

N108000005503

\_\_\_\_\_  
(Requestor's Name)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



300128525853

05/06/08--01022--014 \*\*78.75

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

03 JUN -9 PM 1:45

APPROVED  
AND  
FILED

W08-22760

## COVER LETTER

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

**SUBJECT:** On Eagles Wings International Ministries, Inc.  
(PROPOSED CORPORATION 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

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: Kathy Roe  
Name (Printed or typed)

2000 Lake Lucie Drive  
Address

Port Saint Lucie, Florida  
City, State, Zip

(772) 621-9586  
Daytime Telephone Number

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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

May 6, 2008

KATHY ROE  
2000 LAKE LUCIE DRIVE  
PORT SAINT LUCIE, FL 34952

SUBJECT: ON EAGLES WINGS MINISTRIES, INC.  
Ref. Number: W08000022760

We have received your document for ON EAGLES WINGS MINISTRIES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight  
Regulatory Specialist II  
New Filing Section

Letter Number: 808A00028953

**ARTICLES OF INCORPORATION  
OF  
ON EAGLES WINGS INTERNATIONAL MINISTRIES, INC.  
(A Florida Nonprofit Corporation)**

The undersigned acting as an incorporator of a nonprofit Corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation for such corporation.

**ARTICLE I**

The name of this corporation is *On Eagles Wings INTERNATIONAL MINISTRIES, INC.*  
Hereinafter also referred to as the "Corporation."

**ARTICLE II**

The principal office of the Corporation within the State of Florida shall be located at  
2000 Lake Lucie Drive, Port Saint Lucie, Florida 34952.

The corporation may have such other offices, wither within or outside the State of Florida,  
as the Board of Directors may determine from time to time.

The mailing address of the church shall be:  
2000 Lake Lucie Drive, Port Saint Lucie, Florida 34952.

**ARTICLE III  
PURPOSES, POWERS, AND L IMITATIONS**

A. The specific and primary purposes of this Corporation are:

1. The preaching of the gospel of Jesus Christ through the establishment and maintenance of a local independent church of the Christian faith in the Saint Lucie county, Florida, area.
2. To propagate the gospel and further the cause of the kingdom of God in the State of Florida, the United States of America and in foreign lands.
3. To promote fellowship and means of cooperation between churches of like faith and doctrine.
4. To promote freedom of worship and liberty of expression within the limits of its own statement of faith and doctrine, among its own ministers and members.

08 JUN -9 PM 1:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

Articles of Incorporation of  
On Eagles Wings International Ministries, Inc.

**B. The general powers of the Corporation are:**

1. To accept, receive, hold, sell, re-invest, and dispose of gifts, donations, devises, and bequests of both real and personal property.
2. To make Bylaws for the government of the Corporation, not inconsistent with the laws of the State of Florida, the United States, other states or foreign countries wherein the Corporation might minister; and to alter, revise and amend the same at will. The Bylaws of this Corporation shall, among other things, provide for:
  - a. A definite and distinct ecclesiastical government,
  - b. Formal code of doctrine and discipline,
  - c. A regular congregation,
  - d. An organization of ordained ministers ministering to the congregation,
  - e. A system of ordaining ministers after completing prescribed courses of study or the equivalent thereof,
  - f. A literature of the church,
  - g. Regular religious services,
  - h. Sunday Schools and seminars for the instruction of young and old,
  - i. Schools for the preparation of its ministers.
3. To purchase, acquire, own hold, sell, use, mortgage, transfer, pledge, and deed in trust personal or real property; to supervise property of others; to borrow money; to issue bonds, debentures, notes, and other obligations of this Corporation, from time to time for any of the projects or purposes of this Corporation.
4. To buy, lease, rent or otherwise acquire, hold or use, own, enjoy, sell, exchange, lease as lessor, mortgage deed in trust, pledge, encumber, transfer on trust, or otherwise dispose of any and all kinds of property, whether real, personal, mixed, and to receive property by devise or bequest.
5. To borrow money and to contract debts, to issue bonds, notes, and other evidences of indebtedness, and to secure them by any or all of the property of this Church or to issue them unsecured.
6. To enter into, make, perform, and carry out contracts of every kind of any lawful purpose and without limit on amount with any persons, firm, or corporation.
7. To engage such employees as may be necessary to perform the duties involved in carrying on the Corporation's business.
8. To have and to exercise all the powers conferred by Florida law upon nonprofit religious Corporations, as that law is now in effect or may at any time hereafter be amended.

Articles of Incorporation of  
On Eagles Wings International Ministries, Inc.

