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Patricia Pizito

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CUSTOMER NO: 5017100

CUSTOMER: Robert W. Bible, Jr., Esq
Lopez & Kelly, P.a.

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Suite 500
4600 West Cypress Street
Tampa, FL 33607

DOMESTIC FILING

NAME: LIFEGUARD CHRISTIAN SUPPORT
MINISTRIES, INC.

EFFECTIVE DATE: 1

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 1114

EXAMINER'S INITIALS:

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DIVISION OF CORPORATIONS
2001 APR -6 PM 1:26
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SUFFICIENCY OF FILING

JS 4/6/01

ARTICLES OF INCORPORATION

OF

LIFEGUARD CHRISTIAN SUPPORT MINISTRIES, INC.

A FLORIDA CORPORATION NOT FOR PROFIT

FILED

2001 APR -6 PM 3:03

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as one of the incorporators of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I
CORPORATE NAME

Then name of this Corporation is: **LIFEGUARD CHRISTIAN SUPPORT MINISTRIES, INC.**

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of this Corporation is: 2315 Eagle Bluff Drive
Valrico, FL 33594

The mailing address of this Corporation is: 2315 Eagle Bluff Drive
Valrico, FL 33594

ARTICLE III
CORPORATE NATURE

This is a corporation not for profit, organized solely for general religious and charitable purposes pursuant to the Florida Not for Profit Corporation Act as set forth in Chapter 617 of the Florida Statutes.

ARTICLE IV
DURATION

The term of existence of the Corporation is perpetual.

ARTICLE V
GENERAL AND SPECIFIC PURPOSES

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

(A) To be organized and operated exclusively for such religious and charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under any corresponding provisions of any subsequent federal tax laws, including, without limitation, the following:

1. To provide help, hope and healing to the hurting community through Christian support groups ministering to a variety of needs, ranging from health, finances, family, addictions, grief, imprisonment and church, and providing an environment of understanding, trust, and encouragement.
2. To partner and work with the business and corporate community to provide assistance, and resources for career changes, job training and employment opportunities, particularly within the hurting community reflected within the previously mentioned support group categories.
3. To partner and work with churches, hospitals, prisons, and community organizations to locate or establish Christian support groups meeting the range of needs described above.
4. To provide a resource center for training, information, referral and networking with other organizations, groups, and churches to reach out to the hurting community and make available a variety of avenues for healing and recovery.
5. To conduct and co-ordinate crusades (including evangelistic crusades), seminars, retreats, and workshops toward implementation of the Corporation's purposes.
6. To establish local, regional, national and international chapters and groups within each support group category.
7. To recruit and train members, facilitators and mentors to aid and implement the Corporation's purposes.
8. To provide a ministry of encouragement and help to hurting churches and pastors.
9. To provide emergency help in catastrophic situations.
10. To provide a 24 hour prayer chain and emergency hot line.

(B) To engage in any kind of activity and to enter into, perform and carry out contracts of any kind necessary, in connection with or incidental or related to the accomplishment and furtherance of any one or more the above purposes.

(C) To make distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

(D) To acquire by gift or purchase, hold, sell, convey, assign, mortgage or lease any property, real or personal, for said purposes, as the Board of Directors in their discretion may determine.

(E) To borrow money and to issue evidence of debt in furtherance of any or all of the purposes of its organization, and to secure loans by mortgage, pledge, or other security.

ARTICLE VI
BOARD OF DIRECTORS;
MANAGEMENT OF CORPORATE AFFAIRS

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 initially be five (5), provided, however, that such number may be increased by an amendment to the Bylaws for such purpose duly adopted by the Board of Directors.

The Directors named herein as the First Board of Directors shall hold office for a period of one (1) year until the first meeting of voting members, at which time an election of Directors shall be held.

Directors elected at the first annual meeting of voting members, and at all times thereafter, shall serve for a term of one (1) year until the next annual meeting of voting members following the election of Directors and until the qualification of the successors in office. Annual meetings of the Board of Directors shall be held as set forth in the Bylaws.

Any action required or permitted to be taken by the 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 Bylaws 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>
Rev. Norman W. Stewart	2315 Eagle Bluff Drive, Valrico, FL 33594
George McLaughlin	3116 Cocos Rd., Tampa, FL 33618
Suzan McIntyre	3801 Casaba Loop, Valrico, FL 33594
Don Latson	4411 Lurline Cir., Tampa, FL 33610
Versey James	3016 N. 43 rd St., Tampa, FL 33605

ARTICLE VII **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, trustees, 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 V hereof.

B. No substantial part of the activities of the Corporation shall be the 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 or in opposition to any candidate for public office.

C. Notwithstanding any 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 1986 (or the corresponding provision of any future federal tax laws) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future federal tax laws).

(D) Notwithstanding any other provision of these Articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation, or which would have a negative effect on the Corporation's status as a corporation exempt from federal taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future federal tax laws).

