

*Faith Based Resources, Inc.*

4301 32<sup>nd</sup> Street West, Suite E-30  
Bradenton, FL 34205

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

October 7, 2002

**N02000007839**

SUBJECT: Faith Based Resources, Inc.

Dear Sirs:

Pursuant to Florida Statute 617, Corporations Not For Profit, Faith Based Resources, Inc., hereby applies for Certificate of Authority to conduct it's affairs in the state.

Enclosed are an original and one copy of the Articles of Incorporation and the Letter of Appointment and Acceptance as Registered Agent, together with a money order for \$78.75 I.A.W. \$617.0122 Fees for filing documents and issuing certificates.—

- (1) Articles of Incorporation: \$35.00.
- (5) Appointment and Acceptance as Registered Agent: \$35.00.
- (19) Application for Certificate of Status: \$8.75.

Once filed, please return the certified copy of the articles to:

Faith Based Resources, Inc.  
4301 32<sup>nd</sup> Street West, Suite E-30  
Bradenton, FL 34205

If you have any further questions, please contact the undersigned at (941) 358-7560.

Respectfully,



Mark Kempster  
President and General Manager  
Faith Based Resources, Inc.

Attachments:

- 1) Articles of Incorporation
- 2) Letter of Appointment and Acceptance as Registered Agent
- 3) Money Order for \$78.75

*9/10/14*

FILED  
02 OCT 10 AM 9  
SECRETARY OF FLORIDA  
TALLAHASSEE, FL

800008304738--3  
-10/10/02--01040--004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

400008304738--2  
-10/11/02--01007--004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

ARTICLES OF INCORPORATION FOR  
***Faith Based Resources, Inc.***  
(A nonprofit Florida Corporation)

The undersigned, acting as the incorporators of a corporation pursuant to Chapter 617 of the Florida Statutes, the Florida Not For Profit Corporation Act, adopt the following Articles of Incorporation for such corporation:

FILED  
02 OCT 10 AM 9:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**  
**NAME/PRINCIPAL OFFICE**

The name of this Corporation shall be: FAITH BASED RESOURCES, INC.. The Corporation's principal office is located at: 4301 32<sup>nd</sup> Street West, Suite E-30, Bradenton, FL 34205.

**ARTICLE II**  
**PURPOSE**

This Corporation is organized exclusively for religious, charitable, literary, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, of 1986 (or corresponding provision of any future United States Internal Revenue law).

The Corporation shall develop integrated outreach programs to help individuals and families obtain professional services to meet social needs that are otherwise beyond their financial means. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

The Corporation is organized exclusively for religious, charitable, literary, and educational purposes. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes. The Corporation is organized and operated to serve the public interest by employing Biblical principals including, but not limited to, for such purposes as:

- a) provide for the advancement of religion;
- b) provide relief of the poor, the distressed, or the underprivileged;
- c) provide integrated marriage and family therapy counseling;
- d) provide clinical counseling where public services are unavailable or insufficient;
- e) provide integrated healing where public services are unavailable or insufficient;
- f) provide healthcare where public services are unavailable or insufficient;
- g) provide financial guidance where public services are unavailable or insufficient;
- h) provide legal assistance where public services are unavailable or insufficient;
- i) provide placement services where public services are unavailable or insufficient;
- j) provide public interest seminars;
- k) provide Bible-based education, training and pastoral counseling;
- l) develop, publish and distribute literature that promotes Biblical principles;
- m) educate community leaders on how to employ Biblical principles to resolve conflict and promote general welfare;
- n) the receiving of funds for and the distributing of funds to federally tax exempt organization;
- o) lessen the burdens of government; and
- p) any other activity not prohibited to corporations under the Florida Not For Profit Corporation Act that is in furtherance of tax exempt purposes.

The Corporation shall solicit donations/contributions from governmental units, individuals, corporations and organizations with values and community commitment that support the mission of Faith Based Resources. The Corporation will actively seek to attract new and additional public or governmental support on a continuous basis. The Corporation will maintain a continuous program for solicitation of funds from the general public, community, and membership group involved, and carry on activities designed to attract support from governmental units or other charitable organizations.

