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## FLORIDA NON-PROFIT CORPORATION

Covenant Life Fellowship of Ocala, Inc.

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**ARTICLES OF INCORPORATION  
OF  
COVENANT LIFE FELLOWSHIP OF OCALA, INC.**

The undersigned incorporator hereby makes, subscribes, acknowledges, and files with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation not for profit in accordance with the laws of the State of Florida.

**ARTICLE I**

**Name**

The name of this corporation shall be:

**COVENANT LIFE FELLOWSHIP OF OCALA, INC.**

**ARTICLE II**

**Principal Office and Mailing Address**

The address of the principal office and mailing address of this corporation shall be:

101 E. Kennedy Boulevard, Suite 2700  
Tampa, Florida 33602

**ARTICLE III**

**Purposes**

(a) This corporation (hereinafter referred to as the "Church") is organized and shall be operated as a church founded on the fundamental Christian doctrine that there is one God, eternally existent in three persons: Father, Son, and Holy Spirit, and upon belief in the Deity and Lordship of Jesus Christ, in His virgin birth, in His sinless life, in His miracles, in His atoning death, in His resurrection, in His ascension to the right hand of the Father, and in His personal return in power and glory. The Church is further founded on the belief that the Bible is inspired, the only infallible, authoritative Word of God, on faith in the spiritual unity of believers in Christ, and on the knowledge that for the salvation of the lost and sinful, belief in Jesus Christ and regeneration by the Holy Spirit is absolutely essential. The Church is also of the belief that salvation is received wholly by grace through faith in Christ who died for all men as our substitute and the belief in the present ministry of

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the Holy Spirit by whose indwelling the Christian is able to live a righteous life. The Church is committed to propagating these Christian tenets.

(b) In carrying out its purposes as set forth above, the Church may also engage in other educational, charitable, and religious activities and may take any other action which, from time to time, shall seem expedient to the Elders of the Church and which shall further the said purposes of the Church. As means for the accomplishment of the foregoing, the Church may make distributions of income to organizations that qualify as exempt organizations within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any statute of similar import (the "Code").

(c) It shall be within the purposes of the Church to receive and maintain a fund or funds of real or personal property, or both, and subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, and educational purposes either directly or by contributions to organizations exempt under Section 501(c)(3) of the Code and the regulations thereunder.

(d) No part of the net earnings of the Church shall inure to the benefit of any Elder, officer, or member of the Church, or any private individual, except that reasonable compensation may be paid for services rendered to or for the Church effecting one or more of its purposes, and no Elder, officer, or member of the Church, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Church. No substantial part of the activities of the Church shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Church shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

(e) Notwithstanding any other provisions of these Articles of Incorporation, the Church shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Code or the regulations issued thereunder, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Code and regulations issued thereunder.

(f) Upon the dissolution of the Church or the winding up of its affairs, the assets of the Church shall be distributed exclusively to charitable, religious, scientific, literary, or educational organizations that would then qualify for the provisions of Section 501(c)(3) of the Code and the regulations issued thereunder, and no Trustee, officer or member of the Church, or private individual, shall be entitled to share in the distribution of any of such assets.

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**ARTICLE IV****Powers**

(a) The Church shall have and exercise all powers necessary or convenient to effect any and all of the purposes for which it is organized.

(b) The Church shall neither have nor exercise any power, nor shall it engage directly or indirectly in any activity, that would invalidate its status:

- (1) as a church;
- (2) as a corporation that is exempt from federal income taxation as an organization described in Section 501(c)(3) of the Code; or
- (3) as a corporation contributions to which are deductible under Section 170(c)(2) of the Code.

**ARTICLE V****Members**

(a) The qualifications for members and the manner of their admission shall be regulated by the by-laws. The Church shall have one class of members that shall be known collectively as the "Congregational Members."

(b) The rights of the Congregational Members and the quorum, voting and notice requirements shall all be as set forth in the by-laws of the Church.

**ARTICLE VI****Officers and Elders**

(a) The affairs of the Church shall be governed by a Board of Elders, who shall be elected by the Board of Elders, as provided in the by-laws, and by officers who shall be appointed by the Board of Elders. The officers shall consist of a President, a Vice President, a Secretary, a Treasurer, a Senior Minister, and such other officers as may be provided for in the by-laws of the Church. The duties of the respective officers and the manner of filling vacancies in the offices of the Church shall be as provided in the by-laws.

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(b) The number of Elders and the manner of filling vacancies in the Board of Elders shall be as provided in the by-laws of the Church. The number shall not be less than three (3), but may be any number in excess thereof. A quorum for the transaction of business shall be a majority of the Elders qualified and active, and the act of a majority of the Elders present at a meeting at which a quorum is present shall be the act of the Elders. Meetings of the Elders may be held within or without the State of Florida.

## ARTICLE VI

### Term of Existence

The term for which this corporation is to exist shall be perpetual.

## ARTICLE VII

### Registered Agent and Registered Office

The initial registered agent of this corporation shall be John A. Williams, Esq., and the initial registered office of this corporation shall be 101 E. Kennedy Boulevard, Suite 2700, Tampa, Florida 33602. This corporation shall have the right to change such registered agent and registered office as provided by law.

## ARTICLE VIII

### Incorporator

The name and address of the incorporator to these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
John A. Williams, Esq.	101 E. Kennedy Boulevard, Suite 2700 Tampa, Florida 33761

## ARTICLE X

### By-Laws

(a) Except as provided in the initial by-laws of the Church, the by-laws of the Church may be made, altered, or rescinded from time to time in whole or in part by a majority vote of the Elders of the Church present at any meeting of the Board of Elders duly called and convened;

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provided, however, that a quorum is present at the meeting of the Board of Elders and notice of the proposed action with respect to the by-laws shall have been mailed by the secretary to all of the members of the Board of Elders at least ten (10) days before the meeting.

(b) The by-laws of the Church shall be for the government of the Church and may contain any provisions or requirements for the management or conduct of the affairs and business of the Church, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of the State of Florida or of the United States.

## ARTICLE XI

### Amendment of Articles of Incorporation

These Articles may only be amended by resolution adopted by the majority vote of the entire Board of Elders of the Church. Ten (10) days advance notice of the amendment or amendments to be considered at such meeting shall have been given in writing by mail to each Elder prior to such meeting, or such notice shall have been waived in writing.

IN WITNESS WHEREOF, we have executed these Articles of Incorporation for the uses and purposes therein expressed this 30th day of December, 2002.

  
\_\_\_\_\_  
JOHN A. WILLIAMS, Incorporator

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**ACCEPTANCE OF SERVICE AS REGISTERED AGENT**

JOHN A. WILLIAMS, having been named as registered agent to accept service of process for the above-named corporation, at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 617.0503, Florida Statutes.

**DATED** this 30th day of December, 2002

  
JOHN A. WILLIAMS

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