

N990000002845

TRANSMITTAL LETTER

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

000002834310--1  
-04/09/99--01021-010  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT: WAY OF LIFE WORSHIP AND ARTS MINISTRIES  
(Proposed corporate name - must include suffix)  
INTERNATIONAL INC.

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: STEVEN GONZALEZ  
Name (Printed or typed)

813 DEL PRADO LN  
Address

PORT ORANGE, FL 32119  
City, State & Zip

(904) 322-4888  
Daytime Telephone number

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

99 MAY -7 PM 2:59

FILED  
CLERK OF STATE  
DIVISION OF CORPORATIONS

R. Purinton APR 13 1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

April 13, 1999

STEVEN GONZALEZ  
813 DEL PRADO LANE  
PORT ORANGE, FL 32119

SUBJECT: WAY OF LIFE WORSHIP AND ARTS MINISTRIES  
INTERNATIONAL INC.  
Ref. Number: W99000008789

We have received your document for WAY OF LIFE WORSHIP AND ARTS MINISTRIES INTERNATIONAL INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

You must list the corporation's principal office and/or a mailing address in 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) 487-6929.

Randall Purinton  
Document Specialist

Letter Number: 299A00018711

The undersigned, a citizen of the United States, a natural person competent to contract, hereby makes, acknowledges and files the following Articles of Incorporation not for profit pursuant to Chapter 617 of the Florida Statutes.

## **ARTICLE 1**

### **Name of Corporation, Principal Office, Term, and Incorporator**

#### **Section 1: Name of Corporation**

The name of the corporation shall be: Way of Life Worship and Arts Ministries International Inc.

#### **Section 2: Principal Office**

The Principal Office of this corporation shall be located at:  
813 Del Prado Ln.  
Port Orange, FL 32119

#### **Section 3: Term**

The period of duration of the corporation shall be perpetual.

#### **Section 4: Incorporator and Resident Agent**

The name and address of the Incorporator of these Articles of Incorporation are as follows:

Steven Gonzalez  
813 Del Prado Ln.  
Port Orange, FL 32119

99 MAY -7 PM 2:59

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

## **ARTICLE II**

### **Purpose**

The purpose for which this corporation is formed and for which it will operate is for charitable, religious and educational purposes within the meaning of the section 501 (c) (3) of the Internal Revenue Code (This reference and all future references herein to any Section of the code shall be deemed to include all regulations promulgated thereunder and any corresponding provision of any future United States internal revenue law and the regulations thereunder). To the extent not inconsistent with the foregoing, the corporation purposes shall include, but not limited to:

#### **Section 1.**

This corporation is organized exclusively for the religious, charitable, educational and philanthropic purposes and not for profit. It shall have all the powers permitted by the laws of the United States and the state of Florida.

#### **Section 2.**

The purpose of this corporation is to preach the gospel of Jesus Christ, to operate and maintain a Bible based family oriented ministry devoted to the promotion of family values through instruction in character development and in the basic principles of life. To carry on the work of evangelism using visual imagery, dramatic storytelling and parables to share the message with our community, our state, our country, and the world. We will proclaim God's word visually and verbally through mime, dance, drama, and music bringing the scriptures to life. To share the vision of family ministry and worship as a "Way of Life" to teach people and families character through the application of biblical principles. To operate a Bible book store for the provision of religious materials, to establish and operate television and radio stations, a publishing company of religious materials and a recording studio of religious music. To establish and operate such nonprofit enterprises as a clothing exchange and a food service program to send missionaries to home and foreign fields, to promote missionary work in all places, to promote any lawful activity for the well being of its constituency and the upkeep and maintenance of its properties, schools and mission endeavors.

#### **Section 3.**

Commensurate with purpose of this corporation, which is to advance the Gospel of Jesus Christ to this generation and the coming generations, we hereby establish a Christian school ministry, establish and maintaining elementary schools, high schools, colleges and performing arts ministry school. This ministry is to be regarded as an integral part of our total ministry. We consider basic literacy essential to the fulfillment of scripture to "study to show yourselves approved unto God" (2 Tim. 2:15), and "seek ye out of the book of the Lord, and read" (Isaiah 34:16).

#### **Section 4.**

. In, addition, the corporation may collect and accept funds; it may hold in trust, use mortgages, sell, lease, or otherwise acquire or dispose of property, real or chattel, in keeping with the recited purposes of this organization and may be involved in other religious work and other such business as necessary to promote this religious work, and it shall have and exercise all powers necessary or convenient to effect any of or all the purposes for which the corporation is organized.

**Section 5.**

Fulfilling any other purposes permitted by Chapter 617, as may be seemed appropriate by the directors of the corporation, and to exercise any powers or rights now or hereafter conferred on nonprofit corporations, which are in furtherance of the charitable, religious, and educational purposes for which the corporation is formed.

**ARTICLE III**  
**Board of Directors**

**Section 1.**

The property and business of this corporation shall be governed by a Board of Directors. The method of appointment of the trustees shall be stated in the Bylaws of "Way of Life" Worship and Arts Ministries International Inc. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of Directors. The number of directors of the corporation may be increased or diminished from time to time by the Bylaws, but shall never be less than three (3).

