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TRANSMITTAL LETTER

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

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-06/05/00--01085--018
*****78.75 *****78.75

SUBJECT: Phil Beatty 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: Phil Beatty
Name (Printed or typed)

3626 Warbler Dr.
Address

Newport Richey, FL 34652
City, State & Zip

727/847-5927
Daytime Telephone number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN -5 PM 5:59

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

gf 6/13/00

00 JUN -5 PM 5:59

**ARTICLES OF INCORPORATION
OF
PHIL BEATTY MINISTRIES, INC.**

I, the undersigned, hereby associate myself together for the purpose of becoming a corporation not for profit under Chapter 617, Laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation not for profit.

**ARTICLE I
NAME OF CORPORATION**

The name of this corporation shall be PHIL BEATTY MINISTRIES, INC.

**ARTICLE II
GENERAL NATURE OF BUSINESS**

The general nature of the business to be conducted by the CORPORATION shall be as follows:

A. To receive and maintain real or personal property, or both, and subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.

B. To solicit funds and donations in kind and from time to time to further the purposes of this CORPORATION.

C. To engage in any kind of activity, and to enter into, perform and carry out contracts of any kind, necessary or in connection with, or incidental to the accomplishment of any one or more of the non-profit purposes of the CORPORATION.

D. No part of the net earnings of the CORPORATION shall inure to the benefit of, or be distributable to any Director or Officer of the CORPORATION or any other private individual (except that reasonable compensation may be paid for services rendered to or for the CORPORATION affecting one or more of its purposes), and no Director or Officer of the CORPORATION, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the

CORPORATION. No substantial part of the activities of the CORPORATION shall be the carrying of propaganda, or otherwise attempting to influence legislation and the CORPORATION shall not participate in, intervene in (including the publication or distribution of statement) any political campaign on behalf of any candidate for public office.

E. Notwithstanding any other provision of these ARTICLES OF INCORPORATION shall not carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501 (c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code and said Regulations as they now exist or as they may hereafter be amended.

F. 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, dispose of all assets of the CORPORATION exclusively for the purposes of the CORPORATION in such manner, or such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of Pasco County, Florida, in which the principal office of the CORPORATION is located, exclusively for such purposes or to such organization or organizations, as said script shall determine, which are organized and operated exclusively for such purposes.

G. To carry on any other lawful activities in which not-for-profit corporations may engage under the laws of this State of Florida.

H. In addition to the foregoing, a specific purpose for which this corporation is formed is to operate to promote the Gospel of Jesus Christ including, but not limited to:

- (1) establishing churches, Christian Schools and Colleges, and other ministries, and for the distribution of funds for such purposes.
- (2) holding revival services in the United States of America and foreign countries.
- (3) ordaining and/or licensing ministers.
- (4) feeding the poor.

ARTICLE III **POWERS**

The CORPORATION shall have such powers as are conferred upon it by Chapter 617 of the Laws of the State of Florida, and the power to exercise those powers in accomplishment of its objects and purposes.

ARTICLE IV **MEMBERSHIP**

A. The membership of CORPORATION shall be compromised of two classes of membership: members of the congregation (non-voting, except as provided in BYLAWS) and the BOARD OF DIRECTORS members (voting). All voting rights and management of the CORPORATION are reserved in the BOARD OF DIRECTORS.

B. The membership of the CORPORATION shall be open to all persons who agree to a personal commitment to further the purposes of the CORPORATION. The BYLAWS may impose other conditions of membership from time to time.

C. It is hereby expressly provided that in the determination of whether an individual qualifies and should be thus entitled to membership, the officers of the CORPORATION shall abide by the BYLAWS promulgated by the BOARD OF DIRECTORS in determining whether any certain individual qualifies in accordance with the criteria herein established. It is hereby expressly provided that said BYLAWS shall not discriminate or be applied in any manner which may be contrary to the purposes described in these ARTICLES OF INCORPORATION or which would disqualify this CORPORATION'S qualification as an organization exempt from taxation under Section 501 (c)(3) of the Internal Revenue Code.

