

NO1000003154

TRANSMITTAL LETTER

EFFECTIVE DATE  
05-01-01

FILED

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

01 MAY -3 PM 1:52

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SUBJECT: The Overcomers 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

RECEIVED

01 MAY -3 PM 1:17

DIVISION OF CORPORATIONS

FROM: Barbara Agree 500004134315--8  
Name (Printed or typed) -05/03/01--01117--001

\*\*\*\*\*70.00 \*\*\*\*\*70.00

3557 Carrington Ct  
Address

Tallahassee FL 32303  
City, State & Zip

(850) 410-2368/home 562-3071  
Daytime Telephone number

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

walk-in  
will-wait

APR 30 2001  
www

**ARTICLES OF INCORPORATION  
OF  
THE OVERCOMERS MINISTRIES  
INTERNATIONAL, INC.**

**(A FLORIDA NONPROFIT CORPORATION)**

**FILED**  
01 MAY -3 PM 1:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, a majority of whom are citizens of the United States, for the purpose of forming a nonprofit corporation under the Florida Not for Profit Corporation Act, Florida Statutes Chapter 617, does hereby make and adopt the following Articles of Incorporation:

**EFFECTIVE DATE**  
05-01-01

**ARTICLE 1**

The name of the Corporation shall be: THE OVERCOMERS MINISTRIES INTERNATIONAL, INC.

**ARTICLE 2**

The principal place of business shall be in LEON COUNTY, FLORIDA at: 3557 Carrington Ct., TALLAHASSEE, FL 32303

The mailing address of the Corporation shall be: PO BOX 53, TALLAHASSEE, FL 32302.

**ARTICLE 3**

The name and Florida street address of the initial registered agent are: Frank W. Agee, 3557 Carrington Court, TALLAHASSEE, FL 32303.

**ARTICLE 4**

This corporation is organized (and shall be operated) on a non stock basis within the meaning of the Florida Not for Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock or to declare dividends, but may issue membership certificates if so provided in the Bylaws. The Corporation is not formed for pecuniary profit.

## **ARTICLE 5**

Corporation existence shall commence on 1 MAY, 2001, and the duration of the corporation is perpetual, unless dissolved in accord with applicable laws.

## **ARTICLE 6**

The purposes for which the Corporation is organized are: to operate exclusively for religious, charitable, educational and distinct ecclesiastical 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 thereto, and such purposes shall include the following:

(a) Religious

(b) To conduct a local ministry by the direction of the Lord Jesus Christ and under the leadership of the Holy Spirit in accordance with all of the Commandments and provisions as set forth in the Holy Bible, the irrevocable Word of God. Pursuant thereto, the following activities and guidelines shall be established.

1. A recognized Creed, Code of Doctrine, discipline and form of worship shall be established.
2. An ecclesiastical form of government shall be established.
3. Ordination of ministers upon completion of the prescribed course of study, designated by this outreach ministry.
4. An organization of ministers shall be established to minister to the congregation of THE OVERCOMERS MINISTRIES INTERNATIONAL, INC.
5. Establishment of a congregation membership upon acceptance of a recognized creed and belief and support of the ministry.
6. Spread the Word of the Gospel through seminars, radio, television, providing ministerial literature, and other forms of mass media for the purpose of educating the individual in the word of God.
7. Establishment of various religious services pursuant to the recognized Creed, form of worship, code of doctrine and discipline of the outreach of this ministry, and religious Schools for

Christians and educational instruction to the young and to the old.

8. Establishing a Bible Training School or School of Theology (not considered an accredited educational institution) for the preparation of ministers who minister to THE OVERCOMERS MINISTRIES INTERNATIONAL, INC.

(c) Minister the Word of God to the faithful, and all others.

(d) Promote and encourage, through the ministry of the organization, cooperation with other organizations ministering within the community.

(e) To acquire and hold such property, either real or personal, for church purposes, as may be necessary for its membership and the worship of God.

(f) The making of distributions to organizations that qualify as exempt organizations within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future United States Internal Revenue law thereto.

#### ARTICLE 7

In accordance with and in addition to the powers conferred by the laws of the State of FLORIDA, the Not for Profit Corporation shall have the following powers:

(a) To receive and accept gifts of money and property, and to hold the same for any of the purposes of the Corporation and its work.

(b) To raise and assist in raising funds for the purposes herein set forth, including the issuance of bonds or other instruments of credit.

(c) To acquire, own, lease, mortgage and dispose of property, both real and personal.

(d) To conduct and carry on religious services and instruction through public media, including electronic broadcasting, AM and FM radio, telecasting, microwave distribution, closed circuit transmission, cable television and any other appropriate means of communications.

(e) To acquire, own and operate such broadcasting, publishing, telecasting facilities, and any other appropriate forms of communications facilities.

(f) To accept property and donations in trust for religious and charitable purposes.

(g) To acquire, hold, own, sell, assign, transfer, mortgage, pledge, or otherwise dispose of shares of the capital stock, bonds, obligations or other securities of other corporations, domestic or

foreign, as investments or otherwise, in carrying out any of the purposes of the Corporation and, while the owner thereof, to exercise all rights, powers and privileges of ownership, including the power to vote thereon.

(h) To do such other things as is incidental to the powers of the Corporation or necessary or desirable in order to accomplish the purposes of the Corporation.

(i) To exercise all the rights and powers conferred by the laws of the State of Florida upon Not for Profit Corporations.

#### **ARTICLE 8**

No part of the net earnings of the Corporation shall enure to the benefit of, or be distributable to its members, 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 six thereof. 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. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities unless 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.

#### **ARTICLE 9**

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the Corporation, distribute all the assets of the Corporation 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 government, for a public purpose, in such

manner and to such qualified organizations(s) as the Board of Directors shall determine. 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, as said Court shall determine, which are organized and operated exclusively for such purposes.

