

100-17-97

THOMAS P. GILL, JR., P.L.
ATTORNEYS AT LAW



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December 13, 2007

Secretary of State
Corporation Division
2661 Executive Center Circle
Clifton Building
Tallahassee, FL 32301

Attn: Wanda Cunningham
Re: Greater Brandon Ecumenical Ministries, Inc.

Dear Ms. Cunningham:

Per our telephone conversation today, please find a check in the amount of \$26.25 for the remaining balance of the filing fee for the above corporation. As we discussed, you will file the corporation, along with the original Articles of Incorporation sent to you, upon receipt of this payment and reject the online filing for the same corporation and refund my online credit payment of \$78.75.

Should you have any questions or comments, please do not hesitate to contact me. Thanking you for your assistance in this matter.

Sincerely,

A handwritten signature in black ink, appearing to read 'Lisa Gill', with a long horizontal flourish extending to the right.

Lisa Gill
Legal Assistant

ARTICLES OF INCORPORATION
OF
GREATER BRANDON ECUMENICAL MINISTRIES, INC.
A FLORIDA NONPROFIT CORPORATION

FILED
2007 DEC -7 P 4:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation shall be: GREATER BRANDON ECUMENICAL
MINISTRIES, INC.

ARTICLE II

This corporation is a not-for-profit corporation organized under Chapter 617, Florida
Statutes. It is not organized for the private gain of any person

ARTICLE III

The purposes of this corporation are religious, charitable, and educational as follows:

1. The general purpose and mission of this corporation is to establish and operate on a continuing basis a dining facility to feed the homeless and others in need in the Greater Brandon community, and to provide those in need with referrals to other service providers.
2. In furtherance of the general purpose as stated, to educate and inform the public of the existence, activities, and goals of the corporation, so as to generate public interest, involvement and support for the mission of the corporation
In furtherance of the general purpose as stated, to accept bequests and contributions from any individuals, groups, foundations, or corporations.
3. To conduct any and all other activities necessary or useful in contributing to the furtherance or accomplishment of any of the purposes set forth herein.
4. Notwithstanding anything contained herein to the contrary, all activities of this corporation shall be conducted and all funds of this corporation, whether income or

principal and however acquired, shall be used and applied exclusively for religious, charitable, and educational purposes. This corporation shall neither conduct nor carry on, other than insubstantially, any activities not permitted to be conducted or carried on by an organization exempt from federal income tax under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986 as now or hereafter amended, or that do not further an exempt purpose specified in such Section.

ARTICLE IV

This corporation shall have all of the statutory powers of a nonprofit corporation and all of the powers, rights and duties conferred by the laws of the State of Florida upon nonprofit corporations, except where variances permitted by law appear in the Articles.

ARTICLE V

This corporation shall exist perpetually unless dissolved according to law.

ARTICLE VI

The principal office and mailing address of the corporation in the State of Florida is 121 Carver Avenue, Brandon, FL 33510.

ARTICLE VII

The initial registered office of the corporation in the State of Florida is 121 Carver Avenue, Brandon, FL 33510, and the initial registered agent at that address is Tim Black .

ARTICLE VIII

The corporation is formed as a cooperative mission and effort by churches and organizations in the Greater Brandon community, for the purposes states in Article III herein. This corporation shall have non-voting members, which shall consist of the churches and organizations which have formed this corporation. The members of this corporation shall support the corporation and its mission and purposes, financially and otherwise, as set forth in the By-Laws. The By-Laws may provide for the inclusion of additional members of the corporation. The initial members of the corporations are as follows:

First Presbyterian Church of Brandon
121 Carver Avenue
Brandon, FL 33510

ECHO
507 N. Parsons Avenue
Brandon, FL 33511

Bay Life Church
1017 Kingsway Road
Brandon, FL 33510

Concerned Action in Christ
P.O. Box 444
Valrico, FL 33595

River of Life Cluster of the United Methodist Church
3315 Bryan Road
Brandon, FL 33511

ARTICLE IX

The powers of this corporation shall be exercised, its properties and funds controlled, and its activities conducted by the board of directors. The manner of electing and appointing the directors of the corporation shall be as prescribed in the By-Laws of the corporation, and the initial board of directors shall have ten (10) directors, with two (2) directors representing each of the five (5) members of the corporation. The number of directors may be raised or lowered by amendment of the By-Laws but shall in no case be less than five (5), with one (1) director representing each of the five (5) members of the corporation. The names and street addresses of the initial directors are as follows:

