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Requester's Name

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
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01 MAR 16 AM 9:20
FILED
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

- Walk in Pick up time Certified Copy
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NEW FILINGS

AMENDMENTS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

REGISTRATION/QUALIFICATION

- Annual Report
- Fictitious Name

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

W01-4027
3-20-01
3-19-01

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 20, 2001

JAMES C. CUMBIE, P.A.
32ND FLOOR, STE. 3204
ONE INDEPENDENT DR.
JACKSONVILLE, FL 32202

SUBJECT: NEW BEGINNINGS MINISTRY, INC.
Ref. Number: W01000004027

We have received your document for NEW BEGINNINGS MINISTRY, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Non profit corporation don't have shares of stock. Please remove any reference to stock in your articles.,

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.

Joey Bryan
Document Specialist

Letter Number: 101A00010697

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01 MAR 16 AM 9:20
SPECIAL SERVICES DIVISION
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
GRACE AND TRUTH, INC.

The undersigned subscribers to these articles of incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I
CORPORATE NAME, PRINCIPAL OFFICE AND MAILING ADDRESS

The name of this corporation is: Grace and Truth, Inc.

The principal office of this corporation is: 1426 Clock Street,
Jacksonville, Florida 32211

The mailing address of this corporation is: 1426 Clock Street,
Jacksonville, Florida 32211

ARTICLE II
CORPORATE NATURE

This is a nonprofit corporation, organized solely for general religious purposes pursuant to the Florida Corporations Not for Profit law set forth in Section 617 of the Florida Statutes.

ARTICLE III
DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV
GENERAL AND SPECIFIC PURPOSES

The specific and primary purposes for which this corporation is formed are:

A. For the advancement of religion, charity, education and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.

B. Non-Profit Ministry of the Gospel.

C. To operate exclusively in any other manner for such religious, charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

ARTICLE V MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than three (3) persons. The number of Directors of the corporation shall be three (3), provided however, that such number may be changed by a By-Law duly adopted by the members.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Directors and until the qualification of the successors in office. Annual meetings shall be held in January of each year at such place or places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by one Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the By-Laws of this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
Gilbert Witcher	1426 Clock Street Jacksonville, Florida 32211
Cynthia Ann Witcher	1426 Clock Street Jacksonville, Florida 32211
Matthew Wayne Witcher	1426 Clock Street Jacksonville, Florida 32211

B. Corporate Officers. The Board of Directors shall elect the following officers: President, Vice President, Secretary and Treasurer, and such other officers as the By-Laws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

	<u>Name</u>	<u>Address</u>
President:	Gilbert Witcher	1426 Clock Street Jacksonville, Florida
Vice President:	Matthew Wayne Witcher	1426 Clock Street Jacksonville, Florida
Secretary/ Treasurer:	Cynthia Ann Witcher	1426 Clock Street Jacksonville, Florida

ARTICLE VI EARNINGS AND ACTIVITIES OF CORPORATION

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers 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 IV hereof.

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

C. Notwithstanding any other provision of these 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

D. Notwithstanding any other provision of these Articles, this corporation shall not, except to any insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VII DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, 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 provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the country in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII MEMBERSHIP

The qualification for members and the manner of their admission shall be regulated by the bylaws for this corporation

ARTICLE IX SUBSCRIBERS

The names and residence addresses of the subscribers of this corporation are as follows:

<u>Name</u>	<u>Address</u>
Gilbert Witcher	1426 Clock Street Jacksonville, Florida 32211
Cynthia Ann Witcher	1426 Clock Street Jacksonville, Florida
Matthew Wayne Witcher	1426 Clock Street Jacksonville, Florida

ARTICLE X AMENDMENT OF BY-LAWS

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefor in the By-Laws.

ARTICLE XI DEDICATION OF ASSETS

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

ARTICLE XII REGISTERED AGENT AND OFFICE

The address of the corporation's registered office shall be 1426 Clock Street, Jacksonville, Florida 32211 and the name of its registered agent at said address shall be Gilbert Witcher.

ARTICLE XIII AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote in the manner set forth in the By-Laws of this

corporation.

We, the undersigned, being the Subscribers and Incorporators of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this 13th day of March, 2001.

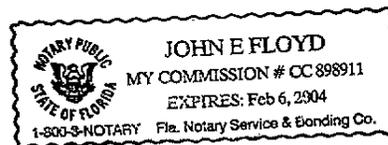
WITNESSED BY:

Cynthia A. Witcher
(Subscriber)

[Signature]
Registered Agent

13th IN WITNESS WHEREOF, I have hereunto set my hand and seal this day of March, 2001.

[Signature]
Notary Public
My Commission Expires:



STATE OF FLORIDA**DEPARTMENT OF STATE**

Certificate Designating Place of Business or Domicile for the Service of Process Within this State, Naming Agent Upon Whom Process May Be Served and Names and Addresses of the Officers and Directors.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

Grace and Truth, Inc., a corporation organized (or organizing) under the laws of the State of Florida, with its principal office at 1426 Clock Street, in the City of Jacksonville, County of Duval, State of Florida, has named Gilbert Witcher located at 1426 Clock Street, City of Jacksonville, County of Duval, State of Florida, as its agent to accept service of process within this state.

OFFICERS:

NAME:	TITLE	SPECIFIC ADDRESS
Gilbert Witcher	President	1426 Clock Street Jacksonville, Florida 32211
Matthew Wayne Witcher	Vice President	1426 Clock Street Jacksonville, Florida 32211
Cynthia Ann Witcher	Secretary/ Treasurer	1426 Clock Street Jacksonville, Florida 32211

DIRECTORS:

	SPECIFIC ADDRESS
Gilbert Witcher	1426 Clock Street Jacksonville, Florida 32211
Cynthia Ann Witcher	1426 Clock Street Jacksonville, Florida 32211
Matthew Wayne Witcher	1426 Clock Street Jacksonville, Florida 32211

BY: 

CORPORATE OFFICER

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process, to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.


RESIDENT AGENT

FILED
01 MAR 16 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA