop and carry out programs of social action for poor, widowed, orphaned, afflicted, imprisoned, underprivileged, or aged persons, both within and without the Church.

(8) To pray for the needs of all people, for local and national leaders and governments, and for all that are in authority as instructed in Timothy 2:1-3.

(9) To support and encourage communication and extension of the Christian life and witness by sound and comprehensive preaching and teaching of Biblical principles to all people, both within this Church and elsewhere, not only by conventional modes, but also by means which will accomplish such communication, extension, teaching, and preaching. This may include media of communication developed by modern technology. These purposes should also include to sponsor, participate in, conduct or engage in radio broadcasting, television broadcasting, the printing or reproduction and publication of recordings, books, and other materials, the establishment and operation of a school or schools and the holding and conducting of seminars, study groups, work shops, and meetings, by either resident or traveling ministers; to receive offerings for such purposes, provided, however, that none of the forgoing shall be done private profit; and to grant aid and pay reasonable compensation to persons, firms, and corporations for services actually rendered for such purposes.

(10) To equip believers to fulfill their respective functions as members of the Body of Christ and to bring the whole Body of Christ to unity, maturing and completion. (Ephesians 4:11-16)

(11) To assist in the establishment and maintenance of other churches or other institutions, and to send forth and maintain ministers, missionaries or other workers for the establishment and building up of such churches, or institutions, either domestic or foreign.

ARTICLE IV - ORIGINAL SUBSCRIBERS

The names and residences of the original subscribers to the Article of Incorporation adopted January 28, 1998, were:

Joel Vicente	16148 Foxfire Dr. - Tampa, FL 33618
Sammy Benitez	1519 Citrus Orchard Way - Valrico, FL 33594
Gabriel Jr. Roché	15402 Plantation Oaks Dr. #16 - Tampa, FL 33647

ARTICLE V - POWERS

The Corporation is empowered:

(1) To purchase, lease, rent, acquire, own, construct, maintain and operate, make improvements, hold properties in trust (subject to Florida Statutes Section 617.21), use, sell, convey, mortgage, or otherwise dispose of any real estate or chattels as may be necessary for the above purposes.

(2) To receive tithes, offerings, gifts, bequests and other income and to solicit funds and raise money to fulfill the above stated purposes.

(3) To borrow money, issue bonds, debentures, notes or other obligations, secure funds so borrowed or in payment for property, or for any of the purposes stated above.

(4) Notwithstanding any other provision of these Articles, this Corporation will not carry on any activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law of (b) a corporation, contributions to which are deductible under Section 170.(c) (2) of the Internal Revenue Code of 1986 or any other corresponding provisions of any future United States Internal Revenue law.

(5) To exercise the corporate powers as set forth in Florida Statutes Section 617.21 and any subsequent amendments thereto.

ARTICLE VI - MEMBERSHIP

The membership of this Corporation shall consist of all members in good standing who shall be admitted and listed on a membership roll at any time.

ARTICLE VII - BOARD OF DIRECTORS

The affairs of the Corporation shall be directed by a Board of Directors who shall be Elders and Deacons. This Board shall consist of not less than four (4) nor more than twelve (12) members. The Senior Pastor shall act as Chairman of the Board of Directors and vote only if necessity of a tie vote requires his vote to break the tie. The Senior Pastor serving as Chairman and advisor to the Board would be in addition to the regular lay Board members. No Church staff members or salaried employees shall be eligible to serve on the Board of Directors. The Elders shall submit to the Board of Directors annually recommendations as to whom should serve on the Board. The Board of Directors shall then elect the Directors to serve for the coming year in accordance with the By-Laws of the Church.

Thereafter, in the event of a vacancy on the Board of Directors, whether caused by resignation, removal or death, the Directors then serving shall select the best qualified man from names presented by all the Elders to fill said vacancy for the remainder of or specified term in agreement with the President.

The Directors shall make every effort to act with unanimity with fasting and prayer. All decisions of the Board at regular or special meetings shall require approval of at least two-thirds of the Directors. The Board of Directors shall be responsible for the maintenance of Scriptural discipline within the Church and its membership.