**Special provisions authorized or permitted by statute to be contained in the Articles of Incorporation are shown as follows:**

#### **ARTICLE 10**

This corporation is organized pursuant to the provisions of the Florida Not for Profit Corporation Act. All trustees of this corporation now in good and regular standing, and such other members as the Board of Trustees shall from time to time admit to membership, shall be members of this corporation

#### **ARTICLE 11**

The business and property of the corporation shall be managed by a Board of three or more Trustees (Directors). The present trustees now duly constituted and elected shall constitute the Board of Trustees and they shall hold their offices permanently and so far as may be until other or further election. In the event of the inability of any trustee to act, or in the event of the death of any trustee, the remaining trustees shall elect another trustee, or trustees, to fill the vacancy or vacancies, thus created. Each trustee shall be a member in good standing of the corporation. A new trustee shall be elected by a majority vote of the total trustees, excluding the trustee whose position is being filled by vote.

(a) The trustees in their collective capacity shall be known as the Board of Trustees and under that name shall constitute the governing body, and shall conduct and transact all business of the

corporation.

(b) The trustees shall have power and authority to hold an annual meeting of the Board of Trustees and may likewise hold special meetings as may be determined by the Board of Trustees. The annual meeting, if and when held, shall be held at the offices of the corporation in TALLAHASSEE, FLORIDA on the first Monday of February in each year at the hour of 7:30 P.M. of such day, or as soon thereafter in each year as is possible for the trustees to call such meeting; and any special meeting may be held at such time as the trustees may determine, and all meetings shall be held at the offices of the corporation in TALLAHASSEE, FLORIDA.

(c) The qualifications for members are: There shall be but one class of membership in this corporation. Membership in this corporation may be obtained by natural persons of all races, creeds and colors, who shall publicly profess belief in Jesus Christ as their Lord and Savior, and who shall further profess their belief in the purposes of this organization as set further herein above, and who shall thereafter be accepted into membership in such manner as provided by the Board of Trustees of this corporation. The subscribers to these Articles of Incorporation and the initial Directors of this corporation shall be and constitute the initial members of this corporation. Any amendments to the Articles of incorporation may be made only by the Board of Trustees. Likewise, the Bylaws may be made, altered or rescinded only by the Board of Trustees of this corporation, having received the vote of a majority of the Board of Trustees in office.

(d) The Board of Trustees shall have authority and power, which is hereby given, to provide suitable and proper means and religious ceremony and required test and qualifications for entrance into the outreach ministries, hereby being established and organized and by and through the means as established and administered that any and all applicants may be inducted into the ministry thereby license, commission or full ordination with all ministerial authority possible for any ecclesiastical body to be given or to possess or to administer, giving therein authority to administer all sacred services of ecclesiastical bodies and to include sacred and sacramental services, and to further include the marriage services and together with the sacred services of baptism.

(e) The Board of Trustees shall have the authority and power, which is hereby given, to establish, institute, operate and maintain any all such additional departments, associations, institutions,

schools, mission stations, programs, and any and all such other vehicles as may be deemed appropriate and advisable by said Board of Trustees for the propagation of the Gospel and Christian and religious worship within the United States of America and in any other country.

(f) The Board of Trustees of THE OVERCOMERS MINISTRIES INTERNATIONAL, INC. shall have power and authority which is hereby given, to negotiate or designate agents to negotiate all of the business transactions, all receipts and all disbursements, for any such additional departments, associations, institutions, schools, mission stations, programs, and any and all such other vehicles established or instituted by this corporation.

(g) A majority of the trustees shall constitute a quorum for the transaction by the Board of Trustees of any and all business, in accordance with the laws of the State of FLORIDA.

#### **ARTICLE 12**

The manner in which the directors or trustees of the corporation shall be elected or appointed shall be governed by the provisions of the Bylaws of the corporation. The corporation shall be a sovereign body, and the regulation of the internal affairs of the corporation shall be governed by the provisions of the Bylaws of the corporation.

#### **ARTICLE 13**

The names and addresses of the initial Trustees are as follows:

Frank W. Agee, PO BOX 53, TALLAHASSEE, FLORIDA 32302

Bobbie Agee PO BOX 53, TALLAHASSEE, FLORIDA 32302

J.K. Allen, PO BOX 2132, TALLAHASSEE, FLORIDA 32316

#### **ARTICLE 14**

The name and address of the incorporator are: Frank W. Agee, PO BOX 53, TALLAHASSEE, FL 32302.

#### **ARTICLE 15**

The Corporation shall indemnify each Trustee, Director, and Officer, including former Trustees,



Directors and Officers be immune from civil liability to the extent provided under Florida Statutes Chapter 617 and other similar laws.

IN WITNESS WHEREOF, the undersigned incorporator has signed these Articles of Incorporation on this 3 Day of MAY, 2001.

Frank W. Agee  
Frank W. Agee (Signature of Incorporator)

STATE OF FLORIDA  
COUNTY OF LEON

THE FOREGOING instrument was acknowledged before me on this 3rd day of MAY, 2001, by Frank W. Agee, who produced a Florida Drivers License as identification, and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

Sylvia Collins  
NOTARY PUBLIC - STATE OF FLORIDA

Name Sylvia Collins

Commission Number: \_\_\_\_\_



Sylvia Collins  
MY COMMISSION # CC965008 EXPIRES  
September 29, 2004  
BONDED THRU TROY FAIR INSURANCE, INC.

My Commission Expires: \_\_\_\_\_

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*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

Frank W. Agee

Frank W. Agee, Registered Agent

Date: 3 MAY, 2001

FILED  
01 MAY -3 PM 1:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA