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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1-10-08
2001-1

COVER LETTER

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

SUBJECT: Believers Victory Center, 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: Darnel K. Lemons
Name (Printed or typed)

8810 Minnow Creek Drive
Address

Tallahassee, Florida 32312
City, State & Zip

(904) 386-1988
Daytime Telephone number

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

Articles of Incorporation Of Believers Victory Center, Incorporated

ARTICLE I – NAME, ADDRESSES AND CLASSIFICATION

1.1 **Name.** The name of this Corporation is: Believers Victory Center, Incorporated

1.2 **Addresses**

1.2.1 **Principal Business Address:** 8810 Minnow Creek Dr., Tallahassee, Florida 32312

1.2.2 **Mailing Address:** P.O. Box 13402, Tallahassee, Florida 32317-3402

1.3 **Classification.** This Corporation is a religious not for profit corporation and its duration is perpetual. Also, the Corporation is organized on a non-stock basis.

ARTICLE II - PURPOSES

2.1 **General.** This Corporation is to engage in any lawful activity that is consistent with the Corporation's exemption from taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (the Code), as a corporation organized and operated exclusively for religious purposes and such as is set down in the Bylaws of the Corporation which are not contrary to the aforementioned Code and the Florida Not For Profit Act.

2.2 **Specifically.** Specific purposes for which this Corporation is formed are to further the Gospel of the Lord Jesus Christ, and to engage in any lawful act of activity for which corporations may be organized under the Code and the Florida Not For Profit Corporation Act, including the ordination of ministers of the Gospel; sending forth missionaries, pastors and Christian workers to domestic places and foreign shores; establishing Christian assemblies (churches) globally; founding institutions of education; conducting various acts of benevolences; using any and all means of the media to promote the Corporation's purposes; and other activities included in this Corporation's Bylaws.

ARTICLE III - RESTRICTIONS

3.1 **Personal Gain.** No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to, its directors, officers or other private persons, except that the Corporation may pay reasonable compensation for services rendered and may make payments and distributions in furtherance of its purposes. This Not For Profit Corporation is formed without any purpose of receiving profit and shall have no capital stock.

3.2 **Political Involvement.** No substantial part of the activities of the Corporation shall consist of electing officials, carrying on propaganda or otherwise attempting to influence legislation, except to the extent permissible under Section 501(h) of the Code.

3.3 **Other Activities.** The Corporation shall not carry on any other activities not permitted by (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (b) a corporation to which contributions are deductible under Section 170(c)(2) of the Code.

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ARTICLE IV - BOARD OF DIRECTORS AND OFFICERS

4.1 Board of Directors. The management and administration of this Corporation will be conducted by the Board of Directors, also known as the Board of Elders, Eldership Board, or Eldership. The number of Directors (no less than three), their qualifications, election/appointment, removal, and responsibilities shall be established in the Bylaws of the Corporation.

4.2 Officers. Officers of this Corporation shall consist of a president, a secretary and other officers as determined by the Bylaws. The officers' responsibilities will be determined by the Board of Directors and the Bylaws of the Corporation.

4.3 Indemnification. The Corporation may indemnify its officers or directors, former officers or directors, or any other functionary of the Corporations against all judgments, penalties, fines, settlement costs to avoid expensive litigations, or other expenses incurred when named as a defendant or respondent in court proceedings insofar that such a person conducted himself/herself in good faith believing that his/her conduct/decision was in the best interest of the Corporation and had no reasonable cause to believe that such conduct was unlawful. A determination of indemnification shall be made by either a majority vote of a quorum of the Board of Directors who at the time are not named defendants or respondents in the same litigations or by an independent legal counsel selected by the Board of Directors. The Corporation may purchase or maintain cost and expense insurance on behalf of such persons to the fullest extent permitted by applicable state law, the Corporations Bylaws, or resolution.

ARTICLE V - LIABILITY

The private property of the directors, officers, and members of this Corporation shall be non-assessable and shall not be subject to any payment of any corporate debts, nor shall any director, officer, or member of this Corporation become individually liable or responsible for any debts or liabilities of the Corporation insofar that such a person was not unduly negligent, acted in the best interest of the Corporation in good faith, and not knowingly committed a criminal act.

ARTICLE VI- MEMBERS

Any membership in the Corporation shall be determined in the Bylaws of the Corporation and shall be limited to those who meet the qualifications established by the same Bylaws. Membership in the Corporation may be denied or terminated in accordance to the causes and procedures established in the Bylaws of the Corporation.

ARTICLE VII- RESTATING/AMENDING THE ARTICLES OF INCORPORATION

Any restatement or amendment of this Corporation's Articles of Incorporation may be accomplished by the procedures in accordance with Section 1007 of the Florida Not For Profit Corporation Act and as set forth in the Bylaws of the Corporation.

ARTICLE VIII - DISSOLUTION

8.1 Dissolution. Dissolution of this Corporation will be determined by the procedures set forth in the Bylaws of the Corporation and in accordance with Sections 1402 and 1403 of the Florida Not For Profit Act.

8.2 Dispersion 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 persons. Upon the dissolution or winding up of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this Corporation shall be distributed to a religious nonprofit fund, foundation, institution, organization or corporation which is organized and operated exclusively for charitable, religious purposes and which has established its tax exempt status under of the Code. Such disbursements shall be determined by procedures set forth in the Bylaws of the Corporation and in accordance with Section 1406 of the Florida Not For Profit Corporation Act.

ARTICLE IX – REGISTERED OFFICE AND AGENT

9.1 **Registered Office.** The registered office of this Corporation is located at 8810 Minnow Creek Dr., Tallahassee, Florida 32312.

9.2 **Registered Agent.** The registered agent of this Corporation is Darnel K. Lemons residing at 8810 Minnow Creek Dr., Tallahassee, Florida 32312.

CERTIFICATION OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Sections 617.0501 and 0503, Florida Not For Profit Corporation Act, the undersigned corporation organized under the laws of the State of Florida, resubmits with this restatement of the Articles of Incorporation, the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the the corporation is the **Believers Victory Center, Incorporated**
2. The name and address of the agent and office are:

Darnel K. Lemons Office: 8810 Minnow Creek Dr., Tallahassee, Florida 32312
Residence: 8810 Minnow Creek Dr., Tallahassee, Florida 32312

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH PROVISION ON ALL STATUES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 617.0503, FLORIDA NOT FOR PROFIT CORPORATION ACT.


Darnel K. Lemons

1/10/2008
Date:

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