ARTICLE VIII - CURRENT BOARD OF DIRECTORS

Names and addresses of persons serving on the current Board of Directors are:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Joel Vicente	President	16148 Foxfire Dr. Tampa, FL. 33618
Kristi Vicente	Vice-president	16148 Foxfire Dr. Tampa, FL. 33618
Sammy Benitez	Secretary	1519 Citrus Orchard Way - Valrico, FL 33594
Gabriel Jr. Roché	Treasurer	15402 Plantation Oaks Dr. #16 - Tampa, FL 33647
Odalis Benitez	Trustee	1519 Citrus Orchard Way - Valrico, FL 33594
Kathy Roché	Trustee	15402 Plantation Oaks Dr. #16 - Tampa, FL 33647

ARTICLE IX - OFFICERS

The affairs of the Corporation shall be administered by its officers which shall be President, and a Secretary-Treasurer, or a Secretary and a Treasurer, all of whom shall be members of the Board of Directors or such other assistant or administrative officers as determined by the Board of Directors from time to time. The Board of Directors shall elect the officers, who shall serve annual terms beginning on January 1st of each year, provided, however, that any person dealing with the Corporation shall be entitled to rely upon any documents signed in behalf of the Corporation by the President which shall be witnessed by the Secretary. The Senior Pastor shall be appointed President of the corporation.

ARTICLE X - CURRENT OFFICERS AND BOARD OF DIRECTORS

The officers and Board of Directors who manage the business of this Corporation until the next election or until their successors are elected and qualified, are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Joel Vicente	President	16148 Foxfire Dr. Tampa, FL. 33618
Kristi Vicente	Vice-president	16148 Foxfire Dr. Tampa, FL. 33618
Sammy Benitez	Secretary	1519 Citrus Orchard Way - Valrico, FL 33594
Gabriel Jr. Roché	Treasurer	15402 Plantation Oaks Dr. #16 - Tampa, FL 33647
Odalis Benitez	Trustee	1519 Citrus Orchard Way - Valrico, FL 33594
Kathy Roché	Trustee	15402 Plantation Oaks Dr. #16 - Tampa, FL 33647

ARTICLE XI - ANNUAL BUSINESS OF THE MEMBERSHIP

A meeting of the membership shall be held annually, at which time a report of the activities and finances of the Corporation shall be presented to the Church Membership. The date and time of the meeting shall be determined by the Board of Directors.

ARTICLE XII - BY-LAWS

The By-Laws of this Corporation may be amended, altered, or rescinded by two-thirds vote of the membership of the Church, who are in attendance at any regular or special meeting called for that

purpose, provided due notice of such proposed change shall have been made at all the services on at least two Sundays preceding the time of such meetings.

ARTICLE XIII - PROPERTY RIGHTS

All property, real estate or assets, shall be taken, held, sold, transferred, or conveyed in the name of the Corporation. No real property or asset whose value is in excess of \$100,000 shall be sold, leased, mortgaged, or otherwise alienated without having been authorized by a majority vote of the members in attendance voting at a meeting of the membership called for that purpose with due notice of at least two Sundays preceding the date of the meeting.

ARTICLE XIV - BORROWING LIMITS

The Board of Directors of the Corporation shall have the power to borrow such sums as may be needed from time to time, provided any transaction in excess of \$100,000 shall be authorized by a majority vote of the members in attendance voting at a meeting of the membership called for that purpose with due notice of at least two Sundays preceding the date of the meeting.

ARTICLE XV - MISSIONARY FUNDS

A minimum of 2% of all general fund offerings shall be designated to support Home and Foreign missions in addition to other designated missionary offerings.

ARTICLE XVI - DISSOLUTION

In the event of dissolution, winding up, or other liquidation of the assets of this Corporation, the residual assets of the Corporation will be turned over to or more organizations which themselves are exempt as organizations described in Section 501(c) (3) and 170 (c) (2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future law, or to the federal, state or local government for exclusive public purpose. These organizations or corporations shall be organizations or corporations whose expressed purposes are consistent with the tenets of Christian faith expressed in the Articles of Incorporation and By-Laws of Open Arms Ministries of Ybor City, Inc.

ARTICLE XVII - COMMISSIONING OF CHURCH MINISTERS/LEADERS

The Church shall make provision for the conferring of the Ordained Minister, Licensed Minister and Christian Lay Minister credential upon its leaders/workers as recommended by the President and Board of Directors.

