

NO8000003806

Division of Corporations

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To: Division of Corporations  
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**RESUBMIT**

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FLORIDA PROFIT/NON PROFIT CORPORATION

BEACHSIDE MINISTRIES, INC.

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April 11, 2008

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

CORPORATION SERVICE COMPANY

SUBJECT: BEACHSIDE MINISTRIES, INC.  
REF: W08000018655

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must list the corporation's principal street address and/or a mailing address in the document. A post office box is not acceptable for the principal address.

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.

If you have any further questions concerning your document, please call (850) 245-6973.

Claretha Golden  
Regulatory Specialist II  
New Filing Section

FAX Aud. #: H08000092795  
Letter Number: 708A00021639

P.O BOX 6327 - Tallahassee, Florida 32314

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2008 APR 10 P 1:01

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION**

**BEACHSIDE MINISTRIES, INC.**

**A FLORIDA NOT FOR PROFIT CORPORATION**

**ARTICLE I. NAME**

The name of the corporation is:

BEACHSIDE MINISTRIES, INC.

**ARTICLE II. AUTHORITY**

The corporation is organized pursuant to the provisions of the Florida Not For Profit Corporation Act.

**ARTICLE III. PURPOSES**

The corporation is organized exclusively as a church for religious, charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States internal revenue law), including leading people into a growing relationship with Jesus Christ and the making of distributions to organizations exempt at the time under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States internal revenue law).

**ARTICLE IV. DURATION**

The corporation shall have perpetual duration.

**ARTICLE V. RESTRICTIONS**

**Section I. No Private Inurement.** No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its trustees, officers or other private

persons; except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. The corporation shall not have capital stock or shareholders.

**Section 2. No Substantial Lobbying.** No substantial part of the activities of the corporation shall be to influence legislation.

**Section 3. No Political Campaigning.** The corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

#### **ARTICLE VI. TRUSTEES (DIRECTORS)**

**Section 1. Number.** The Board of Trustees shall consist of not fewer than three (3) members, and of not more than a maximum number determined by the Constitution or By-Laws of the corporation as amended from time to time.

**Section 2. Powers.** The Board of Trustees shall govern the corporation and, even though designated as "Trustees", shall have all the rights, powers and duties of a board of directors under the laws of the State of Florida and of the United States, as well as such other rights and authority as are herein granted. Such rights and powers shall include, but not be limited to, the power to amend the Articles of Incorporation and the power to adopt and amend the Constitution or By-Laws and other corporate governing documents by a majority vote (unless a larger than majority vote is required herein or in the Constitution or By-Laws), in any way not inconsistent with the Articles of Incorporation, the laws of the State of Florida or the laws of the United States; provided, however, that such rights and power shall include the right to transfer and relinquish all, or part of, these rights and powers to any governing Board or Body that might be established by the Trustees in the

initial Constitution or By-Laws adopted by the Trustees.

**Section 3. Term.** The term of each member of the Board of Trustees shall be as established in the Constitution or By-Laws.

**Section 4. Election.** Unless the Constitution or By-Laws provide differently (in which case such Constitution or By-Laws shall control), Trustees shall be elected by the remaining Trustees by a majority vote upon the expiration of a Trustee's term or a vacancy for any reason (including positions created by an increase in the number of Trustees). If the Board of Trustees is unable to select a successor Trustee(s), such successor(s) shall be appointed by the appropriate court of the county in which the principal Florida office (or if none the Florida registered office) of the corporation is then located.

**Section 5. Initial Trustees and Officers.** The initial Board of Trustees shall consist of four (4) members, and the initial officers shall be, whose names and addresses are set forth below:

Shaun Ellis, President  
127-C Beach Drive  
Fort Walton Beach, FL 32547

Thomas Jeffery Palmer, Vice President  
904 Sharon Point Circle  
Fort Walton Beach, FL 32547

Gene Barker, Secretary  
908 Woodbriar Circle  
Fort Walton Beach, FL 32547

Robert E. Bennett, Jr., Treasurer  
618-D Mooney Road  
Fort Walton Beach, FL 32547

**Section 6. Limitation of Liability.** Not Trustee shall have any personal liability to the corporation for monetary damages for breach of duty of care or other duty as a Trustee by reason of any act or omission occurring subsequent to the date when this provision becomes effective, except that this provision shall not eliminate or limit the liability of a Trustee for (a) any appropriation, in violation of his duties, of any business opportunity of the corporation; (b) acts or omissions which involve intentional misconduct or knowing

violation of law; or (c) any transaction from which the Trustee derived an improper personal benefit.

