

N03000000198

TRANSMITTAL LETTER

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 AUG 12 AM 7:47

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

SUBJECT: The Zadok Ministerial Fellowship, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

700007046797--5  
-08/12/02-01032-003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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

FROM: Elizabeth Willis  
Name (Printed or typed)

P.O. Box 330198  
Address

Atlantic Beach, FL 32233  
City, State & Zip

904-270-1334  
Daytime Telephone number

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

SE  
8/14



FLORIDA DEPARTMENT OF STATE  
Ken Detzner  
Secretary of State

January 9, 2003

ELIZABETH WILLIS  
P O BOX 330198  
ATLANTIC BEACH, FL 32233

SUBJECT: THE ZADOK MINISTERIAL FELLOWSHIP, INC.

This letter will confirm that due to a clerical error the above referenced corporation was incorrectly filed as a PROFIT(P02000087701) corporation. Please be advised, we have corrected our records to reflect this corporation as a NON PROFIT corporation and assigned new document number N03000000198 with the original file date of August 12, 2002.

Any annual reports/uniform business reports submitted this office should reflect the new document number.

We sincerely apologize for any inconvenience this error may have caused you.

Should you have any questions please feel free to contact this office at the address indicated below.

Sincerely,  
RoseAnn Varnadore  
Corporate Specialist Supervisor  
New Filings Section

Letter number: 603A00001187

## ARTICLES OF INCORPORATION

FILED  
CLERK OF STATE  
DIVISION OF CORPORATIONS  
02 AUG 12 AM 7:48

*The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation:*

### ARTICLE I NAME

The name of the corporation shall be:

The Zadok Ministerial Fellowship, INC.

### ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

645 Mayport Rd. P.O. Box 330198  
Atlantic Beach, FL 32233

### ARTICLE III PURPOSE

The specific purposes for which the corporation is organized are:

The corporation is organized as a Christian denomination to serve ministers and missionaries in the U.S. and abroad.

### ARTICLE IV MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is:

Directors shall be elected by majority vote at the annual  
meeting of the Board of Trustees.

### ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Dan Duke  
1130 Kings Rd.  
Neptune Beach, FL 32266

#### **ARTICLE VI INCORPORATOR**

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

Dan Duke  
1130 Kings Rd.  
Neptune Beach, FL 32266

#### **ARTICLE VII TRUSTEES**

The number of the trustees constituting the initial Board of Trustees of the corporation is three (3), and the names, addresses, and offices of the persons who are to serve as the initial directors are:

1. Dan Duke, President  
1130 Kings Rd. Neptune Beach, FL 32266
2. Samuel Greene, Vice President  
14354 Sandy Run Lane North Jacksonville, FL 32224
3. Robert Goyette, Secretary/Treasurer  
134 Old Church Street Fernandina Beach, FL 32034

#### **ARTICLE VIII**

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 1954, as amended, or any superseding statute thereto, and such purposes shall include the following:

- (a) Christian

- (b) To organize a Christian Church denomination for the purpose of organizing, assembling, overseeing, and ordaining qualified candidates into the Christian ministry.
- (c) Promote and encourage, through the ministry of the Organization, cooperation with other Organizations ministering within the community.
- (d) 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.
- (e) To hold concerts, campmeetings, crusades, and other events, both indoor and outdoor, for the purpose of drawing men to Christ.
- (f) To establish schools and to educate others on an individual basis in music, Biblical studies, and general academic education.
- (g) To travel both nationally and abroad doing the previously mentioned works of this ministry.
- (k) To train ministers for the work of the ministry and license and ordain such ministers after trained.

#### **ARTICLE IX**

In accordance with and in addition to the powers conferred by the laws of the State of Florida the Non-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 the public media, including electronic broadcasting, AM and FM radio,

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telecasting, microwave distribution, closed circuit transmission, and cable television.

