

ND000000006436

P.O. Box 1294
Ocala, FL 34478-1294

September 18, 2000

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

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*****93.50 *****87.50

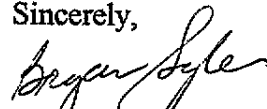
Dear Dept. of State,

Greetings from Marion County! Enclosed you will find a fee of \$93.50 in order to register articles of incorporation for Boys to Men Ministries, Inc.

You should know that Boys to Men was birthed out of a growing concern of the most pressing issues in which foster care and other disadvantaged youth face everyday throughout the state of Florida. However, my primary focus remain at home in Marion County where I have committed my time and efforts to advocacy within the public schools as well as local communities. For your perusal, I have enclosed recent media coverage printed in the Star Banner regarding my community efforts.

As Boys to Men Ministries began to manifest, I look forward to serving youth across the state of Florida with enthusiasm. I ask that you keep me in prayer as I embark on this journey. Further, I would welcome any state resources you may deem appropriate. Thank you for your time.

Sincerely,


Bryan B. Sykes

FILED
00 SEP 25 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Feb
9/21

ARTICLES OF INCORPORATION

OF

BOYS TO MEN MINISTRIES, INC.

(A Florida Corporation Not for Profit)

FILED
00 SEP 25 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby constitute a Not-for-Profit Ministry, to operate in accordance with the laws of God and in a not-for-profit corporate form pursuant to the applicable provisions of the Statutes of the State of Florida relative to corporations not for profit; and section 501(C)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law, and I hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation shall be **BOYS TO MEN MINISTRIES, INC.** and its principal office shall be in the city of Ocala, Marion County, Florida, or at such other place as the Board of Trustees may decide.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

P.O. BOX 1294
OCALA, FLORIDA 34478-1294

ARTICLE III - TERMS OF EXISTENCE

This corporation shall exist perpetually unless dissolved according to law.

ARTICLE IV - PURPOSES

The specific purposes for which this corporation is organized are:

1. The purposes for which the Corporation is organized are exclusively religious, charitable and educational with the meaning of section 501(C)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue law.
2. To teach, preach, proclaim, sing, publish, make known, distribute, and disseminate by oral, written or other means the Gospel of our Lord Jesus Christ and his Kingdom and all truths based upon and contained within the Word of God, the Holy Bible, as interpreted by this corporation.
3. To preserve a clear and separated testimony against idolatry, apostasy, and corruption in the world.
4. To support and encourage communication and extension of the Christian life and witness by sound and comprehensive preaching, singing ministry, and teaching of the Holy Bible and the Gospel of the Lord Jesus Christ to all men, not only by conventional modes, but also by all means which will accomplish such communication, extension, teaching and preaching, including but not limited to media of communication developed by modern technology; and in aid of such communication, extension, preaching and teaching, but not for private profit, to sponsor, participate in, conduct or engage in radio broadcasting, television broadcasting, the printing or reproducing and publication of recordings, books and other materials; and the holding and conducting of seminars, study groups, work shops and meetings.
5. To educate, teach, counsel, and instruct all people by any and all means, about the doctrines, teachings and information contained in the Holy Bible and derived from this historic Christian faith.
6. To counsel individuals and families in crisis toward reconciliation with God and with others through the personal relationship with Jesus Christ and through the application of Biblical principles to their lives and situations so that they may experience abundant life.
7. To establish a residential facility that provides a nurturing home that offers stability and security to displaced children and youth, and teaches by example Christian values and the benefits of Christ-likeness in daily living.
8. To act with charitable concern for, and to help all men in need of any help which this Ministry can give, regardless of the race, social position, or religious affiliation; to develop and carry out programs of ministry and help to the poor, widowed, orphaned, afflicted, imprisoned, underprivileged or aged persons.
9. To recognize, support and cooperate with various ministries established by God to equip believers to fulfill their respective functions as members of the body of Christ and to bring the whole body of Christ to maturity and completion.
10. To engage in such other businesses, whether related thereto or not, as may be approved by the Board of Trustees and which businesses are permitted by law.