All candidates must be of necessary experience and qualifications, and shall have demonstrated their ability to undertake the responsibilities of the Full Gospel ministry. No leader or worker shall be given a credential certificate until he/she shall have been engaged in the active work of the ministry of Open Arms Ministries of Ybor City, Inc. exhibiting a teachable spirit and is a participant of the Vision and

Mission of the church. The candidate must show a genuine and sincere commitment and support to the calling and vision of the President / Senior Pastor.

Credentials shall be valid only when sealed by the corporate seal of Open Arms Ministries of Ybor City, Inc. and shall be renewed annually by the same. Any person's credential/ID card may be revoked or voided at any time by the President / Senior Pastor and the Board of Directors if he/she is not ministering or conforming to the religious tenets, faith, ethics and beliefs of the church.

ARTICLE XVIII - AMENDMENTS

These Articles of Incorporation may be amended or changed by a two-thirds vote of the membership of the Church who are in attendance at any regular or special meeting called for that purpose, provided due notice of such proposed change shall have been made at all the services on at least two Sundays preceding the time of such meetings. A quorum of 50% of the voting membership must be present. These amendments or changes shall become effective when such resolution is duly certified by the Secretary of the Corporation and filed with the Secretary of the State of Florida, approved by him and all filing fees have been paid.

IN WITNESS WHEREOF, we, the undersigned subscribing, Incorporators, have hereunto set our hands and seals this: 28 day of January, 1998, for the purpose of forming this corporation not for profit, under the laws of the State of Florida.

President: [Signature] (seal)
Vice-pres: Kristi Vicente (seal)
Secretary: [Signature] (seal)
Treasurer: [Signature] (seal)
Trustee: Odalis Benitez (seal)
Trustee: [Signature] (seal)

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally known:

Joel Vicente
[Signature]

Kristi Vicente
[Signature]

Sammy Benitez
[Signature]

Gabriel Jr. Roché
[Signature]

Odalis Benitez
[Signature]

Kathy Roché
[Signature]

to me known to be the persons described in and who executed the foregoing Articles of incorporation, and who severally acknowledged the execution thereof to be their free act and deed for the uses and purposes expressed.

WITNESS MY HAND and official seal in the COUNTY and STATE named above this:

2nd day of February, 1998.

[Signature]
NOTARY PUBLIC
My Commission expires:

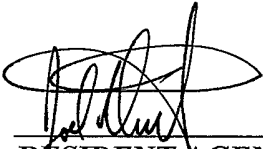


REGISTERED AGENT CERTIFICATE

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act: First, that the Trustees of: Open Arms Ministries of Ybor City, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in the City of Tampa, County of Hillsborough, State of Florida, has named: Joel Vicente, with residence located at: 16148 Foxfire Drive, Tampa, Florida 33618 as its agent to accept service of process within the State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in the capacity, and agree to comply with the provision of said act relative to keeping open said office.


RESIDENT AGENT

RESOLUTION

BE IT RESOLVED, that the members of the Open Arms Ministries of Ybor City, Inc. authorized the Pastor and Trustees of the said Church, to establish a Corporation not for profit to hold title to the properties of the said Church, and approved the Articles of Corporation.

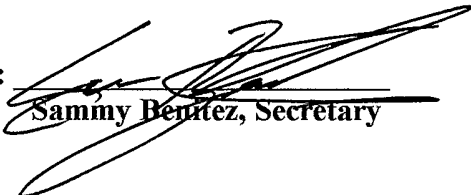
BE IT FURTHER RESOLVED, that the members of Open Arms Ministries of Ybor City, Inc. hereby approved the payment of the necessary filing fees for Incorporating said Corporation.

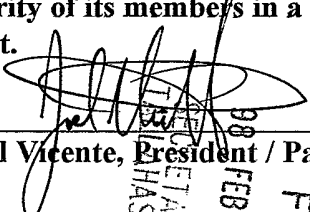
BE IT FURTHER RESOLVED, that upon notice of the Secretary of State's Office that the Corporation has been established, the Trustees, and the appropriate officers, are hereby authorized and directed and instructed to make do and execute all representations and documents necessary to convey title to the Corporation of any and all real property of the Church, held by them.

CERTIFICATE

It is hereby certified that the foregoing Resolution was adopted by the members of the Open Arms Ministries of Ybor City, Inc. on the 28 day of January, 1998 by a majority of its members in a business meeting duly and legally called at which a quorum was present.

Attested by:


Sammy Benitez, Secretary


Joel Vicente, President / Pastor

FILED
98 FEB 17 AM 10:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA