

NO7060000830

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

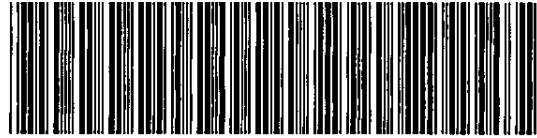
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500080905785

12/18/06--01031--005 **70.00

FILED
06 DEC 18 AM 3:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1/25/07
1006-54279
12/19/06



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 19, 2006

JOEL S TREUHART LAW OFFICES
2274 STATE ROAD 580 SUITE C
CLEARWATER, FL 33763

SUBJECT: THE CHURCH OF THE ENCOURAGING WORD AND SCRIPTURE
MINISTRIES, INC.
Ref. Number: W06000054279

We have received your document for THE CHURCH OF THE ENCOURAGING
WORD AND SCRIPTURE MINISTRIES, INC. and your check(s) totaling \$70.00.
However, the enclosed document has not been filed and is being returned for the
following correction(s):

The name of the entity must be identical throughout the document.

An effective date may be added to the Articles of Incorporation **if a 2007 date is
needed**, otherwise the date of receipt will be the file date. **A separate article
must be added to the Articles of Incorporation for the effective date.**

We received your electronically transmitted document. However, the document
has not been filed. Please make the following corrections and refax the
complete document, including the electronic filing cover sheet.

JOEL S. TREUHAFI LAW OFFICES

Professional Association

Joel S. TreuhafI, Attorney at Law
Admitted in Florida and Ohio

January 19, 2007

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

RE: Church of the Encouraging Word and Scripture Ministry, Inc.
Reference No. W060000054279

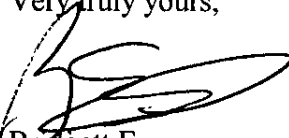
Dear Sir or Madam:

Enclosed please find the corrected Articles of Incorporation for the Church of the Encouraging Word and Scripture Ministry, Inc. Also enclosed please find the cover letter dated December 19, 2006 which sets forth the changes requested. We believe that the changes that you have requested have been properly made.

Please file the corrected Articles of Incorporation for the Church of the Encouraging Word and Scripture Ministry, Inc. with an effective date as of the date they were originally received by your office.

Thank you in advance for your anticipated cooperation with regard to this matter. If you have any questions or comments, please do not hesitate to contact me at your earliest convenience.

Very truly yours,


Bridgett Evans,
Assistant to:
Joel S. TreuhafI, Esquire

cc:
Client

J:\TLO\Clients\Encouraging Word Church\I. - Cover to State.20070119.wpd

JOEL S. TREUHAFT LAW OFFICES

Professional Association

Joel S. Treuhافت, Attorney at Law
Admitted in Florida and Ohio

December 15, 2006

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

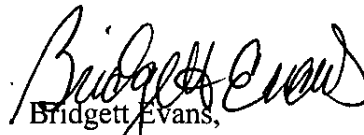
RE: Church of the Encouraging Word and Scripture Ministry, Inc.

Dear Sir or Madam:

Enclosed are an original and one (1) copy of the articles of incorporation for the Church of the Encouraging Word and Scripture Ministry, Inc. and a check no. 1003 in the amount of \$70.00 for the filing fee.

Thank you in advance for your anticipated cooperation with regard to this matter. If you have any questions or comments, please do not hesitate to contact me at your earliest convenience.

Very truly yours,


Bridgett Evans,
Assistant to:
Joel S. Treuhافت, Esquire

cc:
Client

J:\TLO\Clients\Encouraging Word Church\IL - Cover to State.121506.wpd

Articles of Incorporation of
The Church of the Encouraging Word and Scripture Ministries, Inc.
a Florida Not-For-Profit Corporation

The undersigned persons, acting as incorporators of a corporation not for profit under the Florida Not-For-Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following articles of incorporation for the corporation:

Article I.

The name of the corporation is **Church of the Encouraging Word and Scripture Ministries, Inc.**

Article II.

The corporation shall have perpetual duration.

Article III.

The corporation is a not-for-profit corporation. The purposes for which the corporation exists and its powers, under the authority of the session of the church and the form of government of the church and subject to the permission of the church when required, are as follows:

A. To be the corporation that the church has caused to be formed, pursuant to the form of government of the church to receive, hold, encumber, manage and transfer property and to facilitate the management of its civil affairs in such a manner as may be directed by its session from time to time and according to the form of government of the church.

B. To take, receive, hold, administer and dispose of all lands, tenements, rents, annuities, franchises, hereditaments, moneys, securities, income and property, real and personal, of any kind, which at any time or times in the past have been or which at any time and from time to time may in the future be given, granted, bargained, sold, released, devised, bequeathed, conveyed, transferred, assigned, set over or delivered by any person or persons, corporations, associations, trustees, foundations or other forms of organization, to the church or to this corporation or to the predecessors of either, or to their use or to the use of any of them, or in trust for them or any of them, or to them or any of them for the support of any work, activity, purpose, project or interest of the church or its predecessors, in which property of any kind the church or this corporation or the predecessors of either have or are intended to have any legal or equitable interest, present or future, vested or contingent.

C. To take over, administer, manage and supervise all civil affairs of the church, subject to the direction and authority of the session of the church.

