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TRANSMITTAL LETTER

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

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-03/23/99--01030--005  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

**SUBJECT:** RIVER OF GRACE MINISTRIES 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 of  
Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** Robert E. Atkins

Name (Printed or typed)

3104 Buckrun Dr.

Address

Brandon Fl. 33511

City, State & Zip

813-655-0898

Daytime Telephone number

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

PK  
3/29/99



ATTACHMENT TO THE ARTICLES OF INCORPORATION  
OF  
RIVER OF GRACE MINISTRIES INC.

8. DISSOLUTION

This Corporation is organized exclusively for religious purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

No part of the net earnings of the organization shall inure to the benefit of or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purposes set forth in the purpose clause hereof.

No substantial part of the activities of organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation and the organization 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.

Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by a organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the, corresponding section of any future federal tax code or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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.

9. OTHER PROVISIONS

**PURPOSES:** Said corporation is organized exclusively for charitable, religious, and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code.

The purposes for which the religious corporation is organized are as follows:

- (a) 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 (Mark 16:15-16, Isaiah 6:8, Acts 13:47, II Corinthians 5:20); to regularly assemble for fellowship to worship

God in Spirit and in truth (Hebrews 10:25) and to cooperate in the building up of the whole body of Christ (Ephesians 2:19-22).

(b) To provide basic New Testament discipleship to all who are approved for this purpose by the Elders. (Acts 6:7, 11:26, 14:20-23)

(c) To establish and maintain a church and to provide a place of public worship and prayer in accordance with the directions of the Holy Spirit (I Kings 8:28-2; Psalm 96:9, 122:1, I Corinthians 5:40); to spread the Gospel of the Lord Jesus Christ through the preaching and teaching of the Bible to bring the unsaved to Christ (Mark 6:15; Romans 1:15-16; I Thessalonians 5:9; II Thessalonians 2:13; II Timothy 3:15), and to build up the saved in Christian grace and living. (Ephesians 4:11-16; Hebrews 3:1-4; I Corinthians 3:9-15) Pursuant thereto, the following activities and guidelines shall be established:

1. A recognized Statement of Faith, Code of Doctrine, discipline and form of worship shall be established. (Acts 8:37; 15:11, 16:31; Romans 4:20-25, 10:9-11; I Thessalonians 4:14-17; I Peter 1:21)

2. A biblical form of government shall be established (Exodus 18; Ephesians 4:8-11; I Corinthians 12:27-31)

3. Ordination of ministers upon completion of the prescribed course of Study, designated by this church. (I Chronicles 9:22-23; Titus 1:5; I Corinthians 7:17; Acts 14:23)

4. An organization of ministers shall be established to minister to the congregation of RIVER OF GRACE MINISTRIES INC. (Colossians 4:17; II Timothy 1:16-18; I Corinthians 16:15; Romans 16:1)

5. Establishment of a covenant fellowship based upon acceptance of and conformity to the belief of the church. (Acts 15:41, 16:5)

6. Propagate the Word of the Gospel through seminars, the establishment of Church literature and other forms of mass media for the purpose of educating the individual in the Word of God. (Psalm 96:10; Proverbs 13:17; Mark 13:10; Acts 13:47)

7. Establishment of various religious services pursuant to the recognized Statement of Faith, form of worship, discipline of the church and the establishment of Sunday school and religious schools for Christians and educational instruction of children and adults to exalt the standard of Christian living and the divine leadership of our divine Lord and Master. (Proverbs 8:10; 13:1; Zephaniah 3:7; II Timothy 3:16)

8. To perform the sacerdotal functions and sacraments of marriage, baptism, Holy Communion and such other functions as directed by the Holy Spirit (I Timothy 3:1-11; Titus 1:5-9; I Peter 3:18-22; Luke 22:19-20; James 5:14; Acts 8:15-17; I Corinthians 7:10-11, 15).

9. Establishment of a Bible Training School or School of Theology for the preparation of ministers who minister to RIVER OF GRACE MINISTRIES INC. and to ordain ministers and Christian workers to the edification and the unity of the body of Christ. (Psalm 40:9-10; John 14:26; I Peter 4:6)

(d) To send forth home and foreign missionaries to the spreading of the Gospel and in extending the Gospel of God throughout the world (Mark 16:15-16; Acts 13:47, 14:29-30).

(e) To print, publish, and distribute and sell books, magazines and other literature in connection with the purposes of this association; to sell, record and reproduce tapes, radio, and television programs in connection with the purposes of this association to produce and distribute radio and television programs (Deuteronomy 31:19; I Chronicles 16:23-24; Psalm 68:4; Revelation 14:2).