### **ARTICLE III LIMITATIONS**

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, except that the corporation 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 of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), subject to the following limitations:

1. No part of the net earnings of the Corporation shall inure to any member of the Corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code, as now enacted or hereafter amended, nor to any Director or Officer of the Corporation, nor to any other private persons, excepting solely such reasonable compensation that the Corporation shall pay for services actually rendered to the Corporation, or allowed by the Corporation as a reasonable allowance for authorized expenditures incurred on behalf of the Corporation;
2. No substantial part of the activities of the Corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the Corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office;
3. The Corporation shall not lend any of its assets to any Officer or Director of this Corporation, or guarantee to any person the payment of a loan by an Officer or Director of this Corporation; and
4. 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;
5. The Corporation shall not discriminate against directors, employees, applicants, participants, students, and others on the basis of race, color, or national or ethnic origin and shall be racially nondiscriminatory in the administration of all of its policies and programs; and
6. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on by a Corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, as now enacted or hereafter amended.

### **ARTICLE IV DIRECTORS/OFFICERS**

The management and affairs of the Corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the Corporation shall be defined by statute and by the Corporation's BYLAWS. The number of Directors shall be at least three or a greater number as determined by the Board of Directors. The manner in which the Directors are elected are as set forth in the BYLAWS of this Corporation.

No Director shall have any right, title, or interest in or to any property of the Corporation. 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 tax-exempt purposes of the corporation set forth in Article 2.

**ARTICLE V**  
**DEBT OBLIGATIONS AND PERSONAL LIABILITY**

No Director, Officer, committee member, employee, or agent of this Corporation shall be personally liable for the debts or obligations of this Corporation of any nature whatsoever, nor shall any of the property of the Director, Officer, committee member, employee, or agent be subject to the payment of the debts or obligations of this Corporation.

**ARTICLE VI**  
**DISSOLUTION**

The period of the duration of the corporation is perpetual unless dissolved according to law. Upon the time of dissolution of the Corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the Corporation, for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 2002, or the corresponding section 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 a Court of Competent Jurisdiction 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 VII**  
**INITIAL REGISTERED OFFICE and AGENT**

The initial registered office of the Corporation shall be 4301 32<sup>nd</sup> Street West, Suite E-30, Bradenton, FL 34205. The initial registered agent of the Corporation shall be: Mark A. Kempster per written acceptance of appointment as a registered agent as required by §617.0501.

**ARTICLE VIII**  
**INDEMNIFICATION**

This Corporation shall indemnify any Member, Director, Officer, committee member, employee, or agent of the Corporation, to the full extent permitted by law.

**ARTICLE IX**  
**AMENDMENT**

This Corporation may add to, amend or repeal and provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors.

**ARTICLE X  
INCORPORATORS**

The incorporators of this Corporation are:

Gary W. Polston

130 59<sup>th</sup> Street West, Bradenton FL 34209

Mark A. Kempster

6115 Winchester Place, Sarasota FL 34243

~~In Witness Whereof~~, the undersigned, being the incorporators of this corporation, have executed these Articles of Incorporation this 7<sup>th</sup> day of October, 2002.

Gary W. Polston, Incorporator:

Gary W. Polston

Date: 10/04/02

Mark A. Kempster, Incorporator:

[Signature]

Date: 10/01/02

*Faith Based Resources, Inc.*

4301 32<sup>nd</sup> Street West, Suite E-3  
Bradenton, FL 34205

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

02 OCT 10 AM 9:28

FILED

REGISTERED OFFICE  
And  
APPOINTMENT and ACCEPTANCE AS REGISTERED AGENT FOR  
***Faith Based Resources, Inc.***  
(A nonprofit Florida corporation)

The corporation intends to transact business in Florida and shall have and continuously maintain in said state a registered office and a registered agent and hereby files such with the Department of State notice of the registered office and registered agent specified in Florida statute 617.0501 as follows:

ARTICLE I  
NAME/PRINCIPAL OFFICE

The initial registered office of the corporation shall be: 4301 32<sup>nd</sup> Street West, Suite E-30, Bradenton, FL 34205.

ARTICLE II  
APPOINTMENT AS REGISTERED AGENT

In accordance with §617.0501, Faith Based Resources, Inc. of Bradenton, Florida appoints Mark A. Kempster, who resides in this state and whose business office is identical with such registered office, as registered agent for the corporation.

ARTICLE II  
ACCEPTANCE AS REGISTERED AGENT

Pursuant to Florida §617.0501(3) this statement in writing with the Department of State is provided, accepting the appointment as a registered agent:

Having been named as registered agent to accept service of process for the above named 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.

Mark A. Kempster, Registered Agent:



Date: 10/07/02