ARTICLE V - OFFICERS

The affairs of this corporation shall be administered by its officers which shall be a president, vice president, a secretary/treasurer, all of whom shall be members of the Board of Trustees; and such other assistants or administrative officers as are determined by the Board of Trustees from time to time. The Board of Trustees shall appoint the officers and the officers shall serve at the pleasure of the Board of Trustees; provided, however, that any person dealing with the corporation shall be entitled to rely upon the documents signed on behalf of the corporation by its president with its corporate seal thereto affixed and attested by its secretary.

ARTICLE VI - BOARD OF TRUSTEES

The Board of Trustees is that group of persons vested with the management of both the spiritual and secular business and affairs of this corporation subject to the law, the Articles of Incorporation and the By-Laws.

The number of Trustees of this corporation shall not be less than three at any time. Until further amendment of the By-Laws, the number of Trustees may vary from time to time between a minimum of three and a maximum of nine.

ARTICLE VII - MANNER OF ELECTION OF OFFICERS AND TRUSTEES

The initial three offices of president, vice president and secretary/treasurer shall be appointed by the incorporator listed herein. Additional or subsequent officers and Trustees shall be the responsibility of the Board of Trustees and the manner of their election or appointment shall be stated in the By-Laws.

ARTICLE VIII - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

BRYAN BERNARD SYKES
P.O. BOX 1294
OCALA, FLORIDA 34478-1294

ARTICLE IX - CONTRACTS, CHECKS, DEPOSITS AND FUNDS

1. The Board of Trustees may authorize any officer or officers, agency or agents of the corporation, to enter into contracts or execute and deliver instruments in writing in the name of and on behalf of the corporation and such authority may be general or confined to specific instances.
2. All checks, drafts, or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the corporation, shall be signed by an officer or officers, agent or agents of the corporation, and in such manner as shall from time to time be determined by resolution of the Board of Trustees.
3. All funds of the corporation shall be deposited to the credit of the corporation in such banks, trust companies or other depositories as the Board of Trustees may select.
4. The Board of Trustees may accept on behalf of the corporation any contribution, gift, bequest or device for the general purposes of for any specific purpose of the corporation.

ARTICLE X - BY-LAWS

The Board of Trustees shall provide the By-Laws for the conduct of it business and the business of the corporation as the Board of Trustees may deem necessary from time to time. Such By-Laws may be amended, altered, or rescinded by a majority of its vote of the Board of Trustees present at any regular meeting or any special called meeting which is called for that purpose.

ARTICLE XI - ACTIVITIES

1. Notwithstanding any other provision of these articles, this organization shall not carry on any 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 the corresponding provision of any future United States Internal Revenue law.
2. No substantial part of the activities of the organization shall be 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 in opposition to any candidate for public office.

ARTICLE XII - COMPENSATION

Any salaries, wages, together with fringe benefits or other forms of compensation (housing, transportation and other allowances) paid to or provided the corporation's employees, trustees, or officers 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 or duties.

ARTICLE XIII - DISSOLUTION

This corporation may be dissolved only pursuant to the agreement of the Board of Trustees. Upon 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 provision 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 the Court of Common Pleas 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 XIV - INCORPORATOR

The name and address of the Incorporator to the Articles of Incorporation are:

**BRYAN BERNARD SYKES
P.O. BOX 1294
OCALA, FLORIDA 34478-1294**

Bryan B. Sykes
Signature/Incorporator

Sept. 18, 2000
Date

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATE STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATION THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Corporation is:

BOYS TO MEN MINISTRIES, INC.

2. The name and address of the registered agent and office is:

BRYAN BERNARD SYKES
P.O. BOX 1294
OCALA, FLORIDA 34478-1294

FILED
00 SEP 25 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named registered agent and to accept service of process for the above state corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Bryan B Sykes
Signature/Registered Agent

Sept. 18, 2000
Date