ARTICLE V **INCOME DISTRIBUTION**

No part of the income of this CORPORATION shall be distributed to its members, except as compensation for services rendered.

ARTICLE VI **EXISTENCE**

This CORPORATION shall exist perpetually unless dissolved according to law.

ARTICLE VII
INITIAL ADDRESS AND REGISTERED AGENT

The initial street and mailing address in Florida of the initial principle office of the Corporation is 3626 Warbler Dr., New Port Richey, FL 34652, and the name of the initial registered agent as PHIL BEATTY, whose address is 3626 Warbler Dr., New Port Richey, FL 34652.

ARTICLE VIII
BOARD OF DIRECTORS

A. The affairs of the CORPORATION shall be managed by the BOARD OF DIRECTORS whose members shall have a fiduciary obligation to the CORPORATION.

B. The number of DIRECTORS shall be not less than three (3) and shall have no maximum number. Their term of membership shall be for a one (1) year period, except for the PASTOR-PRESIDENT, who shall be a continuing member of the BOARD OF DIRECTORS. Directors may be removed for misconduct as hereinafter defined by the By-Laws. All nominations for Director shall be made solely by the President.

C. The names and street addresses of the members of the first BOARD OF DIRECTORS and officers, all of who shall hold office until their successors are duly elected and qualified, are as follows:

- | | | |
|----|----------------------|--|
| a. | Pastor-President: | Phil Beatty
3626 Warbler Dr.
New Port Richey, FL 34652 |
| b. | Vice-President: | Johnny Broughton
39102 5th Ave.
Zephyrhills, FL 33540 |
| c. | Secretary/Treasurer: | Marnita D. Beatty
3626 Warbler Dr.
New Port Richey, FL 34652 |

ARTICLE X
INDEMNIFICATION OF OFFICERS AND DIRECTORS

All officers and directors shall be indemnified by the CORPORATION against all expenses and liabilities including attorney's fees (including appellate proceedings) reasonably incurred in connection with any proceeding or settlement thereof in which they may become involved by reason of holding such office. The CORPORATION may purchase and maintain insurance on behalf of all officers and directors against any

liability asserted against them or incurred by them in their capacity as officers and directors or arising out of their status as such.

ARTICLE XII
INCORPORATOR

The name and street address of the incorporator for these ARTICLE OF INCORPORATION is as follows:

PHIL BEATTY
3626 WARBLER DR.
NEW PORT RICHEY, FL 34652

ARTICLE XIII
AMENDMENTS

The CORPORATION reserves the right to amend alter, change pr repeal any provisions contained in these ARTICLES OF INCORPORATION by a two-thirds (2/3) majority vote of BOARD OF DIRECTORS

ARTICLE XIV
ANNUAL MEETING

A meeting of the BOARD OF DIRECTORS of the CORPORATION shall be held annually, for the election of officers and for the transaction of the other business, on such date and at such time as may be stated in, or fixed in accordance with the BYLAWS.

IN WITNESS WHEREOF, I the undersigned incorporator, have set my hand and seal, this 1st day of June, 2000.

Phil Beatty (SEAL)
PHIL BEATTY

STATE OF FLORIDA
COUNTY OF PASCO

THE FOREGOING INSTRUMENT was acknowledged before me this day by PHIL BEATTY, who is personally known to me and who did take an oath.

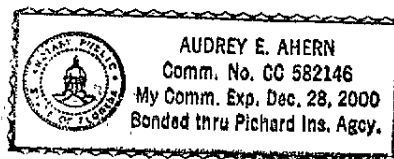
WITNESS my hand and official seal in the county and State last aforesaid, this

1st day of June, 2000.

Audrey E. Ahern
Notary Public

My Commission Number:

My Commission Expires:



ACCEPTANCE OF POSITION OF REGISTERED AGENT

Having been named to accept service of process for the above stated CORPORATION, at the place designated in this certificate, I hereby agree to act in this capacity, and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: June 1, 2000

Phil Beatty
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN -5 PM 5:59