- (e) To acquire, own, and operate such broadcasting and/or telecasting facilities.
- (f) To issue annuities and to enter into gift-annuity contracts.
- (g) To accept property and donations in trust for religious or charitable purposes.
- (h) 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.

## **ARTICLE X**

The Zadok Fellowship is not organized for pecuniary gain or profit, nor shall it have any power to issue certificates of stock or declare dividends, and no part of its net earnings shall inure to the benefit of any members, directors, trustees or individuals, except that The Trustees shall be authorized and empowered to pay and to be paid a reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the articles hereof. No substantial part of the activities of The Zadok Fellowship shall be the carrying on of propaganda or otherwise attempting to influence legislation, and The Zadok Fellowship shall not participate in or intervene in (including the publishing or distribution of statements) a political campaign. Notwithstanding any other provisions of these Articles, The Zadok Fellowship shall not carry on any other activities not permitted to be carried on by:

- (a) 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) 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).
- (c) In the event of the dissolution of this Corporation, or in the event it shall cease to carry out the objectives and purposes herein set forth, all of the business, property and assets of the Corporation shall go and be distributed to such Non-Profit Corporation qualifying as an Organization exempt under the provisions of section 501 (c) (3) of the Internal Revenue Code of 1954, as amended, or any superseding statute thereof, and as an Organization qualifying as a public charity under the provisions of Section 509 (a) (1) or 509 (a) (2) of the Internal Revenue Code of 1954, as amended, or any superseding statute, as the Directors or Trustees of the Corporation may select and designate; and in no event shall any of said assets or property, in the event of dissolution thereof, go or be distributed to members, either for the reimbursement of any sum subscribed, donated or contributed by such members, or for any other such purpose. Any such assets not so disposed of shall be disposed of by the District Court of the County in which the principal office of the Corporation is located, exclusively for such purposes, or the Organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

## **ARTICLE XI**

The business and property of the Corporation shall be managed by a Board of three (3) Directors (Trustees). 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. 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 Jacksonville, FL on the first Monday of October in each year at the hour of 7:00 P.M. of such day, or as soon thereafter in each year as possible for the Trustees to call such meeting; and any special meetings may be held at such time as the Trustees may determine, and all meetings shall be held at the offices of the Corporation in Jacksonville, FL.

- (c) 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 personal Savior, and who shall further profess their belief in the purposes of this organization as set forth 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, 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 tests and qualifications for entrance into the ministry of the Church, 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 Church authority possible for any Church or 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 all 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 and all such additional departments, associations, institutions, schools, mission stations, programs, and/or 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



and where within the United States of America and/or in any other country.

- (f) The Board of Trustees of the Zadok Fellowship 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/or 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 to the laws of the State of Florida.

## ARTICLE XII

The manner in which the Directors or Trustees of the Corporation shall be elected or appointed shall be governed by the provisions of these Articles of Incorporation.

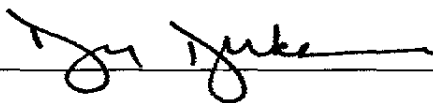
The Corporation shall be a sovereign body, and the regulation of the internal affairs of the Corporation shall be governed by the provisions of these Articles of Incorporation.

The place where the business of The Zadok Fellowship shall be transacted is Jacksonville, Florida where the principal office shall be.

Dated the 9th day of August, 2002

IN WITNESS WHEREOF, the undersigned being the incorporator of this corporation has executed these Articles of Incorporation.

*Signature of Incorporator,*

\_\_\_\_\_

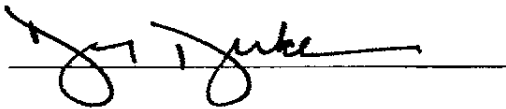
FILED  
CLERK OF COURT  
DIVISION OF CORPORATIONS

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### ACCEPTANCE BY REGISTERED AGENT

*Having been hereby named as registered agent and to accept service of process for the above stated corporation for at the place designated in this certificate, I hereby accept 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.*

Signature of registered agent,



August 9, 2008  
Date