**C. IRREVOCABLE DEDICATION TO CHARITABLE, RELIGIOUS AND EDUCATIONAL PURPOSES.**

This Corporation is organized exclusively for charitable, religious and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

**D. PROHIBITION AGAINST PRIVATE BENEFIT.**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Director or Officer of the Corporation or any member of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation effecting one or more of its purposes), and no Director or Officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the Corporate assets on dissolution, of the Corporation.

**E. PROHIBITION AGAINST POLITICAL ACTIVITIES.**

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 publication or distribution of statements) any political campaign on behalf of any candidate for public office.

**F. GENERAL LEGAL LIMITATIONS.**

Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501 (c) (3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended or by an organization, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code and said Regulations as they now exist or as they may hereafter be amended.

**ARTICLE IV  
DIRECTORS**

The affairs of the Corporation shall be managed by its Board of Directors who shall have a fiduciary responsibility to the church. There shall be seven members of the initial Board of

Articles of Incorporation of  
On Eagles Wings International Ministries, Inc.

Directors of the Corporation. The initial Board of Directors shall hold office until the first Annual Business Meeting for the election of directors or until the respective successors to such directors shall be elected and qualified. At the end of their term of office as a Director or in the event of a vacancy on the Board, Directors shall be elected by the voting members of the Church at the next regular or special meeting thereof, in the manner set forth in the Bylaws of the Corporation. The qualifications and terms of office, shall be set forth in the Bylaws of the Corporation. The number of directors may be fixed or changed from time-to-time only by an amendment to the Bylaws of the Corporation.

**ARTICLE V  
MEMBERS**

The Corporation shall begin its operation with no members and therefore no classes of members.

**ARTICLE VI  
DISSOLUTION**

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the 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 a manner or to such organization or organizations organized and operated exclusively for charitable, educational, religious, 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 of 1986 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for church purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE VII  
POLICY REGARDING CONFLICTS OF INTEREST**

Any Director, Officer, Member or key employee who has an interest in a contract or other transaction before any board, committee or other voting constituency of the Corporation for authorization, approval, or ratification thereof, shall make a prompt and full disclosure of his transaction. Such disclosure shall include any relevant and material facts known to such person about the contract or transaction which might reasonably be construed to be adverse to the Corporation's interest.

The body to which such disclosure is made shall thereupon determine, by a vote of seventy-five percent (75%) of the votes entitled to vote, whether the disclosure shows that a conflict of interest exists or can reasonably be construed to exist. If a conflict is deemed to exist, such person shall not vote on, nor use his personal influence on, nor participate (other than to present

Articles of Incorporation of  
On Eagles Wings International Ministries, Inc.

factual information or to respond to questions) in, the discussions or deliberations with respect to such contract or transaction. Such person may be counted in determining whether a quorum is present but may not be counted when the board, committee or other voting constituency takes action on the transaction. The minutes of the meeting shall reflect the disclosure made, the vote thereon and, where applicable, the abstention from voting and participation, and whether a quorum was present.

**ARTICLE VIII  
INITIAL REGISTERED AGENT**

The initial registered agent for service of process is Kathy Roe, whose mailing address is 2000 Lake Lucie Drive, Port Saint Lucie, Florida 34952.

**ARTICLE IX  
INCORPORATOR**

The name and residence address of these Articles of Incorporation is Kathy Roe whose mailing address is 2000 Lake Lucie Drive, Port Saint Lucie, Florida 34952.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 15<sup>th</sup> day of May, 2008.

  
Kathy Roe, Incorporator

Having been named as registered agent and to accept service of process for the above stated 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.

  
Kathy Roe

5-2-08  
Date

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 JUN -9 PM 1:43

APPROVED  
FILED



Articles of Incorporation of  
On Eagles Wings International Ministries, Inc.

Officers and Directors all at the corporate address:  
2000 Lake Lucie Drive  
Port Saint Lucie, Florida 34952.

Board Members:

1. Kathy Roe: 2000 Lake Lucie Drive  
Port St. Lucie 34952  
Phone: (772) 621-9586  
Email: [oneagleswingsminitries.org](mailto:oneagleswingsminitries.org)
2. James Holzer: P. Box 659 County Road, #6  
Grand Marais, MN 55604  
Phone: (218) 387-1722  
Email: [joshuaforcman@yahoo.com](mailto:joshuaforcman@yahoo.com)
3. Marie/Wesner Edmond 12419 Falentimber Circle  
Hagerstown, MD 21740  
Phone: (301) 733-0042
4. Leslie Roe 2000 Lake Lucie Drive  
Port Saint Lucie, Florida 34952  
Phone: (772) 621-9586 / (218) 387-9214  
Email: [oneagleswingsministries.org](mailto:oneagleswingsministries.org)