#### ARTICLE VII. POWERS

Section 1. General. The corporation shall have all the rights and powers customary and proper for tax-exempt nonprofit corporation, including the powers specifically enumerated in Section 617.0302 of Florida Statutes.

Section 2. Restrictions. Notwithstanding any other provisions of these Articles of Incorporation, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or by a corporation to which contributions are deductible under Section 170 (c)(2) of the Internal Revenue Code (or the corresponding provisions of any future United States internal revenue law).

Section 3. Charitable Trusteeship Etc. The corporation shall be empowered to hold or administer property for the purposes stated in Article III, including the power to act as trustee.

#### ARTICLE VIII. DISSOLUTION

Section 1. Dissolution. The Board of Trustees (unless this power has been transferred by the Constitution or By-Laws) may cease corporate activities and dissolve and liquidate the corporation, by a two-thirds vote.

Section 2. Liquidation. Upon the dissolution of the corporation, the Board of Trustees shall pay or make provision for the payment of all of the liabilities of the corporation, and shall thereafter dispose of all of the assets of the corporation exclusively for the purposes stated in Article III hereof in such manner or to such organization or

organizations organized and operated exclusively for charitable, educational, religious, literary or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States internal revenue law), as the Board of Trustees shall determine.

**Section 3. Contingent Provision.** If any such assets are not so disposed, of the appropriate court of the county in which the principal Florida office (or if none the Florida registered office) of the corporation is then located shall dispose of such assets exclusively for the purposes stated in Article III herein, and exclusively to such organization or organizations which are organized and operated exclusively for such purposes and at the time qualify as an exempt organization or organizations under such Section 501(c)(3), as said court shall determine.

#### **ARTICLE IX. INITIAL OFFICE AND AGENT**

**Section 1. Office.** The initial principal office and the corporation's initial registered office shall be at 127-C Beach Drive, Fort Walton Beach, Florida 32547.

**Section 2. Agent.** The initial registered agent of the corporation at such address shall be:

Shaun Ellis  
127-C Beach Drive  
Fort Walton Beach, Florida 32547

#### **ARTICLE X. INCORPORATOR(S)**

**Section 1. Incorporators.** The name and address of the incorporators, who are citizens of the United States, are:

(4) members, and the initial officers shall be, whose names and addresses are set forth

below:

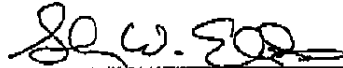
Shaun Ellis, President  
127-C Beach Drive  
Fort Walton Beach, FL 32547

Thomas Jeffery Palmer, Vice President  
904 Sharon Point Circle  
Fort Walton Beach, FL 32547


Gene Barker, Secretary  
908 Woodbriar Circle  
Fort Walton Beach, FL 32547

Robert E. Bennett, Jr., Treasurer  
618-D Mooney Road  
Fort Walton Beach, FL 32547

IN WITNESS WHEREOF, the undersigned incorporators have executed these  
Articles of Incorporation pursuant to Florida Statutes, Section 617.02011.



SHAUN ELLIS, Incorporator



Thomas Jeffery Palmer, Incorporator



Gene Barker, Incorporator

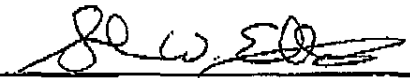


Robert E. Bennett, Jr., Incorporator



ACCEPTANCE BY REGISTERED AGENT

SHAUN ELLIS, named as Registered Agent in the foregoing Articles of Organization, accepts the appointment as Registered Agent and acknowledges that he is familiar with, and accepts, the obligations provided for in Section 617.0501 Florida Statutes (2006).

  
SHAUN ELLIS

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TALLAHASSEE, FLORIDA