(f) To have the right to purchase or acquire by gift, bequest or otherwise, either directly or as a trustee, and to hold in trust, use, sell, convey, mortgage, lease or otherwise dispose of any real estate or personal property as may be necessary for the furtherance of the church and Christian education; and to conduct financial campaigns to further the aims and progress of the church. (Ezra 8:28)

(g) To further all religious and charitable work and for such purposes to adopt and establish ByLaws, rules, regulations in accordance with the law and not inconsistent with the Articles of Incorporation. (Joshua 1:7-8, Habakkuk 2:2-3, Romans 7:12, 10:4)

(h) To establish and raise up satellite churches and pastors to lead them; establish auxiliaries, clubs, and societies of a religious nature and to promote and encourage Christian fellowship between its members (Acts 15:41, 16:5).

(i) To carry on charitable work for:

The poor and lost (Leviticus 25:35; Matthew 25:34-40; Galatians 6:10; Mark 14:7)

Feed the Hungry Soup Kitchen, Food Pantry, Clothes Closet (Matthew 25:35; Psalm 146:7; Luke 3:11, 4:18)

Prison Ministry (Psalm 142:7; I Peter 3:19)

After-care Center for Released Prisoners (Job 3:18; Psalm 69:33; Isaiah 49:9-10)

Sick and Shut-in Ministry (James 5:14-15; Mark 16:18)

Unwed Mother's Home (Luke 1:39-40, 56)

Abused Wives and Children's Home (Exodus 22:22-24; Deuteronomy 10:18; Acts 6:1; I Timothy 5:3-12, 16)

Housing for the Homeless and Runaways (Leviticus 25:35; Proverbs 19:17; Luke 3:11; II Corinthians 8:14-15)

Care for and assist handicapped individuals (Leviticus 19:32; Isaiah 35:5; Mark 7:37; Luke 7:32, 14:13-14)

To provide ministry to homosexuals and prostitutes, so they may be taught the Gospel of Jesus Christ (I Corinthians 1:27-31, 6:9-11; Hebrews 10:22; Luke 14:12-24; Matthew 22:2-10, John 8:1-11).

To provide homes for the aged (Leviticus 19:32; Psalm 71:9; Isaiah 45:20-22).

To provide child placement services and adoptive services (Psalm 127:3; Isaiah 54:1; Mark 10:14; Numbers 3:13).

To establish a credit union for members of the church (Psalm 72:4, 112:5; Malachi 3:10; Deuteronomy 15:7-11, 28:12, 44; Matthew 5:42; Proverbs 3:9; Nehemiah 11:38).

Housing for those with addictive behavior (Luke 4:18).

Drug and Alcohol Program (Isaiah 5:11, 19:14, 20; Habakkuk 2:15; Joel 2:32; Matthew

9:12; Psalm 121:2).

The mentally disturbed (Matthew 4:24, 17:15).

(j) To establish and maintain a lending of books and tapes for members of the church who cannot afford to purchase the same (Psalm 68:11; Mark 14:7; Galatians 6:10; Mark 13:10; I Timothy 6:18; Romans 12:13).

(k) To establish and maintain an educational institution and not for pecuniary gain; for the establishment, maintenance and support of a private Christian elementary and secondary schools (Christian Academy) at which both charity and pay students shall be received; for the establishment, maintenance, and support of a private Christian day care center and nursery school (Mark 10:14; Luke 18:16-17) at which both charity and pay students shall be received.

(l) To establish and maintain a theological college of higher education and training in the Bible, Biblical languages, Christian theology and literature and such training in the mathematics, history, science, languages and scripture as are needful and appropriate to the education and training of ministers of the Gospel and missionaries in foreign and home fields, Bible teachers, and other Christian workers in various lines of religious, benevolent and philanthropical work. The institution shall grant appropriate degrees and provide for the proper regulation and control of its students. The institution shall offer admittance and equal advantages to all students who possess the requisite literary, moral and other qualifications, irrespective of their particular denomination or religious profession and both charity and pay students shall be used to extend the charity work, but not part of the income shall be received, wherein the income from the pay students shall be used to extend the charity work, but not part of the income shall ever be paid or distributed to its members, directors or officers, other than reasonable compensation for services rendered. Such institutions within the church shall have a racially nondiscriminatory policy towards students and shall not discriminate against applicants and students on the basis of race, color and national or ethnic origin. (Psalms 40:9-10, John 14:26, I Peter 4:6, II Timothy 2:2,24-25, I Corinthians 14:12)

(m) To establish and maintain a Christian bookstore for the benefit of the students and members of the Church and their guests (Psalm 68:11; Acts 13:39).

(n) To establish and maintain a counseling service for the use of the Church and public and to provide access to such counseling service by virtue of telephonic communication (Proverbs 12:15,25, 15:22; Jeremiah 49:20; I Thessalonians 5:14); to assist the body of Christ with employment and financial counseling including off-site Institute of Vocation (Job Training) (I Corinthians 3:8; Colossians 4:1; Ecclesiastes 9:10; I Timothy 6:9-10; John 6:27); A Christians in Human Services Group (I Corinthians 10:24, 12:5; Job 29:16; Luke 6:34; Galatians 5:13, 6:10) and to provide for ministry through Family Services (Deuteronomy 15:7; Nehemiah 8:10; Matthew 5:42; Galatians 6:2; Hebrews 13:16).

