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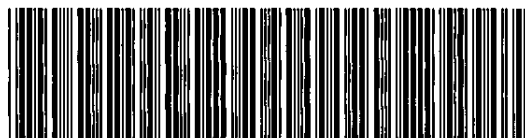
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**DATE: 06-22-07**

**NAME: NEXT GENERATION INSTITUTE, INC.**

**TYPE OF FILING: ARTICLES OF ORGANIZATION**

**COST: CK FOR \$78.75 ATTACHED**

**RETURN: CERTIFIED COPY**

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# **ARTICLES OF INCORPORATION**

## **OF NEXT GENERATION INSTITUTE**

**To the Secretary of State, State of Florida.**

I, the undersigned natural person of the age of 18 years or more, acting as incorporator for the purpose of creating a not for profit corporation under the laws of the State of Florida, as contained in Chapter 617 of the Florida Not for Profit Corporation Act and the several amendments thereto, do hereby adopt the following Articles of Incorporation.

### **Article I. Name**

The name of this corporation is Next Generation Institute, Inc., and it is hereinafter referred to in these Articles of Incorporation as "the corporation".

### **Article II. Nature and Duration**

This corporation shall be without stock, and no dividends or pecuniary benefits shall be paid to any members thereof. The Directors shall be the members of the corporation. The period of duration of the corporation shall be perpetual.

### **Article III. Principal Office and Mailing Address**

The address of the principal office and mailing address of the corporation is 2342 Westminster Terrace, Oviedo, FL 32765.

### **Article IV. Registered Agent and Office**

The registered agent shall be David W. Welday III, 2342 Westminster Terrace, Oviedo, FL 32765.

### **Article V. Incorporators**

The incorporator of the corporation consists of the following person:

David W. Welday III 2342 Westminster Terrace, Oviedo, FL 32765

### **Article VI. Board of Directors**

The business and affairs of the corporation shall be managed by the Board of Directors, which shall consist of no fewer than three and not more than eighteen directors.

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Their manner of selection, classes of Directors and terms shall be set forth in the bylaws of the corporation. The term of office of the initial Board of Directors shall be from the inception of the corporation until the first annual meeting. The names and addresses of the initial directors and officers of this corporation are as follows:

<u>Name</u>	<u>Address</u>	<u>Title</u>
David W. Welday III	2342 Westminster Terrace Oviedo, Florida 32765	Director/ President/ Secretary/ Treasurer
Hal Donaldson	1445 N Boonville Avenue Springfield, MO 65802	Director
Hugh "Ozzie" Mills	7910 Crescent Executive Drive Suite 500 Charlotte, NC 28217	Director
Rev. Thomas E. Trask	5192 S. Aviemore Drive Springfield, MO 65809	Director

#### **Article VII. Purposes**

**A.** The corporation is organized exclusively for charitable, religious, educational, and 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. The purpose of the corporation is to share the Gospel of Jesus Christ with as many people as possible using any effective means. Specifically, the corporation is organized to provide training and resources to individuals and organizations interested in the well being of children. The stated mission of the corporation is "To help this generation of young people embrace God's purpose for their lives, know His presence in their lives and experience His power flowing through their lives."

**B.** To the extent necessary to carry out such purposes, the corporation:

- 1.** Shall have all powers given to and possessed by a corporation organized under The General Not for Profit Corporation Law of Florida;
- 2.** Shall have the specific power to hold property of any nature in trust for itself or the carrying out of any of its authorized purposes;
- 3.** Shall have the power to conduct its activities in any state, territory, district or possession of the United States and any foreign country, subject, however to the laws of

Florida, or any restrictions under federal law, and insofar as such jurisdictions respectively permit.

4. May engage in any lawful activity within the purposes for which the corporation may be organized which are incidental to and in furtherance of the foregoing exempt purposes except as restricted herein; provided, however, that 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 to make payments and distribution in furtherance of the purposes set forth in the Article 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 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 of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by any corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

5. If the corporation is, or shall ever be, classified as a "private foundation", as defined in Section 509(a) of the Code, the following provisions shall apply for so long as it remains a private foundation: (a) the corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Code, (b) the corporation will distribute its income for each tax 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 Code, (c) the corporation will not retain any excess business holdings as defined in Section 4943(c) of the Code, (d) the corporation will not make any investments in such manner as to subject it to tax under Section 4944 of the Code, and (e) the corporation will not make any taxable expenditures as defined in Section 4945(d) of the Code.

#### **Article VIII. Dissolution**

Upon the dissolution of the corporation, the board of directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, distribute the assets of the corporation to The General Council of the Assemblies of God, or its successor, provided that such organization is organized and operated exclusively for religious or charitable purposes and shall at that time qualify as an exempt organization or organization under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Revenue law), as the board of directors shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

### Article IX. Bylaws

Provisions for the regulation and management of the affairs of the corporation shall be determined and fixed by the bylaws as adopted by the Board of Directors which may contain provisions not inconsistent with the law and these Articles.

### Article X. Amendments

These Articles may be amended at any regular or special meeting of the Board of Directors by two-thirds (2/3) vote of the Board, provided that before they may be amended by regular or special meeting of the Board, the specific amendment to be proposed shall be stated in the call for the regular or special meeting. At least ten (10) days notice shall be given in writing to each member of the Board of any proposed meeting of the Board of any proposed amendment to these Articles at either a regular or special meeting of the Board; such notice shall in each case designate the time and place of such meeting. Such amendments shall not be effective unless and until ratified by the Executive Presbytery.

IN WITNESS WHEREOF, the incorporator has hereunto subscribed his name this 26th day of June 2007.

Incorporator:

David W. Welday III

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TALLAHASSEE, FLORIDA

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### ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity and comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent, including the provisions of Section 48.091 of the Florida Statutes. I am familiar with and accept the duties and obligations of Section 617.0503 of the Florida Statutes.

David W. Welday III, Incorporator

Date: June 20, 2007

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