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W07-51480



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10/16/07--01041--002 \*\*78.75

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
07 OCT 25 PM 2:02

of 10/26/07

**COVER LETTER**

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

07 OCT 25 PM 2:02

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

**SUBJECT:** \_\_\_\_\_  
(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: Will Flatbush  
Name (Printed or typed)

Po Box 2092  
Address

Keystone Heights FL 32656  
City, State & Zip

352 318-6285  
Daytime Telephone number

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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

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DIVISION OF CORPORATIONS

07 OCT 25 PM 2:02

October 17, 2007

WILL FLATBUSH  
5195 CR 214  
KEYSTONE HEIGHTS, FL 32656

SUBJECT: OBYGRACE MINISTRIES, INC.  
Ref. Number: W07000051480

We have received your document for OBYGRACE 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):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

An effective date may be added to the Articles of Incorporation if a 2008 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.

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) 245-6973.

Claretha Golden  
Regulatory Specialist II  
New Filing Section

Letter Number: 907A00061121

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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**ARTICLES OF INCORPORATION  
OF  
OBYGRACE MINISTRIES, INC.  
A Florida "Not for Profit" Corporation**

The undersigned, acting as incorporator of a corporation under Chapter 617 of Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE ONE, NAME OF CORPORATION:**

The name of the corporation is Obygrace Ministries, Inc.

**ARTICLE TWO, PRINCIPAL OFFICE:**

The principal office of the corporation is located at 5195 CR 214, Keystone Heights, Florida 32656

**ARTICLE THREE, MAILING ADDRESS:**

The mailing address of the corporation is Post Office Box 2092, Keystone Heights, Florida 32656

**ARTICLE FOUR, REGISTERED AGENT:**

The name of the registered agent of the corporation is Will Flatbush. The address of this registered agent is 5195 CR 214, Keystone Heights, Florida 32656

**ARTICLE FIVE, DURATION/MEMBERSHIP:**

The period of duration is perpetual. The qualification for members, if any, and the manner of their admission shall be regulated by the bylaws.

**ARTICLE SIX, OFFICERS:**

Will Flatbush, PO Box 2092, Keystone Heights, Florida 32656 – President – Vice President  
Lynn Wright, PO Box 2234, Alachua, Florida 32615 – Secretary -Treasurer  
Pastor Bill DeConna  
Pastor Henry Johnson, 169 Cecil House, Coonoor, India 643101

**ARTICLE SEVEN, INCORPORATORS:**

The name and address of the incorporator is: Will Flatbush whose physical address is 5195 CR 214, Keystone Heights, Florida 32656 and whose mailing address is PO Box 2092, Keystone Heights, Florida 32656.

**ARTICLE EIGHT, MANNER OF ELECTIONS:**

Method of elections is as stated in Bylaws

**ARTICLE NINE , BYLAWS:**

Subject to the limitations contained in the bylaws, and any limitations set forth in the Florida Not For Profit Corporation Act, concerning corporate action that must be authorized or approved by the members of the corporation, 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 therefore in the bylaws.

## **ARTICLE TEN , DEDICATION OF ASSETS:**

The property of this corporation is irrevocably dedicated to 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 thereof, or to the benefit of any private individual.

## **ARTICLE ELEVEN, CORPORATE PURPOSES:**

A. The exclusive purpose of this Corporation is to engage in charitable, educational, religious, or scientific activities, including, for such purpose, the making of distributions to organizations that qualify as exempt under of section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code.

B. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purpose, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies.

## **501(c)(3) LIMITATIONS**

A. CORPORATE PURPOSE: Notwithstanding any other provision of these articles, this organization shall not carry on activities that are not permitted to be carried on by an organization exempt from Federal and state income tax under section 501 (c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code..

B. NO PRIVATE INUREMENT: The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual.

C. LOBBYING AND POLITICAL CAMPAIGNS: No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.


D. DISSOLUTION: Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

## **INDEMNIFICATION**

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

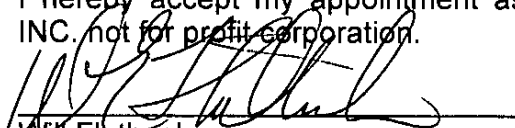
#### EXECUTION

These Articles of Incorporation are hereby executed by the incorporator on this 12<sup>TH</sup> day of October, 2007.

  
Will Flatbush

#### REGISTERED AGENT'S ACCEPTANCE OF APPOINTMENT

I hereby accept my appointment as registered agent for OBYGRACE MINISTRIES, INC. not for profit corporation.

  
Will Flatbush

Date: 10/12/07

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