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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**COVER LETTER**

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

**SUBJECT: POWER FROM ON HIGH DELIVERANCE MINISTRY, INC.**  
**(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)**

Enclosed is a original and one (1) copy of the Articles of Incorporation and a Check for:

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Statues

☐ \$70.00  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: Pastor Barbara McDuffie  
\_\_\_\_\_  
Name (Printed or Typed)  
  
5410-A NW 14<sup>th</sup> Avenue  
\_\_\_\_\_  
Address  
  
Miami, Florida 33142  
\_\_\_\_\_  
City, State & Zip  
  
(786) 316-8208  
\_\_\_\_\_  
Daytime Telephone Number

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

**ORIGINAL COPY**

**ARTICLES OF INCORPORATION  
OF**

**POWER FROM ON HIGH DELIVERANCE MINISTRY, INC.**

I, the undersigned subscriber of these article of incorporation, a natural person competent to contract, and hereby form a Church, to operate in accordance with the laws of the Statues of the State of Florida relative to corporations not for profit, and I hereby covenant and agree as follows: of the undersigned, desiring to form a Church for non profit under chapter 617, Florida Statues.

**ARTICLE 1 - NAME OF THE CORPORATION**

The name of this nonprofit corporation shall be known as Power From On High Deliverance Ministry, Inc.

**ARTICLE 2 - TERM OF EXISTENCE**

The corporation shall exist perpetually, unless dissolved according to law.

**ARTICLE 3 - PURPOSE**

The purpose of which Power From On High Deliverance Ministry, Inc. is organized is exclusively religious, charitable, scientific, literary, and educational within the meaning of section 501 (c)(3) of the Internal Revenue Code of 1999 or the corresponding provision of any future United States Internal Revenue Law.

**ARTICLE 4 - POWERS**

To the end that the foregoing objectives and purposes and any related religious and charitable purposes may be carried out, performed and accomplished, Power From On High Deliverance Ministry, Inc. shall have the power to engage only in such activities as shall not constitute business unrelated to its religious benevolent, charitable, literary and educational purposes. Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501 (c)(3) of the Internal Revenue Code of 1999 or the corresponding provision of any future United States Internal Revenue Law. Subject to the foregoing limitations, and subject specifically to the provisions of Sections 617.0105 of the Florida Statutes, Power From On High Deliverance Ministry, Inc. shall have all of the rights and powers set forth in Section 617.021 of the Florida Statues.

**ARTICLE 5 - PRINCIPAL OFFICE**

**SECTION 1-5 PRINCIPAL OFFICE**

The principal office of Power From On High Deliverance Ministry, Inc. for the transaction of its business is fixed and located at 5410 A N.W. 14<sup>th</sup> Avenue, Miami, Florida 33142

**SECTION 2-5 CHANGE OF ADDRESS**

The address of Power From On High Deliverance Ministry, Inc. principal office can be changed only by amendment of these Bylaws and not otherwise. The Board of Directors may, however, change the principal office from one location to another within the named county by noting the change address and effective date below, and such changes of address shall not be deemed an amendment of these Bylaws.

**SECTION 3-5 OTHER OFFICES**

Power From On High Deliverance Ministry, Inc. may also have offices at such other places, within or without the State of Florida, where it is qualified to do business, as its business may requires and as the Board of Directors may, from time to time, designate.

**Power From On High Deliverance Ministry, 5410 A N.W. 14<sup>th</sup> Avenue, Florida 33142**

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**ARTICLE 6 – MEMBERSHIP**

The membership of Power From On High Deliverance Ministry, Inc. shall consist of all persons herein named as Directors to these Articles of Incorporation and all persons who shall meet the following qualifications for membership and who shall be admitted, in the following manner:

**SECTION 1-6**

The qualifications for Church Membership and manner of admission shall be as set forth in and regulated by the By Laws of Power From On High Deliverance Ministry, Inc. In order to qualify for membership in this Church, a prospective member must accept, believe in, and rely on Jesus Christ for his salvation and give evidence of his intention to keep His commandments, must believe that the Holy Bible is the Word of God; must publicly confess his faith; must commit himself to participate actively in the fellowship of the Church; and discipline of the Church.

**SECTION 2-6**

The Board of Directors shall determine whether any application for membership meets the foregoing qualifications; and if so, the applicant shall be admitted to membership in this Church.

**ARTICLE 7 – BOARD OF DIRECTORS**

**SECTION 1-7**

The affairs of Power From On High Deliverance Ministry, Inc., both spiritual and secular, shall be directed by a Board of Managers which shall be referred to as the Board of Directors. The minimum number of Board of Directors members may be increased in accordance with the needs of Power From On High Deliverance Ministry, Inc. as determined from time to time by the governing Board of Directors. The Board Members themselves must be members of Power From On High Deliverance Ministry, Inc.

**SECTION 2-7**

The Board of Directors may appoint a Council of Advisors, the numbers of which shall be determined by the Board of Directors, which shall serve in the capacity of spiritual and secular advisors. Such Council of Advisors shall have powers only as determined by the Board of Directors.

**SECTION 3-7**

The Board of Directors shall appoint such board members, in addition to any Council Members, as may be necessary to properly minister to the membership and carry out the purposes for which Power From On High Deliverance Ministry, Inc. is organized. Board and Council Members so appointed must possess all of the qualifications as set forth by the Board of Directors; and once appointed shall serve so long as they remain members of Power From On High Deliverance Ministry, Inc., unless removed as set forth hereinafter.

