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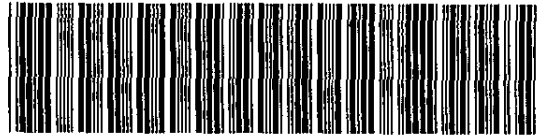
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Burch MAR 7 2006

**TRANSMITAL LETTER**

**October 25, 2005**

**Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL. 32314**

**Subject: In Vivo, Inc.**

**Enclosed is an original and one (1) copy of the organizations Articles of Incorporation and a check for \$ 87.50 for filling fee, certified copy and certificate.**

**From: In Vivo, Inc.  
912 Laurel Leaf Court  
Apopka, FL. 32712**



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 27, 2006

BILLY KENT PHILLIPS  
912 LAUREL LEAF COURT  
APOPKA, FL 32712

SUBJECT: IN VIVO, INC.  
Ref. Number: W06000004057

We have received your document for IN VIVO, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch  
Document Specialist  
New Filing Section

Letter Number: 406A00005852

ARTICLES OF INCORPORATION

OF

IN VIVO MINISTRIES, INC.

FEIN: 20-2915157

COMPTROLLER OF STATE  
TALLAHASSEE, FLORIDA

06 MAR -6 AM 8:32

FILED

*Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of incorporation. The following article(s) have been adopted.*

ARTICLE ONE

The name of said corporation is IN VIVO MINISTRIES, Inc., and its duration is perpetual.

ARTICLE TWO

The place in Florida where the physical address and mailing of the corporation is located is 912 Laurel Leaf Court, Apopka, FL. 32712. The registered Agent is Billy Kent Phillips.

ARTICLE THREE

This organization(s) is organized and operated exclusively for exempt purposes within the meaning of section 501 C (3) of the Internal Revenue Code of 1954, as amended including the following purposes:

1. IN VIVO MINISTRIES, Inc.

- (a) Religious
- (b) To establish a Ministry by the direction of God and under the leadership of the Holy Spirit in accordance with all commandments and provisions as set forth in the Holy Bible.
- (c) To hold itself out for the purpose of supporting, nurturing and assisting those with biblical training & development through the assistance of agencies, churches, ministries or otherwise specified organizations.
- (d) Through this ministry, the said corporation will minister to the faithful and to those who have not known Christ as savior of the world.
- (e) To promote, through this ministry, encouragement and cooperation with other organizations ministering within the community.

- (f) To teach through seminars, radio and other forms of mass media for the purpose of sharing the gospel of Jesus Christ in accordance with Mathew 28:18-20.
- (g) To acquire and hold such properties, either real or personal, for the purpose of expanding this ministry, as may be necessary, through the leadership of God.
- (h) To establish and operate a home Church, Discipleship Center and or any other Religious and Community Faith-Based Outreach establishments.

#### ARTICLE FOUR

The following persons serve said corporation as Officers and Trustees.

- |  |  |
|--|--|
| 1. Billy "Kent" Phillips<br>President of Corporation | 912 Laurel Leaf Court<br>Apopka, FL. 32712           |
| 2. Brenda Phillips<br>Vice President                 | 912 Laurel Leaf Court<br>Apopka, FL. 32712           |
| 3. Aaron Phillips<br>Treasurer                       | 1242 Woodridge Court<br>Altamonte Springs, FL. 32714 |
| 4. Danielle Schellenburg<br>Secretary                | 329 Garden Oak Court<br>Apopka, FL. 32703            |

The term trustees and director shall be used synonymously for the purpose of the bylaws for this corporation.

#### ARTICLE FIVE

The private properties of the trustees and members of the corporation shall be non-assessable and not be subject to payment of any corporate debts, nor shall the trustees or members of the corporation become individually or corporately liable or responsible for any debt or liabilities of the corporation. Notwithstanding any other provisions of these Articles, this corporation shall not carry on any other activities not permitted to be carried on by:

- (1) Corporation exempt from Federal Income Tax under section 501 C (3) of the Internal Revenue Code of 1954, (or the corresponding provisions of any future United States Internal Revenue Law).
- (2) Corporation, contributions to which are deductible under Section 170 (e) (2) of the Internal Revenue Code of 1954 ( or the corresponding provisions of any future United States Internal Revenue Law).

