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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2008 JUL 25 AM 9:51

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J. Shivers JUL 28 2008

LAW OFFICES OF  
**MATTHEW D. ELLROD, P.A.**

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PHONE: 727-843-0566

6642 Rowan Road  
New Port Richey, FL 34653

FAX: 727-843-9033

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July 18, 2008

Secretary of State  
Corporate Division  
The Capitol  
Tallahassee, FL 32304

Re: OUR FATHER'S HOUSE CHURCH OF ODESSA, FLORIDA, INC. (new incorporation)

Gentlemen:

Enclosed are the following documents in connection with the above-referenced filing of a new corporation:

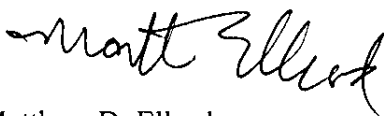
1. Articles of Incorporation (original and one copy)
2. Check for \$78.75, for the filing fee of \$35, the registered agent designation of \$35, and certified copy charge of \$8.75.

Please file the original Articles and return a certified copy to the undersigned.

Thank you for your kind attention to this matter.

Sincerely,

MATTHEW D. ELLROD, P.A.



Matthew D. Ellrod

MDE/me  
Encl: as noted

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION

### OF

#### **OUR FATHER'S HOUSE CHURCH OF ODESSA, FLORIDA, INC.** (A FLORIDA NONPROFIT CORPORATION)

#### ARTICLE I

##### CORPORATE NAME, PRINCIPAL OFFICE AND MAILING ADDRESS

The name of this corporation is OUR FATHER'S HOUSE CHURCH OF ODESSA, FLORIDA, INC.

The street address of the initial principal office of this corporation is 2245 Old Gunn Highway, Odessa, Florida 33556.

The initial mailing address of this corporation is the same.

#### ARTICLE II

##### CORPORATE NATURE

This is a nonprofit corporation, organized solely for general educational, religious and/or charitable purposes pursuant to the Florida Corporations Not for Profit Law set forth in Chapter 617 of the Florida Statutes.

#### ARTICLE III

##### DURATION

The term of existence of this corporation is perpetual.

#### ARTICLE IV

##### GENERAL AND SPECIFIC PURPOSES

The specific and primary purposes for which this corporation is formed are:

A. For the advancement of religion, charity, education and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.

B. To promote the Christian faith, doctrines and beliefs of this independent non-denominational family church.

C. To operate exclusively in any other manner for such religious, charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt

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organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

## ARTICLE V MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than three persons. The initial number of Directors of this corporation shall be 5, provided, however, that such number may be changed by a Bylaw duly adopted by the members.

The following initial Directors shall serve as the first Board of Directors and shall hold office until the first meeting of members at which time an election of Directors shall be held:

Donald Coon  
Charlotte Gard  
Robert Hoenes  
Roger Reece  
Charles Terbush

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of two years and until the qualification of the successors in office. Annual meetings shall be held as set forth in the bylaws.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by a unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to such action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the Bylaws of this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

B. Corporate Officers. The Board of Directors shall elect the following officers: President, Vice-President, Secretary and Treasurer, and such other officers as the Bylaws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

## ARTICLE VI EARNINGS AND ACTIVITIES OF CORPORATION

A. 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 purposes set forth in Article IV hereof.

B. 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 any candidate for public office.

C. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any subsequent federal tax laws) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any subsequent federal tax laws).

D. Notwithstanding any other provision of these articles, the corporation shall not, except to an insubstantial degree, engage in activities or exercise any powers that are not in furtherance of the purposes of this corporation.

## ARTICLE VII DISTRIBUTION OF ASSETS

Upon dissolution 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 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, 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 1954 (or the corresponding provision of any subsequent federal tax laws), as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

## ARTICLE VIII MEMBERSHIP

The qualifications for members and the manner of their admission shall be regulated by the Bylaws.

## ARTICLE IX INCORPORATOR

The name and residence address of the Incorporator of this corporation are:

Name

Charles Terbush

Address

4625 Corsage Drive, Lutz, FL 33558

ARTICLE X  
AMENDMENT OF BYLAWS

Subject to the limitations contained in the Bylaws, and any limitations set forth in the Florida Corporations Not for Profit Law, concerning corporation action that must be authorized or approved by the members of the corporation, Bylaws of this corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefor in the Bylaws.

ARTICLE XI  
DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to religious, educational, 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 individual.

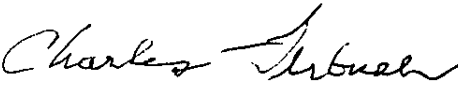
ARTICLE XII  
INITIAL REGISTERED OFFICE AND AGENT

The address of the corporation's registered office shall be 4625 Corsage Drive, Lutz, FL 33558. The name of its registered agent at that address shall be Charles Terbush.

ARTICLE XIII  
AMENDMENT OF ARTICLES

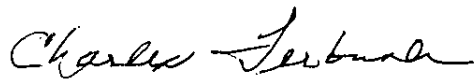
Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote in the manner set forth in the Bylaws of this corporation.

I, the undersigned, being the Incorporator of this corporation, for the purpose of forming this nonprofit corporation under Florida law, have executed these Articles of Incorporation, this 18 day of July, 2008.



Charles Terbush, Incorporator

I hereby certify that I am familiar with and accept the duties and responsibilities as registered agent for OUR FATHER'S HOUSE CHURCH OF ODESSA, FLORIDA, INC.




Charles Terbush, Registered Agent

STATE OF FLORIDA

COUNTY OF Hillsborough

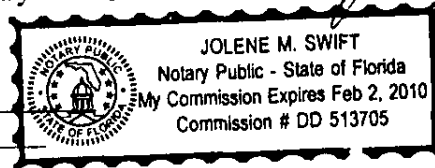
The foregoing instrument was acknowledged before me this 18<sup>th</sup> day of July, 2008, by Charles Terbush as Incorporator and Registered Agent for OUR FATHER'S HOUSE CHURCH OF ODESSA, FLORIDA, INC., a Florida corporation.

  
Notary Public

Name of Notary Public: \_\_\_\_\_

Personally Known ☒ OR Produced Identification \_\_\_\_\_

Type of Identification Produced: \_\_\_\_\_



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