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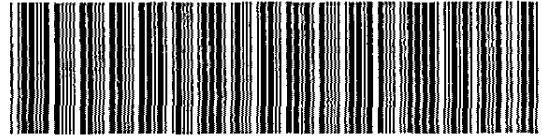
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07 MAR -2 AM 9:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

3/6/07

## COVER LETTER

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

SUBJECT: ABC Sunrise Ministries, Incorporated  
(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: Gail B. Spivey  
Name (Printed or typed)

1503 East U.S. 90  
Address

Maccleenny, FL 32063  
City, State & Zip

904-259-3491  
Daytime Telephone number

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

## **ABC SONRISE MINISTRIES, INC.**

**FILED**  
07 MAR -2 AM 8:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Article of Incorporation** of the undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of the State of Florida, do hereby certify:

### **Article I - Name**

The name of the Corporation shall be ABC SonRise Ministries, Incorporated. (The letters, "ABC" stand for: "A Better Christian".)

### **Article II - Location, Mailing Address**

The place in this state where the principal office of the Corporation is to be located is the City of Macleenny, Baker County, Florida:

**ABC SonRise Ministries, Inc.  
1503 East U. S. 90  
Macleenny, Florida 32063**

### **Article III - Mission**

The mission of this organization is to continue the healing ministry of Jesus Christ by providing Christian support, education, classes, meetings, and/or materials and facilities while providing accessible services to individuals and families by (but not limited to) encouraging the ability to learn, develop, grow, and to improve the individual's or family's quality of life and/or ability to cope and solve problems.

### **Article IV - Purpose**

Said corporation is organized exclusively for charitable, religious, educational, and/or scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

### **Article V - Objective**

The objective of this organization is to model the dedication to make a difference – one life at a time.

## **Article VI – Trustees**

The name(s) and addresse(s) of the person(s) who is (are) the initial trustee(s) of the corporation is (are) as follows:

**Gail B. Spivey  
1503 East U. S. 90  
Macclenny, Florida 32063**

## **Article VII – Officers and Their Duties**

**Section 1.** The officers of this organization shall be: President, Vice President, Secretary, and Treasurer. Additional officer(s) may be added as the need arises.

**Section 2.** The President shall:

- (a) Preside at all meetings of the organization and Executive Board and have general supervision of the work and activities of the organization;
- (b) Appoint officers and committees which shall be approved by the Executive Board;
- (c) Serve as ex-officio member of all committees, except the Nominating Committee;
- (d) Sign checks in the absence of the Treasurer;
- (e) Serve as the liaison between the organization and the community;
- (f) Appoint a Parliamentarian (when necessary) who shall not be a voting member of the Executive Board;
- (g) Appoint other officers and committees (whenever necessary).

**Section 3.** The Vice President(s) shall:

- (a) Assist the President with all duties.
- (b) Perform in their order the duties of the President in her/his absence or inability to serve, and other duties as may be assigned by the President.

**Section 4.** The Secretary shall:

- (a) Record and keep all minutes of the organization and make them available at all meetings;
- (b) Conduct the correspondence of the organization.

**Section 5.** The Treasurer shall:

- (a) Be custodian of and receive all funds of the organization;
- (b) Pay all bills authorized by the organization;
- (c) Keep account of all transactions and provide copies for review at all meetings;
- (d) Forward required dues and fees to appropriate governmental agencies.

**(Article VII, Section 5 Continued)**

- (e) Provide the books of the Treasurer to a three (3) member Audit Committee at the end of the fiscal year.

**Section 6.** All officers and committee chairpersons shall deliver all records, files, and properties of the organization to their successors within one (1) month after vacating their respective position.

**Article VIII – Executive Board**

**Section 1.** The Executive Board shall consist of the Officers of this organization and any individual who is deemed by the Executive Board to deserve the position by having acted in a manner consistent with the purposes of this organization. Such person shall be seated upon a unanimous vote of the Executive Board.

**Section 2.** The Executive Board shall have the authority to:

- (a) Transact any necessary business between organization meetings;
- (b) Change a meeting date in an emergency;
- (c) Make recommendations as to the organization's policies;
- (d) Advise the President, and
- (e) Fill vacancies, other than the office of President, for an interim period not to exceed sixty (60) days, until the vacancy is filled by appointment by the President or by a unanimous vote of the Executive Board.

**Section 3.** The Executive Board shall meet at the call of the President or upon the request of a majority of the members of the Executive Board.

**Article IX – Appointments and Dismissals: Committees/Officers**

**Section 1.** The President shall designate special appointments and appoint standing committees.

**Section 2.** Special committees shall be appointed by the President subject to approval of the Executive Board.

**Section 3.** All committees shall file, in a written report, with the Secretary in a timely manner and give verbal reports when requested by the President.

**Section 4.** Any officer or board member can be dismissed due to a failure to demonstrate Christian charitable activities deemed to be within the best interests of this organization and the people we serve, or for activities that do not further the purposes of the organization. Such dismissal requires a unanimous vote of the Executive Board.

### **Article X – Parliamentary Authority**

Robert's Rules of Order, newly revised, shall govern all meetings except where inconsistent with the provisions and Bylaws of the organization.

### **Article XI – Amendments**

**Section 1.** The Bylaws of the organization may be amended at any general or special meeting called for the purpose, provided the proposed amendment has been presented to the Executive Board at least 30 days prior to the meeting at which it is voted upon.

**Section 2.** Only members of the Board in good standing (present for the previous five meetings) may vote. A unanimous vote of the Executive Board is necessary for an amendment to be changed or added.

### **Article XII – Distribution of Funds/Activities Statement**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services and/or expenses rendered and to make payments and distributions in furtherance of the purposes set forth in Article Fourth hereof. 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 participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code; nor shall this corporation except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

### **Article XIII – Dissolution Statement**

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such

**(Article XIII Continued):**

assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

In witness whereof, we have hereunto subscribed our names this 27<sup>th</sup> day of February 2007.

**President and Treasurer:**

Gail B. Spivey  
1503 East US 90  
Macclenny, Florida 32063

Gail B. Spivey

**Vice President:**

Cyndi Ray  
6025 Deercreek Land  
Macclenny, Florida 32063

Cyndi Ray

**Secretary:**

Callie B. Crews  
85 North Fourth Street  
Macclenny, Florida 32063

Callie B. Crews

**FILED**  
07 MAR -2 AM 8:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Registered Agent/Incorporator:**

Signed: Gail B. Spivey Date: 02/27/07  
Registered Agent  
Gail B. Spivey Registered Agent  
Gail B. Spivey  
1503 East US 90  
Macclenny, Florida 32063

Signed: Gail B. Spivey Date: 02/27/07  
Incorporator  
Gail B. Spivey  
1503 East US 90  
Macclenny, Florida 32063