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

SUBJECT:

CrossWild Ministries, Inc.

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for: \$87.50 (For Filing Fee, Certificate of Status, and Certified Copy)

FROM:

**Roshad Thomas** 

1555 Delaney Drive #313, Tallahassee, Florida 32309

Tallahassee, Florida 32309

(850)- 567- 1214

## Articles of Incorporation of CrossWild Ministries, Inc.

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The undersigned, acting as the incorporator of a corporation pursuant to Chapter 617 of the Florida Statutes, the Florida Not For Profit Corporation Act. adopt the following Articles of Incorporation for such corporation:

#### Article I - NAME

The name of the corporation is: CROSSWILD MINISTRIES, INC.

#### **Article II - ADDRESS**

The physical address of the initial principal office of this corporation is 1555 Delaney Drive #313, Tallahassee, Florida, 32309, Leon County and the mailing address is 1555 Delaney Drive #313, Tallahassee, Florida, 32309.

#### Article III - CORPORATE DURATION

The duration of the Corporation is perpetual.

#### **Article IV - PURPOSE**

The corporation is organized exclusively for charitable purposes within the meaning of Section 50l(c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue law), including, but not limited to, for such purposes: Igniting a revolution of believers passionately unified and wild about the cross of Jesus Christ. This will be accomplished through various camps, retreats, and ministries that encourage this and future generations to live out their faith. Crosswild is committed to being a resource to the families in the community with a specific focus on facilitating the transition of young boys into Godly men of integrity and young girls into Godly women of strength.

#### **Article V - POWERS**

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, except that the corporation 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 1986 (or the corresponding provision of any future United States Internal Revenue Law) or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

#### **Article VI - MANAGEMENT OF CORPORATE AFFAIRS**

The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of directors of the corporation shall be not less than three (3) nor more than twenty-one (21), with the number to be determined by vote of the Board of Directors.

The Board of Directors named in Article XII shall hold office until the first annual meeting of the Board of Directors to be held as prescribed in the Bylaws but in no event later than twelve (12) months from the date of incorpor ation, at which time an election of directors shall be held. The manner in which directors are elected shall be as provided in the Bylaws of the corporation.

Directors elected at the first annual meeting and at all times thereafter shall serve for a term of not less than one (1) year and until the qualification of their successors in office. The Board of Directors may, in the Bylaws of the corporation or by separate resolution, provide for staggered terms of office of the directors.

#### **Article VII - AMENDMENTS**

The Articles of Incorporation of the corporation may be amended by the Board of Directors by resolution proposed and considered at any regular meeting of the Board of Directors but which may not be adopted until the next succeeding regular meeting of the Board of Directors and then only by unanimous [NOTE: this is often by majority vote] vote. The Bylaws of the corporation shall be made, altered, amended, or rescinded by a majority vote of the Board of Directors at a meeting of the Board of Directors called for such purpose.

#### **Article VIII - EARNINGS OF CORPORATION**

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, 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 tax-exempt purposes of the corporation set forth in Article IV.

#### Article IX - DISSOLUTION AND DISTRIBUTION OF ASSETS

The period of the duration of the corporation is perpetual unless dissolved according to law. Upon the dissolution or winding up of the corporation, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for

Charitable, religious, or educational purposes as shall at the time qualify as an organization exempt from Federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

#### Article X - PROHIBITED TRANSACTIONS

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. 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 1986 or the corresponding provision of any future United States Internal Revenue Law.

#### Article XI - NONDISCRIMINATORY POLICY

The corporation shall have a racially nondiscriminatory policy and therefore shall not discriminate against employees, participants, and others on the basis of race, color, or national or ethnic origin.

#### Article XII - REGISTERED AGENT AND ADDRESS

The street address of the initial registered agent of the corporation is 1555 Delaney Drive #313, Tallahassee, Florida, 32309 and the name of the initial registered agent of the corporation is Roshad S. Thomas

#### Article XIII - INCORPORATOR

The name and street address of the person(s) signing these articles of incorporation as an incorporator is (are): Roshad S. Thomas, 1555 Delaney Drive, #313, Tallahassee, Florida, 32309.

#### Article XIV - MEMBERSHIP

The corporation shall have no members. All corporate powers shall be exercised by or under the authority of the Board of Directors as stated in Article VI.

#### Article XII - INITIAL DIRECTORS

The names and addresses of the initial Directors of the corporation are:

Chairman:

Stuart Owens, 750 White Drive #422, Tallahassee, Fl, 32304

President:

Roshad S. Thomas, 1555 Delaney Drive #313, Tallahassee, FL 32309

Drew Reed, 2710 Foley Court, Tallahassee, FL 32309

William Colle IV, 2851 Whittington Drive, Tallahassee, FL 32309

Albert Kaempfer, 3657 Uncle Glover Rd, Tallahassee, FL 32312

Richard Albertson, 2252 Killearn Center Blvd. Suite 100, Tallahassee, FL 32309

Executed by the undersigned at Tallahassee, Florida on May 16, 2008.

Roshad Thomas, Incorporator

### Certificate of Designation Registered Agent/Registered Office

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE AND REGISTERED AGENT, IN THE STATE OF FLORIDA.

The name of the corporation is: CROSSWILD MINISTRIES, INC

The name of the registered agent is Roshad S. Thomas and the address of the registered office is: 1555 Delaney Drive #313, Tallahassee, FL 32309

Acceptance By Registered Agent

Having been named as registered agent to accept service of process for the above named corporation at the place designated in this Certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

2/16/08

Date

Roshad S. Thomas, Registered Agent