First Presbyterian Church of Brandon
Tim Black
& Carrie Childs
121 Carver Avenue
Brandon, FL 33510

ECHO
Vince Ferraro
217 Lithia Pinecrest Road
Brandon, FL 33511
Thomas Gill
137 S. Parsons Avenue
Brandon, FL 33511

Bay Life Church
Connie Farrington
& Tom Eichem
1017 Kingsway Road
Brandon, FL 33510

Concerned Action in Christ
Don Heald
3813 Ravenna Dr.
Valrico, FL 33594
Sharon Pinney
2332 Towering Oaks Cir.
Seffner, FL 33584

River of Life Cluster of the United Methodist Church
Harry S. Wilson
120 N. Knights Ave.
Brandon, FL 33510

Kim Uchimura
3315 Bryan Road
Brandon, FL 33511

ARTICLE X

The officers of the corporation shall consist of a president, vice president, secretary, and treasurer, and the duties of the officers shall be as set forth in the By-Laws. Other officers may be provided for in the By-Laws. Each officer shall be elected by the board of directors (and may be removed by the board of directors) at such time and in such manner as may be prescribed in the By-Laws. The names and street addresses of the initial officers of the corporation, all of whom shall hold office until their successors are duly elected and qualified, are as follows:

President:

Vince Ferraro
1703 Ketch Place
Brandon, FL 33510

Vice President:

Don P. Heald
P.O. Box 444
Brandon, FL 33595

Secretary:

Tim Black
121 Carver Avenue
Brandon, FL 33510

Treasurer:

Kim Uchimura
3315 Bryan Road
Brandon, FL 33511

ARTICLE XI

All registered agents, members, officers and directors, together with their heirs, personal representatives and administrators, shall be indemnified by this corporation against all expenses and liabilities, including attorney's fees (including appellate proceedings), reasonably incurred in connection with any action, suit, proceeding or settlement in which they may become involved by reason of holding such office, except in regard to matters as to which they shall be finally adjudged in such action, suit, or proceeding to be liable for willful misconduct. The corporation shall purchase and maintain insurance on behalf of all registered agents, members, officers and directors against any liability asserted against them or incurred by them in their capacity as members, registered agents, officers and directors or arising out of their status.

ARTICLE XII

The name and street address of the incorporator of this corporation is as follows:

Thomas P. Gill, Jr.
137 S. Parsons Avenue
Brandon, FL 33511

ARTICLE XIII

The By-Laws of the corporation shall be adopted by the board of directors and may be altered, amended or rescinded in the manner provided by the By-Laws.

ARTICLE XIV

These articles may be amended by the board of directors in the manner provided in the By-Laws.

ARTICLE XV

This corporation is organized (and shall be operated) on a non-stock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the By-Laws.

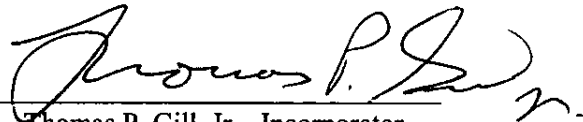
ARTICLE XVI

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, registered agents, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and expenses incurred, and to make payments and distributions in furtherance of the purposes and powers set forth in Articles III and IV hereof.

ARTICLE XVII

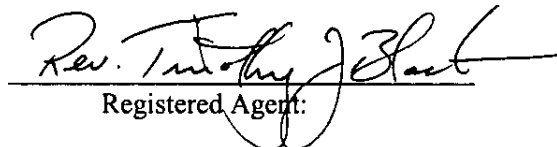
In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations which are exempt as organizations described in Sections 501 (c)(3) and 170 (c)(2) of the Internal Revenue Code of 1986, as now or hereafter amended, or to the federal, state or local government for exclusively public purposes.

IN WITNESS WHEREOF, the undersigned being the incorporator of this corporation has
executed these Articles of Incorporation this 5 day of December, 2007.


Thomas P. Gill, Jr., Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named corporation at the place
designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to
comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said
office for service of process.


Registered Agent:
Tim Black
121 Carver Avenue
Brandon, FL 33511

FILED
2007 DEC - 7 P 4: 36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA