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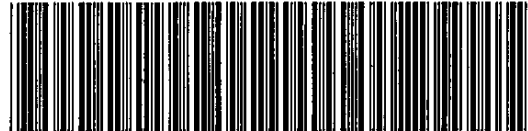
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TRANSMITTAL MEMORANDUM

TO: **FLORIDA DEPARTMENT OF STATE
CORPORATIONS DIVISION
P. O. BOX 6327
TALLAHASSEE, FL 32314**

DATE: December 13, 2006

RE: **POWER OF DELIVERANCE MINISTRIES**

FILE NO. W-58,909

DOCUMENTS OR PAPERS LISTED BELOW ARE ENCLOSED:

1. ORIGINAL ARTICLES OF INCORPORATION;
2. CHECK FOR \$78.75, COVERING:
\$35.00 FILING FEE
35.00 REGISTERED AGENT
8.75 CERTIFIED COPY

PLEASE TAKE THE FOLLOWING ACTION:

PLEASE FILE THE ARTICLES AND CERTIFY ONE COPY AND RETURN
IT TO THE UNDERSIGNED.

THANK YOU.

STENSTROM, McINTOSH, COLBERT, WHIGHAM & PARTLOW, P.A.
Attorneys at Law
Post Office Box 4848
Sanford, Florida 32772-4848
Telephone: (407) 322-2171
Orlando: (407) 834-5119
FAX: (407) 330-2379


FRANK C. WHIGHAM, ESQUIRE

**ARTICLES OF INCORPORATION
OF
POWER OF DELIVERANCE MINISTRIES, INC.
(A Florida Nonprofit Corporation)**

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The undersigned, desiring to associate for the purpose of forming a corporation not for profit under the provisions of Chapter 617, Florida Statutes, do hereby agree to the following:

ARTICLE 1- NAME AND LOCATION

The Name of this corporation is **POWER OF DELIVERANCE MINISTRIES, INC.**, of 297 McKay Blvd., Sanford, Florida 32771.

ARTICLE 2 - PURPOSES

The purposes for which the corporation is organized are:

To conduct a church in Seminole County, Florida in accordance with the precepts of the Holy Bible as adopted from time to time by **POWER OF DELIVERANCE MINISTRIES, INC.**, and to promote the spirit and teaching of Christianity; to provide a means and manner for its members to find spiritual guidance; to promote a spirit of brotherly love, friendship and benevolence and to promote the spiritual welfare of the congregation and its members.

In addition to the foregoing, the corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida, including the specific power and authority to engage in the following:

(a) To manufacture, purchase, or otherwise acquire; and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of; and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property and services, of every class, kind

and description.

(b) To conduct business in, have on or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property; including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries.

(c) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness; and execute such mortgages, transfers of corporate indebtedness as required.

(d) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

(e) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE 3 - MEMBERS

Any individual may become a member hereof by following the established procedure for admission to membership of the **POWER OF DELIVERANCE MINISTRIES, INC.**, as established in the By-Laws of the Corporation.

ARTICLE 4 - DURATION

The period of duration of the corporation shall be perpetual.

ARTICLE 5 - NONSTOCK CORPORATION

This corporation shall be nonstock, and no dividends or pecuniary profits shall be

declared or paid to the members thereof.

ARTICLE 6 - SUBSCRIBER - INCORPORATOR

The name and residence of the subscribers/incorporator is as follows:

NAME:

RESIDENCE:

JEROME C. LEWIS

297 McKay Blvd., Sanford, FL 32771

ARTICLE 7 - OFFICERS / DIRECTORS

The method of election or appointment of directors and officers shall be stated in the by-laws.

ARTICLE 8 - REGISTERED AGENT

The name of the initial Registered Agent of this corporation is **JEROME C. LEWIS**.
The street address of the initial registered office of this corporation is 297 McKay Blvd., Sanford, FL 32771.

ARTICLE 9 - BYLAWS

The bylaws of the corporation are to be made, altered or rescinded by the Board of Directors.

ARTICLE 10 - AMENDMENT

Amendments to the Articles of Incorporation may be proposed by the Board of Directors and adopted upon the majority vote of the Board of Directors.

ARTICLE 11

No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this corporation and upon dissolution of this organization, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed

to organizations which are qualified for exemption under Section 501 (c) (3) fo the Internal Revenue Code, or to the Federal Government, or to a state or local government, for a public purpose, none of the assets shall be distributed to any member, officer or trustee of this corporation. Notwithstanding any other provision of these articles, this corporation 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 provisions of any future United States Internal Revenue laws, or (b) a corporation, contributions to which are the deductible under Section 170 (c) (2) or the Internal Revenue Code of 1954, or any other corresponding provisions of any future United States Internal Revenue Law, and in addition, notwithstanding any other provisions of these articles, this corporation is formed exclusively for charitable and educational purposes.

IN WITNESS WHEREOF, the undersigned subscribing incorporator has executed these Articles of Incorporation, this 12 day of December, 2006.

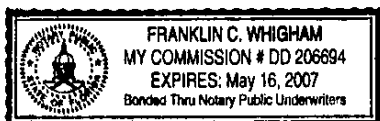
Jerome C. Lewis
JEROME C. LEWIS

STATE OF FLORIDA)
COUNTY OF SEMINOLE)

The forgoing Articles of Incorporation was acknowledged to me by JEROME C. LEWIS, who is personally known to me or who have produced Fla drivers license as identification and who did take an oath, this 12 day of December, 2006.

(Affix notary seal)

Franklin C. Whigham
Notary Public - State of Florida
Print Name: Franklin C. Whigham



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED:**

POWER OF DELIVERANCE MINISTRIES, INC.

The following is submitted in compliance with the provisions of Chapter 617 of the Florida Statutes:

FIRST: That **POWER OF DELIVERANCE MINISTRIES, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 297 McKay Blvd., Sanford, FL 32771; has named JEROME C. LEWIS of 297 McKay Blvd., Sanford, FL 32771, as its Registered Agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept services of process for the above entitled Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


JEROME C. LEWIS
Registered Agent

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