D. To form, incorporate, terminate or dissolve civil agencies or corporations to carry out any of its purposes, which actions shall be reported to the session of the church, and to manage,

FILED
06 DEC 18 AM 8:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

supervise, control, direct and maintain such civil agencies or corporations. Each such civil agency or corporation shall have the same relationship to the church as this corporation has.

E. To serve as an agency of the church in the presentation of the needs and work of the church.

F. To exercise all the powers conferred by law upon corporations not for profit, to the extent that such powers are not in conflict with the purposes of the corporation nor with the directions or policy of the church.

G. To operate exclusively for such religious purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 or corresponding provisions of any future United States internal revenue law.

H. This corporation will 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 any other corresponding provision of any future United States internal revenue law.

I. This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene by publication or distribution of any statements in any political campaign on behalf of any candidate for public office.

Article IV.

The corporation shall have a membership distinct from the board of directors. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collecting dues and assessments shall be as regulated in the bylaws.

Article V.

The street address of the initial registered office of the corporation is 4714 W. Estrella St., City of Tampa, County of Hillsborough, State of Florida. The name of its initial registered agent at that address is Darrell R. Upshur.

Article VI.

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be not less than three; provided, however, that the number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

The directors named here as the first board of directors shall hold office until the first meeting of members, to be held on December 12, 2006, at 6:00 P.M., at 4714 W. Estrella St., City of Tampa, Hillsborough County, State of Florida, or at such other place as may be mutually agreeable at which time an election of directors shall be held.

Directors elected at the first annual meeting shall have staggered terms. Director One shall have a term of three years Director Two shall have a term of two years and the Director Three shall have a term of one year. At all subsequent times, Directors shall serve for a term of 3 years. A Director or Directors shall serve until the qualification of the successor(s) in office. Annual meetings shall be held at 6:00 P.M., on the Third Saturday of April of each year at the principal office of the corporation, or at any other place or places designated by the board of directors by resolution.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members of the board individually or collectively consent in writing to the action. Written consent or consents shall be filed with the minutes of the proceedings of the board, and any action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action taken in this manner shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation and bylaw of this corporation authorize the directors to act in this manner. This statement shall be prima facie evidence of the directors' authority.

The names and residential addresses of the persons who are to serve as the initial directors are:

Name	Residential Address
Henry L. Dunlap	4714 W. Estrella St.; Tampa, Florida 33629
Darrell R. Upshur	14535 Bruce B. Downs Blvd.; Tampa, Florida 33613
Tammie King	2026 E Bearss Avenue, #1208; Tampa, Florida 33613

Article VII.

The name and address of each incorporator are:

Name	Residential Address
Karen L. Dunlap	4714 W. Estrella St.; Tampa, Florida 33629
Darrell R. Upshur	14535 Bruce B. Downs Blvd.; Tampa, Florida 33613
Tammie King	2026 E Bearss Avenue, #1208; Tampa, Florida 33613

Article VIII.

The board of directors shall elect the following officers: President, Vice President, Secretary, Treasurer, Pastor, and any other officers which the bylaws of this corporation authorize the directors to elect. Initially, officers shall be elected at the first annual meeting of the board of directors. Until that election is held, the following persons shall serve as corporate officers:

<u>Office</u>	<u>Name</u>
President:	Darrell R. Upshur
Vice President:	Darrell R. Upshur
Secretary:	Tammie King
Treasurer:	Tammie King
Pastor:	Henry L. Dunlap

Article IX.

Subject to the limitations contained in the bylaws and any limitations set forth in the Florida Not-For-Profit Corporation Act described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth in the bylaws.

Article X.

The property of this corporation is irrevocably dedicated to religious and charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member, or to the benefit of any private individual.

Article XI.

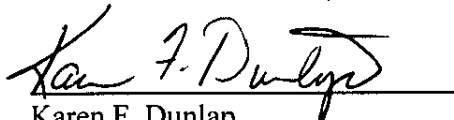
On the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit fund,

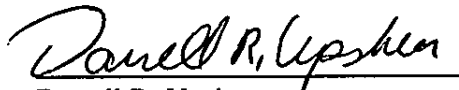
foundation, or corporation which is organized and operated exclusively for religious and or charitable purposes and which has established its tax exempt status under 26 U.S.C.A. § 501(c)(3), or corresponding provisions of any subsequent federal tax laws.

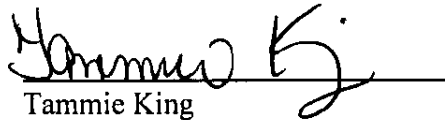
Article XII.

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two-thirds vote of a quorum of members of the corporation.

We, the undersigned, being the incorporators of this corporation, for the purpose of forming this not for profit charitable corporation under the laws of Florida, have executed these articles of incorporation on November 28, 2006.


Karen F. Dunlap
Incorporator

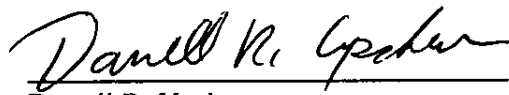

Darrell R. Upshur
Incorporator


Tammie King
Incorporator

FILED
06 DEC 18 AM 8:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Darrell R. Upshur
Registered Agent