

Division of Corporations

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Division of Corporations
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FLORIDA PROFIT/NON PROFIT CORPORATION**TOUCH OF GRACE MINISTRIES, INC.**

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January 24, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

BURKE AND BLUE, P.A.

SUBJECT: TOUCH OF GRACE MINISTRIES, INC.
REF: W07000003882

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

You must list at least one incorporator with a complete business street address.

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P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION

OF

Touch of Grace Ministries, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2007 JAN 24 PM 2:33

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THE UNDERSIGNED, for the purpose of forming a not-for-profit corporation under Chapter 617, *Florida Statutes* (2006), pursuant to the Florida Not-for-Profit Corporation Act, hereby certify:

1. **Name.** The name of the proposed corporation (hereinafter called "the Corporation") is Touch of Grace Ministries, Inc.

2. **Purpose.** (a) The Corporation shall be a not-for-profit corporation under Sections 617.01207 et. seq. of the Not-for-Profit Corporation Law. The purposes for which the corporation is to be formed are exclusively to receive and administer funds for religious, educational, and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 and to that end to hold any property, or any undivided interest in property, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation without limitation, except such limitations as may be contained in the instrument under which such property is received, this Certificate of Incorporation, the Bylaws of the Corporation, or any applicable laws; to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Not-for-Profit Corporation Law. The specific purposes of the Corporation shall be for the benefit of i) Christian ministries, ii) Christian educational institutions (post high school), iii) Christian church activities and support, iv) Christian ministerial publications, and v) such other qualified 501(c)(3) entities as may be designated by the Board of Directors from time to time. The policies, doctrines and teachings of the Corporation shall be made in accordance with the Word of the Holy Bible and the denominational designation of the Southern Baptist Convention.

(b) No part of the net earnings of the Corporation shall inure to the benefit of any director, trustee, officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no director, trustee, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not

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participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

(c) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(d) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(e) The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue code of 1986, or corresponding provisions of any subsequent federal tax laws.

(f) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(g) The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(h) Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as they now exist or as they may be amended.

(i) Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to charitable, religious, scientific, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be amended.

3. Principal Office and/or mailing address: Incorporator. The office and/or mailing address of the Corporation is to be located in Lynn Haven, Bay County, Florida at 701 Harvard Blvd., Lynn Haven, Florida 32444. The Incorporator of the Corporation is DAVID CRAIG CONNER of 701 Harvard Blvd., Lynn Haven, Florida 32444.

4. Territory. The territory in which the operations of the Corporation are principally to be conducted is the United States of America, and its territories and possessions, but the operations of the Corporation shall not be limited to such territory.

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5. Directors. The names and addresses of the initial directors until the first annual meeting of the Corporation are:

<u>Name</u>	<u>Address</u>
DAVID CRAIG CONNER	701 Harvard Blvd. Lynn Haven, FL 32444
ROGER CLARK, SR.	2106 Alamo Street Panama City, FL 32405
STEVE WILSON, II	2440 Pretty Bayou Blvd. Panama City, FL 32405

The Corporation shall have as a minimum three (3) directors and a maximum of six (6) directors. The Directors of the Corporation shall be elected as set forth in the By-Laws of the Corporation.

6. Members. The Corporation shall have no members.

7. Officers. The Officers of the Corporation shall consist of a President, Vice-President, Secretary and Treasurer. Officers shall be elected by the Directors as set forth in the By-Laws of the Corporation. Any one person may serve as more than one officer except the offices of President and Secretary must be held by different persons.

In witness whereof the undersigned has signed this Certificate of Incorporation on January 19th 2007.


DAVID CRAIG CONNER

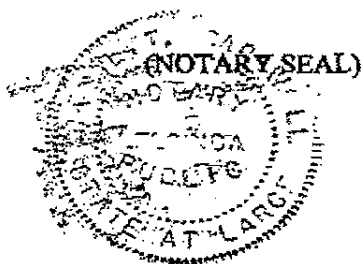
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STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 19th day of January, 2007, by
DAVID CRAIG CONNER. He (notary must check applicable box):

- ☒ is personally known to me.
☐ produced a current Florida driver's license as identification, No. _____
☐ produced _____ as identification.



Carol T. Carswell
CAROL T. CARSWELL
(Print Name)
Notary Public
Serial # _____
My Commission Expires: _____
CAROL T. CARSWELL
Notary Public - State of Florida
Comm. Expires Mar. 25, 2007
Commission No. DD 190077

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

IN PURSUANCE OF CHAPTER 48.901, who Florida Statutes, the following is submitted,
in compliance with said Act:

FIRST, that Touch of Grace 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 Lynn Haven, County of Bay, State of Florida, has named EDWARD A. HUTCHISON, JR., located at 221 McKenzie Avenue, Panama City, County of Bay, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

HAVING been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept the Act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



EDWARD A. HUTCHISON, JR.
(Resident Agent)

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