- a. The Board of Trustees may cause the corporation to solicit, collect, receive, accumulate, administer and disburse funds in such a manner as will, in the sole discretion of the Board of Trustees, effectively operate further purposes of the corporation.
- b. Upon dissolution of the corporation, the Board of Trustees shall, after paying or making provisions for the payment of liabilities of the corporation, dispose of all assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization(s) organized and operated exclusively for charitable, educational, religious, or scientific purposes or shall at the time qualify as an exempt organization(s) and a "public charity" under section 501 C (3) and 509 (a) (1) of the Internal Revenue Code of 1954 ( or the corresponding provisions of any future United States Internal Revenue Law), or to an organization contributions to which are deductible under section 170 (c) (2) of such code and regulations as they now exist or as they hereafter be amended, as the Board of Trustees shall determine. Such assets not so disposed of shall be disposed of by the highest trial court of the county in which the principal office of the corporation is located, exclusively for the purposes or to an organization(s) as said court shall determine, which are organized and operated exclusively for such purposes

#### ARTICLE SIX

This non-profit corporation is formed without any purpose of pecuniary profit and shall have no capital stock.

#### ARTICLE SEVEN

There shall be a Board of Trustees who shall consist of members of the organization who are at least twenty-one years of age or older, and shall be elected at the annual meeting. The Board of Trustees shall consist of a President who is presently Billy Kent Phillips, President and Brenda Phillips Vice-president. Each Trustee shall serve until such time that the President and Vice President concur on any dissolution of their services. There shall be no limitation on terms of any of the Board of Trustees.

#### ARTICLE EIGHT

There shall be an annual business meeting in January in each and every year, subject to satisfaction of meeting date and the agenda as determined by the Presidents and Board of Trustees at least thirty days prior to the meeting. Only official members of the organization who are at least eighteen years of age or older and in good standing shall be entitled to vote at the annual business or organizational meetings. The President and Vice-President shall have sole power to appoint additional Pastors, Evangelist, Teachers, Prophets, Apostles, Ministers, Trustees and members into the organization and to remove names from the membership roll. The Board of Trustees shall assist in this proce

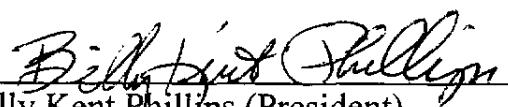
ARTICLE NINE

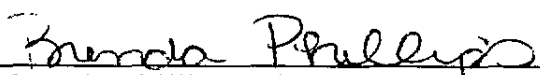
The President, Vice-president and Board of Trustees shall be empowered to call special meetings of the corporation whenever it is advisable according to their discretion and at least thirty days notice of such meeting and of their purpose shall be announced to all members of the corporation, and published in the organization newsletter. The President shall call a special organizational meeting upon written request of one-third of the members having power to vote, with notice such meeting announced to members of the organization and a notice shall be sent via US Mail or any other means of communication. This meeting shall be convened within thirty days after request is made to the President.


ARTICLE TEN

These Articles of Incorporation may be amended as necessary from time to time pursuant to the provisions of the laws of the State of Florida.

In WITNESS WHEREOF, we have signed these Articles of Incorporation of In Vivo MINISTRIES , Inc., and severally acknowledge same to be our act.

  
\_\_\_\_\_  
Billy Kent Phillips (President)

  
\_\_\_\_\_  
Brenda Phillips (Vice-President)

  
\_\_\_\_\_  
Aaron Phillips (Treasurer)

  
\_\_\_\_\_  
Danielle Schellenberg (Secretary)



Having been named as registered agent to accept service of process for the above stated corporation(s) at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in its capacity.

Billy Kent Phillips  
Billy Kent Phillips ( President )

Address:  
912 Laurel Leaf Ct.  
Apopka, FL 32712

Date: 2/7/06