**SECTION 4-7**

The initial governing Board of Directors, as set forth in Article 11 hereof, shall be deemed to have been set in office as of the time these Articles are approved and filed by the Secretary of State of the State of Florida. Thereafter, in the event of a vacancy on the Board of Directors, whether caused by resignation, removal, death, or expansion of the Board, the ruling Board then serving shall suggest to the membership of the Church the objection on the part of the membership the member so suggested shall be set in office as a governing Board member; but if there be an unresolved objection the governing Board Members shall suggest another name, and the process continue until the vacancy or vacancies shall have been filled. The Board of Directors makes every efforts to act

**ORIGINAL COPY**

with unanimity; but in any event all action of the Board shall be with the concurrence of at least two thirds (2/3) of the governing Board of Directors.

**SECTION 5-7**

The Board of Directors shall be responsible for the maintenance of scriptural discipline within the Church and its membership, as well as for the maintenance of membership standards. In the event the Board of Directors, after due examination, should decide that a member no longer fulfills the requirements for membership, his membership shall be terminated, and he shall be appropriately notified. Similarly, if the Board of Directors, after due examination, should determine that a ruling Board Member no longer fulfills the requirements for a Board Member, such Board Member shall be removed from his position as a ruling Board Member, but not necessarily from his membership in the Church, unless he shall also no longer fulfill the requirements for Church membership.

Any decision of the Board of Directors shall be final and not subject to appeal to a higher court or other body.

**ARTICLE 8 - INCORPORATOR (S)**

The name and street address of the incorporator(s) of Power From On High Deliverance Ministry, Inc. is:

Pastor Barbara McDuffie, 1025 NE 78<sup>th</sup> Road, Apt. 3, Miami, Florida 33138

**ARTICLE 9 - OFFICERS**

The affairs of Power From On High Deliverance Ministry, Inc. shall be administrated by its officers, which shall be a President, Vice President, Secretary, Treasurer, all of whom shall be ruling Board of Directors Members; and such other assistance or administrative officers as are determined by the Board of Directors from time to time. The Board of Directors shall appoint the officers and officers shall serve at the pleasure of the Board of Directors; provided however, that any person dealing with the corporation shall do so by its President or Vice President with its corporate seal hereto affixed and attested by its Secretary.

**ARTICLE 10 - MANNER OF ELECTION**

New Directors in Power From On High Deliverance Ministry, Inc. will be elected in the following, three step, and manner; first, they must have a unanimous nomination by the current directors. Second, they must be approved by a majority decision of the leaders. Finally, they must be approved by a majority decision of the Board of Director's.

**ARTICLE 11 - INITIAL DIRECTORS AND OFFICERS**

The names and addresses of the persons who shall serve as the initial Board of Directors and as the initial officers of Power From On High Deliverance Ministry, Inc. are as follows:

**Director/President:** Pastor Barbara A. McDuffie  
**Director/Vice President:** Elder Robert L. McDuffie, Jr.  
**Director/Secretary:** Chiquitta Johnson  
**Director/Treasurer:** Pastor Barbara McDuffie  
**Director/Clerk:** Cerella Adams  
**Director:** Brother Fred Walton

Whose addresses shall be the same as the principal address of Power From On High Deliverance Ministry, Inc.?

**Power From On High Deliverance Ministry, 5410 A N.W. 14<sup>th</sup> Avenue, Florida 33142**

**ORIGINAL COPY**

**ARTICLE 12 - BY-LAWS**

The Board of Directors shall provide such by-laws for the conduct of its business of Power From On High Deliverance Ministry, Inc. as the Board may deem necessary from time to time. Such by-laws may be amended, altered, or rescinded by a majority vote of the Board Members present at any regular meeting or any special meeting called for that purpose.

**ARTICLE 13 - AMENDMENT**

These Articles of Incorporation may be amended at any special meeting of the Board of Directors called for that purpose, or at any regular meeting of the Board of Directors; provide, however, that notice of the fact that an amendment to the Articles of Incorporation is to be considered shall be given in writing to the governing Board of Directors Members at least one week prior to the date of such meeting. Upon adoption by the Board of Directors, and upon filing with the secretary of the State of Florida, the amendment shall become effective as to these Articles of Incorporation; provided, however, that no amendment to the Articles of Incorporation shall ever conflict with the purposes and powers of this Church as set forth in Articles 3 and 4 hereof.

**ARTICLE 14 - DISSOLUTION**

This corporation may be dissolved only pursuant to the agreement of two-thirds (2/3) of the full Board of Directors. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code of 1999, or corresponding section of any future federal tax code, or shall be distributed to the Federal, State or Local Government for a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court of Dade County, Florida, if the principal office of the corporation, or by the organization or organizations, as the said Court shall determine which are organized and operated exclusively for such purposes.

**ARTICLE 15 - REGISTERED OFFICE AND REGISTERED AGENT**

The initial address of registered office of Power From On High Deliverance Ministry, Inc. shall be 5410 A N.W. 14<sup>th</sup> Avenue, Miami, Florida 33142 or at such other location as may from time to time be designated by the Board of Directors. The mailing address shall be 5410 A N.W. 14<sup>th</sup> Avenue, Miami, Florida 33142 or at such other location as may from time to time be designated by the Board of Directors. The register agent shall be Pastor Barbara McDuffie

I, Barbara McDuffie accept the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

*Pastor Barbara McDuffie*  
President/Senior Pastor Barbara McDuffie

**ARTICLE 16 - EFFECTIVE DATE**

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

**IN WITNESS WHEREOF**, I the undersigned incorporator has hereto set our hand and seals this 20<sup>th</sup> day of April 2008. For the purpose of constituting a Church to operate in a corporate nonprofit form pursuant to the applicable provisions of the Statutes of the State of Florida.

*Pastor Barbara McDuffie*  
President/Senior Pastor Barbara McDuffie, Incorporator

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