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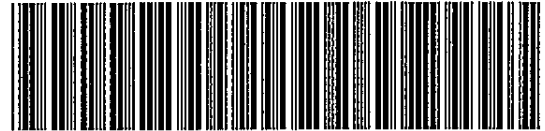
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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

04 APR 23 PM 2:39

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4/23/04

TRANSMITTAL LETTER

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

SUBJECT: All Grace Christian 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

FROM: Rev. Anthony JD Schwarz
Name (Printed or typed)

1017 North E Street
Address

Lake Worth, FL 33460
City, State & Zip

561-493-1050
Daytime Telephone number

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

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

04 APR 23 PM 2:39

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**ARTICLES OF INCORPORATION
OF
ALL GRACE CHRISTIAN MINISTRIES, INC.**

I, the undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, do hereby execute these Articles of Incorporation for the purpose of forming a corporation not-for-profit under the laws of the State of Florida.

ARTICLE I Name

The name of the corporation is ALL GRACE CHRISTIAN MINISTRIES, INC.

ARTICLE II Address

The principle address of the corporation is 1017 North E Street, Lake Worth, FL 33460

This address may be changed at any time as provided in the By-Laws without the requirement of an amendment to these Articles of Incorporation.

ARTICLE III Purpose

1. This corporation is organized exclusively for on or more of the purposes as specified in section 501(c) (3) of the Internal Revenue Code or the Corresponding section of any future Federal tax Code, 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 or the corresponding sections of any future Federal Tax Code.

2. Subject to Section I of this Article, the Specific purposes of this corporation are a follows:

All Grace Christian Ministries Inc. is dedicated to God in order to serve the Five Fold Ministries of Jesus the Christ and purposed to provide a safe, non-threatening, non-judgmental, non-political environment; through which this local Ministry may develop within God's Grace.

The objectives of this local Ministry shall be:

- A. To bind together people for the purpose of sharing in God's Grace through the worship of God and Service to all people serving through the Christian tradition to foster God's Will as dominant in the lives of all people both individually and collectively, as set forth in the Holy Scriptures.
- B. To establish bodies for instruction in theology and related subjects to extend the teachings of the Christian Faith.
- C. To instruct and encourage those who offer themselves to the teachings and philosophy of this local Ministry to promote the enrichment and strengthening of the individual faith journey of others and for the development of spiritual gifts in each to equip the Ministry as a whole to serve the Will of God in furthering the Gospel of Jesus Christ and offer works of service to All God's people.
- D. To do all things that are compatible with the Five Fold Ministries of Jesus the Christ offering other ministries reaching out to the Community at large.

3. In pursuit of the above purposes, this ministry will:

- A.. Hold appropriate public Worship Services;
- B. Provide educational programs in the Judeo-Christian Canonized Bible, the true and inspired Word of God
- C. Provide Counseling and other suitable ministerial and social services for its congregants
- D. Serve as an example to the community at large of the manifold blessings which result from the commitment of one's life to God, our Creator, Jesus the Christ, God's Son and to the Holy Spirit who dwells within us all.

4. This Corporation may take any and all actions which are necessary and proper to fulfill the above stated purposes.

ARTICLE IV Manner of Election

1. Directors of this Ministry will be appointed by the initial and or existing Board of Directors.

Article V Initial Directors

1. The number of directors constituting the initial Board of Directors known in the By-Laws as The Ministry of Elders is three (3) and the names and addresses of the persons who are to serve as initial directors are:

Rev. Dr. Jerry Stephenson
1737 NE 17th Street
Ft. Lauderdale, Fl. 33305

Rev. Dr. Jerry Stephenson
Signature/ Chairperson

Rev. Anthony JD Schwarz
1017 North E Street
Lake Worth, Fl. 33460

Rev. Anthony JD Schwarz
Signature/ Secretary

Rev. David Martin
6360 Moonstone Way
Delray Beach, Fl. 33484

Rev. David Martin
Signature/Treasurer

2. The method of appointment of directors after the initial directors shall be as stated in the By-Laws.

ARTICLE VI Initial Registered Office and Agent

1. The street address of the initial registered office of this corporation is 1017 North E Street, Lake Worth Fl. 33460 and the name of the initial registered agent of this corporation is Reverend Dr. Jerry Stephenson

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

Rev. Dr. Jerry L. Stephenson
Signature Registered Agent

4-18-03
Date

Rev. Anthony JD Schwarz
Signature Incorporator

4-18-03
Date

ARTICLE VII Incorporator

1. The name and address of the Incorporator is:

Rev. Anthony JD Schwarz
1017 North E Street
Lake Worth, Fl. 33460

Membership

1. There will be no membership of this corporation. The By-Laws shall provide for membership within this ministry.

ARTICLE IV Term of Existence

1. The term of existence of this corporation is perpetual.

ARTICLE VIII By-Laws

The initial By-Laws of this Ministry shall be adopted by a unanimous vote of Board of Directors of this ministry present at the initial Board of Director meeting set for that purpose. Thereafter, the By-Laws may be amended, modified, hanged or revoked in accordance with the procedure set forth in the By-Laws.

ARTICLE IX Amendments

These Articles of Incorporation may be amended by the affirmative action of Ministry of Elders of the Ministry at any Special Meeting called for that purpose. The Secretary shall submit the proposed amendment or amendments in writing to the Ministry of Elders at least two weeks (2) prior to the Special Ministerial Meeting.

ARTICLE X Negation of Pecuniary Gain

This corporation is not organized for pecuniary profit. It shall not have power to issue Certificates of Stock, or declare dividends. No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, directors or offices of the members of the corporation or other private persons or entities, 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 purpose set forth in Article II hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, 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 not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code or the corresponding sections of any future Federal Tax Code or by a corporation whose contributions are deductible under Section 170 (c) (2) of the Internal Revenue Code or the corresponding section of any future Federal Tax Code.

ARTICLE XI Dissolution of this Corporation

Upon the dissolution of this corporation in accordance with the provisions of chapter 617 Florida Statutes, the assets remaining after the payment of all liabilities and obligations of the corporation shall be distributed for one or more exempt purposes within the meaning of Sections 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 or a Local government for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction in the County in which the principle office of the corporation is then located exclusively for such purposes or to such organizations as said Court shall determined which are organized and operated exclusively for such purpose.

Subscribed to the 18 day of April 2004


Reverend Anthony JD Schwarz
Incorporator