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SECRET  
TALLAHASSEE, FLORIDA

07 AUG 27 PM 2:02

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W07-38801

McKnight AUG 27 2007

**Rev. Darby Neptune**  
**NEPTUNE MINISTRIES**  
1999 Kings Highway #21-C  
Port Charlotte, Florida 33980  
(941) 235-7877

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

July 24, 2007

SUBJECT: NEPTUNE MINISTRIES, INC.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$78.75 (filing fee of \$35, designation of registered agent of \$35, and certificate of status of \$8.75) made payable to the Department of State.

Thank you for your assistance in this matter.

Sincerely,

  
Rev. Darby Neptune



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

August 9, 2007

REV. DARBY NEPTUNE  
1999 KINGS HIGHWAY #21-C  
PORT CHARLOTTE, FL 33980

SUBJECT: NEPTUNE MINISTRIES, INC.  
Ref. Number: W07000038801

We have received your document for NEPTUNE MINISTRIES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

The registered agent must sign accepting the designation.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight  
Document Specialist  
New Filing Section

Letter Number: 807A00048905

**ARTICLES OF INCORPORATION  
OF  
DARBY NEPTUNE MINISTRIES. INC.  
1999 Kings Highway #21-C  
Port Charlotte, Florida 33980**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

07 AUG 27 PM 2:02

APPROVED  
AND  
FILED

***KNOW ALL PEOPLE BY THESE PRESENTS:***

That we, the undersigned, for the purpose of forming a corporation under the laws of the State of Florida relating to benevolent, religious, scientific, educational, and miscellaneous association, have entered into and do hereby adopt the following Articles of Incorporation:

**ARTICLE I** **Name**

The name of the corporation is Darby Neptune Ministries, Inc. (the "Corporation").

**ARTICLE II** **Location**

The principal office and location of the Corporation is 1999 Kings Highway #21-C, Port Charlotte, Florida 33980.

**ARTICLE III** **Purposes**

The Corporation is organized exclusively for charitable, educational, or religious purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1954, as amended (the "code"), and more specifically:

- A. Religious charitable and educational to conduct religious services and activities according to the rules, regulations, usages and discipline of the Association of Unity Churches International, a non-profit corporation organized and existing under the laws of the State of Georgia, with headquarters located at 401 SW Oldham Parkway, Lee's Summit, MO 64081; and to cultivate social interaction among its members and to assist in improving the moral and spiritual conditions of humanity.
- B. To purchase and sell such literature, including magazine, pamphlets and books as in the opinion of the Board of Directors and the Minister(s) would be for the futherance of its purposes and causes and which would meet with the approval of the Association of Unity Churches International.
- C. To receive love offerings and contributions, to receive, manage, take and hold real, personal and/or mixed property by gift, grant, devise or bequest, and to sell or dispose of the same for the benefit of this Corporation.

- D. To purchase or sell, hypothecate, mortgage, and lease such real and personal property as may be necessary for the purpose of the Corporation, and to execute deeds, contracts, agreements and obligations, the purposes whereof are consonant with the laws of the State of Missouri under which this Corporation is formed, and to accept and execute any trust; the purpose whereof is lawful and to do each and every thing necessary, suitable, or proper for the accomplishment of any of the purposes herein enumerated, or which may at any time appear conducive or expedient for the benefit or protection of this Corporation.
- E. No part of the net earnings of the Corporation shall inure to the benefit of any members, officer, director, or incorporator of the corporation, but the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation (except to the extent permitted by the Code), and the Corporation shall not participate in or intervene in (including the publication or distribution of statement) any political campaign on behalf of any candidate for public office.
- F. Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall have all the powers to carry out any and all activities in furtherance of any purpose for which a corporation may be organized, except to the extent that any power or purpose would not be permitted to be carried on:
  - 1. by an organization exempt from Federal Income Taxation under Section 501 of the code, or the corresponding provision of any future Federal Income Tax Law, by reason of being described in Section 501 (c) (3) of the Code:
  - 2. by a corporation, contributions to which are deductible under Section 170(a) of the Code by reason of such corporation being described in Section 170 (c) (3) of the Code.

#### **ARTICLE IV**

#### **Election or Appointment of Directors**

- A. **Qualifications.** Any person appointed to the Board of Trustees shall be a person who:
  - 1. Desires to serve on the board.
  - 2. Endeavors to live in accord with the Jesus Christ principles of love and truth as taught by Unity.
  - 3. Furthers the work of this ministry through his/her active interest, love and support
  - 4. Is a sincere and continuing student of Unity, conversant with its teachings.
  - 5. Has demonstrated leadership capabilities.
- B. **Nominating Committee.** A Nominating Committee shall initiate a search as needed, for qualified candidate(s) for the Board of Trustees. The Committee shall consist of the Board of Trustees.
- C. **Election.** Nominee(s) to the Board must be approved by a majority of the board.

**D. Vacancy.** The office of a trustee may be vacated by any of the following means:

- (1) The resignation of the trustee.
- (2) The board voting the removal of a trustee due to absences from three successive regular board meetings. Absences may be excused by the board upon written request.
- (3) The board voting for the removal of a trustee because of a failure to fulfill the duties of the office as specified in Section 3.03 (c).

**D. Replacement.** Should a vacancy occur on the Board of Trustees, the board shall proceed to fill the vacancy by appointment at its next regular meeting. In case of emergency, a special meeting may be called.

#### **ARTICLE IV**

##### **Initial Directors**

The names and addresses of the persons who are to act in the capacity of directors and who shall be known as "Directors" are:

<u>Names</u>	<u>Addresses</u>
Darby Neptune	1999 Kings Highway #21-C, Port Charlotte, Florida 33980
Russell Moore	1999 Kings Highway #21-C, Port Charlotte, Florida 33980
Ronnie Kenney	884 Willow Run Lane, Winter Springs, Florida 32708

The management of the affairs of this Corporation shall be governed by such bylaws as the Minister(s) and the Board of directors may from time to time adopt. Any proposed amendment shall be subject to ratification by the Board of Directors.

#### **ARTICLE VI**

##### **Registered Agent and Street Address**

The registered agent for this Corporation is Darby Neptune at 1999 Kings Highway #21-C, Port Charlotte, Florida 33980.

#### **ARTICLE VII**

##### **Incorporator**

The name and address of the Incorporator is Darby Neptune at 1999 Kings Highway #21-C, Port Charlotte, Florida 33980.

#### **ARTICLE VIII**

##### **Dissolution**

Should this corporation dissolve:

- A. All property and funds remaining after the payment of the debts of the Corporation shall be delivered to the Association of Unity Churches International,

a non-profit Corporation organized under the laws of the State of Georgia, for religious and educational purposes.

B. Such funds or property shall be for the use and benefit of the Association as may be determined by the Board of Trustees in alignment with current policies and procedures.

C. The Association shall make available, according to its current policies and procedures, funds for the re-establishment of a Unity church or center designated by the Association.

D. Should the Association no longer exist, any assets remaining of this Corporation after dissolution 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 purposes set out in Section 5.01 (c) (3) of the Internal Revenue Code of 1954.

Having been named as registered agent to accept service of process for this above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Darby Neptune  
Darby Neptune, Registered Agent

8/17/07  
Date

Darby Neptune  
Darby Neptune, Incorporator

8/17/07  
Date

APPROVED  
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