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TRANSMITTAL LETTER

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

SUBJECT: Free Indeed 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: Kimberly Fedele
Name (Printed or typed)

600 Peachtree Street, Suite 5200
Address

Atlanta, Georgia 30308
City, State & Zip

(404) 885-3676
Daytime Telephone number

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

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AND
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04 NOV -1 PM 3:27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF
FREE INDEED MINISTRIES, INC.**

Article I.

The name of the corporation is Free Indeed Ministries, Inc. (the "Corporation").

Article II.

The Corporation shall be a nonprofit corporation under the provisions of the Florida Not For Profit Corporation Act. It shall be organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, (the "Code") or the corresponding provision of any future United States Internal Revenue Law. The specific purposes of the Corporation include, but are not limited to:

1. Providing faith-based counseling services for survivors of ritual abuse and severe trauma;
2. Training in life skills for reintegration of counselees into society;
3. To teach, preach, proclaim, publish, make known, distribute, and disseminate by oral, written or other means the Gospel of our Lord Jesus Christ and His Kingdom and all truths based upon, and contained within the Word of God, the Holy Bible, as interpreted by this Corporation;
4. To preserve a clear and separated testimony against idolatry, apostasy and corruption in the world;

5. To educate, teach, counsel and instruct all people by any and all means, about the doctrines, teachings and information contained in the Holy Bible and derived from this historic Christian Faith;
6. To act with charitable concern for, and to help all men in need of any help which this Ministry can give, regardless of race, social positions, or religious affiliations; and
7. To recognize, support and cooperate with various ministries established by God to equip believers to fulfill their respective functions as members of the body of Christ and to bring the whole body of Christ to maturity and completion.

In addition, the Corporation shall have all those general powers specified in §617.0302 and 304 of the Florida Not For Profit Corporation Act, including the power to do everything necessary, proper, advisable or convenient for the accomplishment of any of the purposes set forth herein, provided the same not be forbidden by the laws of the State of Florida. Notwithstanding anything herein to the contrary, the corporation shall exercise only such powers as are in furtherance of the exempt purposes of organization set forth in Section 501(c)(3) of the Code and the Regulations thereunder as the same now exist or as they may be hereafter amended from time to time.

Article III.

The Corporation is not organized and shall not be operated for pecuniary gain or profit. No part of the property or net earnings of the Corporation shall inure to the benefit of or be distributable to its directors, officers, trustees or other private persons, provided, however, 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.

It is intended that the Corporation shall have, and continue to have, the status of an organization which is exempt from federal income taxation under Code Section 501(c)(3). All terms and provisions of these Articles of Incorporation and the By-laws of the Corporation, and all authority and operations of the Corporation, shall be construed, applied and carried out in accordance with such intent.

Article IV.

The Corporation shall not have members.

Article V.

The initial registered office of the Corporation shall be 227 South Calhoun Street, Tallahassee, Florida 30301. The initial registered agent at such address is E. Dylan Rivers.

Article VI.

The street address of the initial principal office is 8818 Arlington Expressway, Suite-D, Jacksonville, Florida, 32211.

Article VII.

The mailing address of the Corporation is 2771-29 Monument Road, Suite-336 Jacksonville, Florida, 32225.

Article VIII.

To the fullest extent that the Florida Not For Profit Corporation Act, as it exists on the date hereof or as it may hereafter be amended, permits the limitation or elimination of the liability of officers or directors, no officer or director of the Corporation shall be personally liable to the Corporation or its members for monetary damages for breach of duty of care or other duty as an officer or director. No amendment to or repeal of this Article shall apply to or have any effect on the liability of alleged liability of any officer or director of the Corporation for or with respect to any acts or omissions of such officer occurring prior to such amendment or repeal.

Article IX.

The method of election of directors shall be stated in the bylaws.

Article X.

The names and addresses of the initial directors of the Corporation shall be as follows:

Dr. Preston T. Bailey	4300 S. Manhattan Ave Tampa, FL 33611
Valerie Flores	631 Ashcroft Landing Drive Jacksonville, FL 32225
Michele Shreve	3915 Grand Central Place East Jacksonville, FL 32246
Deanna Snell	3915 Grand Central Place East Jacksonville, FL 32246
Lawrence W. Stanfield, Ph.D.	1227 Baybreeze Drive Jacksonville, FL 32225

Lynne A. Stanfield, M.A.

1227 Baybreeze Drive
Jacksonville, FL 32225

Article XI.

Upon dissolution of the Corporation's affairs, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute, transfer, convey, deliver and pay over any of the assets of the Corporation received and held by the Corporation subject to limitations permitting their use only for charitable, educational and similar purposes to any other organization which qualifies to preserve the Corporation's nonprofit tax status under the Code and the Florida Not For Profit Corporation Act. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction for the county in which the principal office of the Corporation is located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated for such purposes.

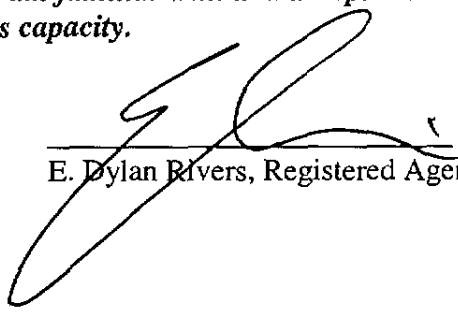
Article XII.

The name and address of the Incorporator of the Corporation is Kimberly A. Fedele, Esq., 600 Peachtree Street, N.E., Suite 5200, Atlanta, Georgia 30308.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 27th day of October, 2004.


Kimberly A. Fedele, Incorporator

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.


E. Dylan Rivers, Registered Agent