(o) To provide triparte therapeutic counseling for the spirit, mind and body. (I Thessalonians 5:23; I Corinthians 6:20; Jeremiah 42:4; Psalms 25:9); to cooperate with the church in the

building up of the whole body of Christ. (Ephesians 2:19-22)

(p) To join, merge or unite with any other church or religious society having the same ideals, aims and purposes of this church; to associate and cooperate freely with other churches and with missionary organizations and branches as a free and independent fellowship body in accord with its own conscience and the wisdom of God, as the church perceives it to be, but in every case and in every act and in practice or association does and shall do so as a free church, always retaining its sovereignty and independence, and in no case whatsoever as an act of subjection nor precedent or amenability nor as an active or passive or implied affiliation nor in any as relinquishing its perpetual legal independence and sovereignty as a church. (Acts 5:12-14, I Corinthians 1:10, 6:17, Ephesians 4:16)

(q) To purchase or otherwise acquire lands and interest in lands whether leasehold, in fee, or otherwise, situated within or without the State of FLORIDA and to own, hold, improve by building or otherwise and to deal in and with or to lease out or otherwise use for corporate and income purposes, or to encumber, sell and dispose of any such real estate or improvements or any interest therein, or to lease the same either as landlord or tenant; and to purchase construct, and otherwise acquire and to own, maintain, and operate buildings of any character, for the corporate purposes.

(r) To receive tithes, offerings, and property by gift devise or bequest subject to the laws relating to the transfer of property by gift or will. (Acts 4:34-37; II Chronicles 31:3-7; Leviticus 27:30; I Corinthians 16:1-2; Luke 6:38)

(s) To employ qualified counsel and other necessary personnel to carry out the purposes of this church. (Titus 3:13; James 5:4)

(t) To acquire, hold, own, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock, bonds, obligations or other securities of other associations, domestic or foreign, as investments or otherwise, in carrying out any of the purposes of the church and while the owner thereof, to exercise all rights, powers and privileges of ownership, including the power to vote thereon.

(u) To operate under the name as set forth in Article I above; to adopt and assume names in the furtherance of its nonprofit, tax-exempt purposes (Genesis 17:5, 32:28; Acts 13:9; Matthew 1:23; Revelation 2:17); to exercise such other and incidental powers as may reasonably be necessary to carry out the purposes for which the church is established, provided that such incidental powers shall be exercised in a manner consistent with its tax exempt status as a religious organization as set forth in Section 501(c)(3) of the Internal Revenue Code of 1986 as amended, of the United States of America.

The several clauses contained in this Article shall be constructed both as purposes and powers and powers and the statements contained in each clause, shall except where otherwise expressed, be in no wise limited or restricted by reference to or inference from the terms of any other clauses, but shall be regarded as independent purposes and powers, so long as such

purposes are permitted under section 501 (c)(3) of the Internal Revenue Code. .

(v) To do all those things allowed and permitted to be done by religious corporations under law and specifically those set forth in the FLORIDA Not-for-Profit Corporation Code, so long as such purposes are permitted under section 501 (c)(3) of the Internal Revenue Code.

#### 10. MEMBERSHIP/FELLOWSHIP

The conditions and regulations of membership/fellowship and the rights and other privileges of membership/fellowship shall be determined by the ByLaws, with membership being eligible to all those who give evidence of their faith in the Lord Jesus Christ and who voluntarily subscribe to its tenants of faith and agree to be governed by its Constitution and ByLaws. All voting rights of the Corporation shall be vested solely with the Board of Elders.

#### 11. GOVERNMENT AND BOARD OF ELDERS

The corporate affairs of the Church shall be managed by a Board of Directors. There shall be a minimum of three members of the Board of Directors. However, no maximum number of Directors shall be required. The Board of Elders shall manage the affairs of the Church, both temporal and spiritual. The number of members of the original Board of Elders shall be three.

#### 12. VISIONARY DISCRETION

Rev. Rob Atkins, founder of this corporation, shall remain Pastor and President so long as he fulfills the spiritual and religious vision of the ministry, or until such time as he would desire to resign as President or Pastor, at which time he shall have the privilege of appointing the next Pastor and/or President of the corporation so long as he has the approval of the Board of Elders.

#### 13. LIABILITY

No member of RIVER OF GRACE MINISTRIES INC. shall be liable for its debts nor shall any members property be so liable.

#### 14. BYLAWS

The ByLaws of RIVER OF GRACE MINISTRIES INC. shall be adopted and amended by the Board of Elders.

#### 15. DECLARATION OF ASSETS

The property of this association is irrevocably dedicated to religious and charitable purposes, and no part of the net income or assets of this association shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual

except that this association shall be authorized and empowered to pay reasonable compensation for services rendered.

16. AMENDMENTS

Amendments to this Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors. After notification to the members of the proposed amendment, such amendment shall be adopted by the Board of Directors by an affirmative vote of at least two-thirds of the Directors present and voting at a meeting at which a quorum is present.

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