**Section 2.**

The Board of Directors shall have such powers as are necessary and appropriate to implement its purpose, including, without limitation the following powers:

1. To exist as a Florida not for profit corporation which shall qualify as a tax exempt corporation under the section 501 (c) (3) of the code.
2. To exercise and enjoy all other powers, rights and privileges as provided in section 617.0302 Florida Statutes.
3. Each board member shall have one (1) vote.

**Section 3.**

The names and address of such first members of the board are as follows:

1. Rev. Steven Gonzalez  
Founder Way of Life  
Senior Minister - President  
813 Del Prado Ln.  
Port Orange, Fl. 32119

2. Elizabeth S. Gonzalez  
Founder Way of Life

813 Del Prado Ln.  
Port Orange, Fl. 32119

3. Daniel E. Gonzalez  
Founder Way of Life

813 Del Prado Ln.  
Port Orange, Fl. 32119

4. Dorothy Smith

166 River Beach Dr.  
Ormond Beach, Fl. 32176

5. Evelyn Sarazen

La Ceiba 100  
Apt. 1601  
Ponce, PR 00731

#### **ARTICLE IV**

##### **By-Laws**

The Board of Directors of this corporation shall provide such Bylaws for the conduct of the business of the corporation and the carrying out of its purposes as such Directors may deem necessary from time to time. Upon notice properly given, the Bylaws may be amended, altered or rescinded by majority vote of the Directors at a special meeting called for that purpose, at a regular quarterly meeting, or by written consent, by all Directors, subject to any limitations set forth in the Corporations Not For Profit Law of Florida concerning corporate action.

#### **ARTICLE V**

##### **Activities not Permitted**

Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on:

1. By a Corporation exempt from Federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Code
2. By a Corporation, contributions to which are deductible under Section 170 (c) (2) of that Internal Revenue code or the corresponding Section of any future Federal tax code.

This corporation shall not, as a substantial part of its activities carrying on propaganda, or otherwise attempt to influence legislation. The corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any

political campaign on behalf of or in opposition to any candidate for public office. This however, does not limit employees or members of the corporation (ministry) from stating personal views.

There shall be no discrimination against applicants for any staff positions and those who wish to attend church services and/or desire to be a member of the Corporation (ministry). All activities and staff positions of any sort will be on a racially non-discriminatory basis.

Any salaries, wages, together with fringe benefits or other forms of compensation (housing, transportation, and other allowances) paid to or provided to any employee, director, or officer will not exceed a value which is reasonable and commensurate with the duties and working hours associated with such employment and with the compensation ordinarily paid persons with similar positions and duties.

No part of the net earnings (income surplus) of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, directors, or other private persons, except that 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 Two.

## **ARTICLE VI**

### **Inurement and Dissolution**

#### **Section 1. Inurement:**

No part of the net earnings of the corporation shall inure to the benefit of, or shall be distributable to its members, directors or officers of the corporation or any private individual except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered to or for the corporation and to make payments and distributions in furtherance of the purposes set forth in Article Two, hereof.

#### **Section 2. Dissolution:**

Upon dissolution of this corporation, no members, trustees or officers of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets.

Upon the dissolution of the corporation's Board of Directors shall, after paying or making provision for payment of all of the liabilities of the corporation, dispose of all the assets of the corporation in such manner, or to such organizations organized and operated exclusively for charitable, religious or educational purposes as shall at the time qualify as an exempt organization or organizations under section 501 c. (3) of the code, as the

Board of Trustees shall determine. Any of such assets not so disposed of shall be disposed of by the Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purpose or to such organizations which are organized and operated exclusively for such purposes.

## **ARTICLE VII**

### **Indemnification**

Every person who now is or hereafter shall be a director or officer of the corporation shall be indemnified by the corporation against all costs and expenses (including counsel fees) hereafter reasonably incurred by or imposed upon him/her in connection with, or resulting from, any action, suit or proceedings of whatever nature, to which he or she is or shall be made a party by reason of his/her being or having been a director or officer of the corporation (whether or not he/she is a director or officer of the corporation at the time he/she is made imposed upon him/her) except in relation to matters as to which he/she shall be finally adjudged in such action, suit or proceeding to have been derelict in the performance of his/her duties as such director or officer of the corporation. To the fullest extent permitted by law, the corporation is authorized to indemnify its directors, officers, employees against liability arising out of any proceeding by or in the right of the corporation or otherwise in which a director, officer or employee of the corporation is a party thereto.

#### **Exceptions:**

1. Acts of omissions that the director, officer or employee of the corporation at the time of the breach knew or believed were clearly in conflict with the best interest of the corporation.
2. Any transaction from which the director, officer or employee derived an improper personal financial benefit.
3. Acts or omissions occurring prior to the effective date of this amendment.

## **ARTICLE VIII**

### **Amendments to Articles of Incorporation**

An amendment to these Articles of Incorporation may be proposed by any Director of the corporation, but such amendment may be adopted only after receiving an affirmative majority vote of the Board of Directors.



The undersigned Incorporator has executed these Articles of Incorporation this 28 day of APRIL, 1999. I hereby am familiar with and accept the duties and responsibilities as Registered Agent.

Signature of the Incorporator: 