

No1000007751

Requester's Name

George Ratzlaff
96 Garnet
Destin, FL 32541

City

one #

Office Use Only

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

1. _____
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☐ Walk in

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☐ Certificate of Status

NEW FILINGS

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

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

AMENDMENTS

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

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

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01 OCT 31 AM 9:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

WOL-24590

Examiner's Initials

CR2E031(7/97)

T. Burch NOV 1 2001



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 24, 2001

GEORGE RATZLAFF
96 GRANET
DESTIN, FL 32541

SUBJECT: MINUTE OF GRACE, INC.
Ref. Number: W01000024590

We have received your document for MINUTE OF GRACE, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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

Bylaws are not filed with this office. Please retain them for your records.

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) 245-6928.

Tim Burch
Document Specialist
New Filing Section

Letter Number: 501A00058453

UNITED STATES OF AMERICA

ARTICLES OF INCORPORATION

STATE OF FLORIDA

OF

FILED

COUNTY OF OKALOSA

MINUTE OF GRACE, INC.

01 OCT 31 AM 9:14

SECRETARY OF STATE
TALLAHASSEE FLORIDA

BE IT KNOWN, that on this 18 day of Oct., 2001, **George Ratzlaff**, of the full age of majority, acting pursuant to the provisions of the Florida Nonprofit Corporation Law, to-wit, Chapter 617.0202, F.S., does hereby organize a nonprofit corporation under and in

accordance with these articles of incorporation as follows.

ARTICLE I - NAME

The name of this corporation is **MINUTE OF GRACE, INC..**

ARTICLE II - PRINCIPAL OFFICE

The location of the registered office of the corporation is 96 Garnet, Destin, FL 32541, and its mailing address is the same.

ARTICLE III - PURPOSE

This corporation is organized and it shall be operated to promote the businesses and services of its membership and for all other lawful purposes for which non-profit corporations may be organized, including, for such purposes, the making of distributions to organizations that qualify as exempt 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). The major purposes shall be to promote the gospel of Jesus Christ, make disciples, and to glorify God.

ARTICLE IV - MANNER OF ELECTION OF DIRECTORS

The directors shall be elected by majority vote at the annual meeting of the members and shall hold office for one year and until their successors are chosen and have qualified. No director need be a member.

ARTICLE V - INITIAL DIRECTORS/OFFICERS

Name and address of the first directors/officers:

PRESIDENT: George Ratzlaff; 96 Garnet; Destin, FL 32541

SECRETARY/TREASURER: Gail L. Ratzlaff; 96 Garnet; Destin, FL 32541

The Officers and Directors of this corporation shall serve until their successors are elected in accordance with the provisions herein.

ARTICLE VI - INITIAL REGISTERED AGENT

The name and address of its registered agent is as follows:

George Ratzlaff

96 Garnet
Destin, FL 32541

ARTICLE VII - INCORPORATOR

The name and address of its incorporator is as follows:

George Ratzlaff
96 Garnet
Destin, FL 32541

ARTICLE VIII - DURATION

The corporation shall enjoy perpetual corporate existence unless sooner dissolved in accordance with law.

ARTICLE IX - MEMBERSHIP

This corporation shall be a non-profit corporation and shall have no capital stock. It shall be operated and maintained by such membership dues, assessments and endowments as the Board of Directors shall determine to be necessary or acceptable for the proper functioning of the corporation. Under no circumstances shall any of the net earnings or assets of the corporation inure or be distributed to the benefit of 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 II hereof. The corporation shall neither participate in, nor intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. 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).

The members of this corporation shall consist of all persons who have paid all current fees, dues and/or assessments of this corporation as assessed by the Board of Directors, which membership shall be evidenced by a receipt for the fees and dues aforesaid. Each member shall have one vote and all members shall have equal rights and privileges, provided, however, in no event shall there be more than one vote per member. Members must be born again Christians committed to evangelism and discipleship.

ARTICLE X - MEMBERSHIP DUES

The amount of the levy and the method of collection of fees, dues and/or assessments shall be fixed by the Board of Directors from time to time. Membership shall be cancelled for failure to pay fees, dues, and/or assessments after reasonable notice from the Board of Directors.

ARTICLE XI - VOTING

A member may vote personally or by proxy appointed in writing.

ARTICLE XII - DIRECTORS

A. Unless and until otherwise provided for in the By-Laws, all of the corporate powers of this Corporation shall be vested in, and all of the business and affairs of this Corporation shall be managed by the

Board of Directors. The number of directors of the Corporation shall be such number, not less than 2, nor more than 12, as shall be designated by the By-Laws, or, if not so designated, as shall be elected from time to time by the membership.

B. The Board of Directors shall have the power to make, amend, and repeal by-laws to govern this corporation provided they are in accordance with and do not conflict with these articles. Matters pertaining to capital outlay must be approved by two-thirds (2/3) vote of the Board of Directors. An amendment altering these articles may be adopted by two-thirds in interest of the voting members, at any annual or special meeting of members the notice of which set forth the proposed amendment or a summary of the change to be made thereby.

C. The Board of Directors shall further have authority to exercise all such other powers and do all other such lawful acts and things which this Corporation or its membership might do, unless prohibited from doing so by applicable laws, or by the Articles of Incorporation, or by the By-Laws of the Corporation; and it shall further have the authority to delegate such power to such corporate officers and employees as it deems fit and proper, such delegation to be made by written resolution.

D. The number, classification, qualifications, term of office, manner of election, time and place of meeting, whether within or outside the State of Florida, and the powers and duties of the directors, may from time to time be fixed, changed, increased, or reduced by the By-Laws.

E. Upon the written consent of fifty-one percent of the membership of this Corporation, any member of the Board of Directors of this Corporation may be replaced by a director designated by such membership in writing at any time, whether or not his term of office shall have expired.

ARTICLE XIII - ANNUAL MEETING

The annual meeting of the voting members of the corporation shall be held on the **15th day of January** in each year, or if said day be a legal holiday, then on the next succeeding day not a legal holiday, at 10:00 o'clock a.m. It shall be the duty of the President, and upon his or her failure or neglect, then of the Secretary or any Officer or member, to mail notices at least ten (10) days prior to this annual meeting to all members entitled to be present. Provided, however, that the Board of Directors by two-thirds (2/3) vote elect to conduct the business of the association by mail ballot in lieu of any annual meeting. Provided further, however, that if fifty (50%) percent or more of the members of the corporation demand in writing, served on the President of the corporation, that an annual meeting be held, then the President shall take such steps as are necessary to hold an annual meeting not more than forty-five (45) days from the date of the receipt of such notice but not sooner than ten (10) days from such receipt of such notice.

ARTICLE XIV - DISSOLUTION

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 of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such 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 the court of the County in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XV - LIABILITY LIMITATIONS

The Incorporator, Officers, and Directors of this corporation claim the benefits of all limitations of liability to the fullest extent allowed by law as fully and completely as though said provisions of law were recited herein

in full.

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.

George Ratzlaff
GEORGE RATZLAFF, REGISTERED AGENT

10-18-01
DATE

George Ratzlaff
GEORGE RATZLAFF, INCORPORATOR

10-18-01
DATE

THE BOARD OF DIRECTOR FOR MINUTE OF GRACE INC. ARE TO BE

George Ratzlaff
96 Garnet Place
Destin, FL 32541

Gail Ratzlaff
96 Garnet Place
Destin, FL 32541

Leo D'Aubin
10641 Hillary Court #2
Baton Rouge, La. 70810