ARTICLE VIII
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, distribute and dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation or one or more other exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future federal tax laws), 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 1986 (or the corresponding provision of any future federal tax laws), 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 county 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 IX
MEMBERSHIP; QUALIFICATION OF MEMBERS

This Corporation shall initially have one class of members, which class shall constitute a voting class permitting such members to vote for members of the Board of Directors as provided in these Articles and the Bylaws, and to vote only for such other matters and transactions, as expressly set forth in these Articles or the Bylaws. The Board of Directors shall have the authority by amendment to the Bylaws to create one or more additional classes of voting or non-voting members with such rights and qualifications as said Board shall so determine. The initial members of this Corporation shall consist solely of the persons named as Directors in Article VI of these Articles.

The qualification for any additional members and the manner of their admission shall be regulated by the Bylaws for this Corporation.

ARTICLE X
INCORPORATORS

The names and residence addresses of the Incorporators of this Corporation are as follows:

<u>Name</u>	<u>Address</u>
Rev. Norman S. Stewart	2315 Eagle Bluff Drive, Valrico, Florida 33594
George McLauchlin	3116 Cocos Road, Tampa, Florida 33618

ARTICLE XI
AMENDMENT OF BYLAWS

The initial Bylaws of this Corporation shall be made, adopted and implemented by a majority vote of the Board of Directors. Thereafter, the Bylaws of this Corporation may be made, altered, rescinded, added to, amended, or new Bylaws may be adopted, by a resolution of a two-thirds vote of the members of the Board of Directors.

ARTICLE XII
DEDICATION OF ASSETS

The property of this Corporation is irrevocably dedicated to religious, educational, charitable or other exempt purposes (as earlier defined herein), 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 XIII
REGISTERED AGENT AND OFFICE

The address of the Corporation's initial registered office shall be 4600 W. Cypress Street, Suite 500, Tampa, Florida 33607, and the name of the initial registered agent at said address shall be Robert W. Bible, Jr., Esq.

ARTICLE XIV
AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be made by a resolution adopted by two-thirds vote of the members of the Board of Directors.

ARTICLE XV
PRIVATE FOUNDATION

Should the Corporation be classified as a private foundation under Section 509 of the Internal Revenue Code of 1986, as amended (or any corresponding provision of any future federal tax laws), the following provisions apply:

A. The Corporation shall make distributions for each taxable year at such time and in such manner as not to subject the Corporation to tax under Section 4942 of the Internal Revenue Code of 1986, or corresponding section of any future federal tax laws.

B. The Corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax laws.

C. The Corporation will not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or corresponding section of any future tax laws.

D. The Corporation will not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding section of any future federal tax laws.

E. The Corporation will not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax laws.

We, the undersigned, being the Incorporators of this Corporation, for the purpose of forming this corporation not for profit under the laws of the State of Florida, have executed these Articles of Incorporation, this 5th day of April, 2001.

Witnessed by:

Rev. Norman W. Stewart
Anna I. Garcia

Rev. Norman W. Stewart
Rev. Norman W. Stewart
Incorporator

George McLauchlin
Anna I. Garcia

George McLauchlin
George McLauchlin
Incorporator

State of Florida
County of Hillsborough

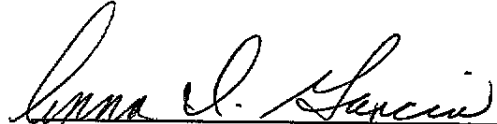
The foregoing instrument was acknowledged before me this 5th day of April, 2001, by Rev. Norman W. Stewart, as Incorporator, who is personally known to me or who has produced Florida Driver's License, No. _____ as identification and who did not take an oath.

Anna I. Garcia
Notary Public - State of Florida
My Commission Expires:



State of Florida
County of Hillsborough

The foregoing instrument was acknowledged before me this 5th day of April, 2001, by George McLauchlin, as Incorporator, who is personally known to me or who has produced Florida Driver's License, No. _____ as identification and who did not take an oath.



Notary Public – State of Florida
My Commission Expires:



Anna I. Garcia
MY COMMISSION # CC641300 EXPIRES
June 3, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

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

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

1. The name of the Corporation is:


LIFEGUARD CHRISTIAN SUPPORT MINISTRIES, INC.

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

Robert W. Bible, Jr., Esq.

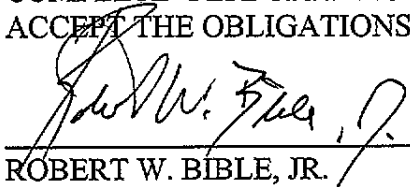
FILED
2001 APR -6 PM 3:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

LIFEGUARD CHRISTIAN SUPPORT
MINISTRIES, INC.

By: 
Rev. Norman W. Stewart,
President

Date: 4/5/01

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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.


ROBERT W. BIBLE, JR.

4/5/01
(Date)