

763408

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

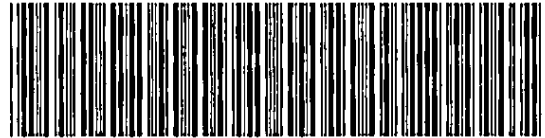
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



900356834259

12/22/20--01010--016 \*\*35.00

RECEIVED  
DEC 22 2020

12/22/20

**COVER LETTER**

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

**SUBJECT:** Ascent Church

CORPORATE NAME

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

\$35.00 Filing Fee  
 \$43.75 Filing Fee & Certificate of Status

\$43.75 Filing Fee & Certified Copy  
 \$52.50 Filing Fee, Certified Copy & Certificate of Status  
**ADDITIONAL COPY REQUIRED**

**FROM:** John Yudin

Name (Printed or typed)

55 SE Ocean Blvd.

Address

Stuart, FL 34994

City, State & Zip

772-286-7372 ext 204

Daytime Telephone number

johnyudin@guyyudinlaw.com

E-mail address: (to be used for future annual report notification)

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

10-07

**RESTATED ARTICLES OF INCORPORATION OF  
ASCENT CHURCH, INC.**

The undersigned, for the purpose of operating a nonprofit corporation under the Florida Not-for-Profit Corporation Act, Florida Statutes Chapter 617, makes and adopts the following Restated Articles of Incorporation:

**Article 1. Name**

The name of the Corporation is as follows: Ascent Church, Inc. (hereinafter "Corporation")

**Article 2. Address**

The address of the principal office and the mailing address of the Corporation is: 4175 SE Cove Rd Stuart, FL 34997.

**Article 3. Members**

This Corporation may have members. The eligibility, rights and obligations of the members will be determined by the Corporation's bylaws.

**Article 4. Not-for-Profit**

The Corporation is a not-for-profit corporation under Chapter 617, Florida Statutes. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its directors or officers, except to the extent permissible under these articles, under law and under 26 U.S.C.A. § 501(c)(3) (referred to below as "code"). No member shall have any vested right, interest or privilege in or to the assets, income or property of the Corporation, and no part of the income or assets of the Corporation shall be distributable to or for the benefit of its members, except to the extent permissible under these Restated Articles, under law and under 26 U.S.C.A. § 501(c)(3).

**Article 5. Duration**

The duration (term) of the Corporation is perpetual.

**Article 6. Purposes**

The purposes for which this Corporation is formed are exclusively charitable, educational and scientific and consist of the following:

1. This Corporation is formed exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
  - (a) to establish and maintain a church modeled after the early Biblical, Christian community as recorded in the book of Acts, for the advancement of the Gospel of Jesus Christ by all available means, both in local and foreign communities, and to provide Christian fellowship for those of like faith where Jesus Christ may be honored.

- (b) to accept, hold, invest, reinvest and administer any gifts, legacies, bequests, devises, funds and property of any sort or nature, and to use, expend, or donate the income or principal thereof for, and to devote the same to, the foregoing purposes of the Corporation. Provided, however, no act may be performed which would violate Section 501(c)(3) of the Internal Revenue Code of 1986, as it now exists or as it may be hereafter be amended.
  - (c) to do any and all lawful acts and things that may be necessary, useful, suitable, or proper for the furtherance or accomplishment of the purposes of this Corporation.
  - (d) the Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Restated Articles.
2. All of the foregoing purposes shall be exercised exclusively for charitable, educational, religious, or scientific purposes, within the meaning of §501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code), including for such purposes, the making of distributions to organizations that qualify as exempt organizations under §501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

#### **Article 7. Powers**

Solely for the above stated purposes, the corporation shall have the following powers:

- A. To exercise all rights and powers conferred by the laws of the State of Florida on non profit corporations, including but not limited to those set forth in Florida Statutes Chapter 617 and the following powers: to acquire by bequest, devise, gift, grant, donation, contribution, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of the property and the income, principal and proceeds of the property.
- B. To engage in and transact any other lawful activity, solely in furtherance of the above purposes, for which nonprofit corporations may be incorporated under the Florida Not-for-Profit Corporation Act, and any successor or amendment to the Florida Not-for-Profit Corporation Act.
- C. To do any other things as are incidental to the powers of the corporation, or necessary or desirable in order to accomplish the purposes of the corporation.
- D. Notwithstanding any other provisions of this document, the organization shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future tax code, or by an organization, contributions to which are de-

deductible under section 170(c) (2) of the Internal Revenue Code, or corresponding section of any future tax code.

#### **Article 8. Limitation**

No part of the net earnings of the corporation shall inure directly or indirectly to the benefit of or be distributable to its members (if the corporation ever has any), elders, directors or officers. However, 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 7 (Purposes) of these Articles.

#### **Article 9. Tax-Exempt Status**

It is intended that the Corporation shall have and continue to have the status of a corporation that is exempt from federal income taxation 26 U.S.C.A. § 501(a) as an organization described in 26 U.S.C.A. § 501(c)(3), and which is other than a private foundation as defined in 26 U.S.C.A. § 509. These Restated Articles shall be construed accordingly, and all powers and activities of the Corporation shall be limited accordingly. The Corporation shall not carry on propaganda or otherwise attempt to influence legislation to such an extent as would result in the loss of exemption under 26 U.S.C.A. § 501(c)(3). All references in these articles to sections of the Internal Revenue Code shall be considered references to the Internal Revenue Code of 1986, as from time to time amended, and to the corresponding provisions of any similar law subsequently enacted.

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

In any taxable year in which the Corporation is a "private foundation" as described in section 509(a) of the Internal Revenue Code, the Corporation: (a) shall distribute its income for said period at such time and manner as not to subject it to tax under section 4942 of the Internal Revenue Code, as amended, or the corresponding section of any future federal tax code; (b) shall not engage in any act of "self dealing" as defined in section 4941(d) of the Internal Revenue Code, as amended, or the corresponding section of any future federal tax code; (c) shall not retain any "excess business holdings" as defined in section 4943 (c) of the Internal Revenue Code, as amended, or the corresponding section of any future federal tax code; (d) shall not make any investments in such manner as to subject the Corporation to tax under section 4944 of the Internal Revenue Code, as amended, or the corresponding section of any future federal tax code; and (e) shall not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, as amended, or the corresponding section of any future federal tax code. Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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 so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation 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.

#### **Article 10. Dissolution**

Upon the dissolution of the corporation, the board of directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, distribute all of the assets of the corporation exclusively for charitable, scientific or educational purposes in such manner and to such qualified organization or organizations as the board of directors shall determine. Any of the assets not so distributed shall be distributed in accordance with the direction of any court having jurisdiction in the county in which the principal office of the corporation is then located, exclusively for the above purposes of the corporation or to a qualified organization or organizations as the court shall determine. For purposes of this article, an organization is a "qualified organization" only if, at the time of receiving the assets, it is operated exclusively for the purposes described in 26 U.S.C.A. § 170(c)(1) or 26 U.S.C.A. § 170(c)(2)(B) and is described in 26 U.S.C.A. § 509(a)(1), (2) or (3).

#### **Article 11 Board of Directors**

There shall be a board of directors consisting of at least three individuals. Each director shall be elected in the manner, and at the times, set forth in the bylaws. Any director may be removed by the affirmative vote of at least two-thirds of the board of directors.

#### **Article 12. Officers**

The officers of the corporation may consist of a president, one or more vice presidents, a secretary, a treasurer, and any other officers and assistant officers as may be provided for in the bylaws or by resolution of the board of directors. Each officer shall be elected at such a time, and in such a manner, as may be prescribed by the bylaws or by law.

#### **Article 13. Bylaws**

The bylaws of the Corporation are to be made and adopted by the board of directors, and may be altered, amended or rescinded by the board of directors.

#### **Article 14. Amendment**

These adopted Restated Articles of Incorporation supersede the original articles of incorporation and all amendments to them. The Corporation reserves the right to amend or repeal any provision contained in these Restated Articles of Incorporation or any amendment to them.

#### **Article 15. Indemnification and Civil Liability Immunity**

The Corporation shall indemnify each director and officer, including former directors and officers, to the fullest extent allowed by law, including but not limited to Florida Statutes

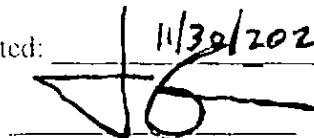
Chapter 617. It is intended that the corporation be an organization the officers and directors of which are immune from civil liability to the extent provided under Florida Statutes Chapter 617 and other similar laws.

**Article 16. Approval and Effective Date**

These Restated Articles of Incorporation contain amendments to the articles of incorporation which were adopted by the board of directors. The effective of these Restated Articles of Incorporation is date when these Restated Articles are filed with the Secretary of State, and thereafter shall exist perpetually.

*I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.*

Dated: 11/30/2020, 2020.



Jason R. Ginn, Director/Lead Pastor