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2008 AUG 25 P 2:20  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

FILED

AUG 26 2008  
D.A. WHITE

## COVER LETTER

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

**SUBJECT:** Dominion Life Outreach, Incorporated

**(PROPOSED CORPORATE 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

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: Derrick G. Jackson

Name (Printed or typed)

EIN # 80-0243234

P.O. Box 352377

Address

Palm Coast, Florida 32135-2377

City, State & Zip

(386) 437-7088 or (386) 237-4667 mobile

Daytime Telephone number

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

**ARTICLES OF INCORPORATION  
OF**

**DOMINION LIFE OUTREACH, INC.**

**FILED**

2008 AUG 25 P 2:20

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, all who are citizens of State of Florida, desire to form a nonprofit corporation under Chapter 617, Florida Statutes, and hereby do certify:

**ARTICLE 1 - NAME**

The name of the corporation is: **Dominion Life Outreach, Inc.**

**ARTICLE II - PRINCIPAL OFFICE & MAILING ADDRESS**

**Section 2.01** The street address of the initial principal office of the Corporation shall be:

869 Derbyshire Road  
Daytona Beach, FL 32117

**Section 2.02** The initial mailing address of the Corporation shall be:

P.O. Box 352377  
Palm Coast, FL 32135

**ARTICLE III - PURPOSES**

The purposes for which the corporation is organized are set forth, as follows:

The Corporation is organized exclusively for such religious, charitable, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding provisions of any future federal tax code, including the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code, and such purposes, including but not limited to:

(a) Providing education services for early childhood, elementary, middle and high school-aged students who are at-risk or socially and/or economically challenged;

(b) Providing specialized services in: Employment training and referrals, Housing referrals, Education/Tutoring, Outreach/Prevention and individual/mass feeding initiatives;

(c) Providing Life Skills Training for economically and socially challenged youth and adults;

(d) Promoting and encouraging economic development through entrepreneurship training, small business development, and global competitiveness/multilingualism training and instruction;

(e) Promoting and encouraging community development through homeownership training, community reinvestment initiatives, and property management;

(f) Promoting and encouraging cultural enhancement through addressing cultural and diversity needs within the community.

Unless otherwise indicated, as used in this Article 3 and hereinafter, all further references to the "Internal Revenue Code" or the "Code" are to the Internal Revenue Code of 1986, as amended, including any corresponding provisions of any subsequently enacted federal tax laws.

#### **ARTICLE IV - POWERS**

**Section 4.01** The Corporation shall have and exercise all powers accorded not-for-profit corporations under the laws of the State of Florida which are not in conflict with the Corporation's exempt purposes as provided in Article 3 above. Specifically:

(a) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any of its officers, members of the Board of Directors, or any other person, 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 3 above.

(b) No substantial part of the activities of the Corporation shall be dedicated to attempting to influence legislation by propaganda or otherwise.

(c) The Corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of or in opposition to any candidate for public office.

(d) Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on:

(1) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or

(2) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(e) Upon the winding up and dissolution of the corporation, after paying or adequately providing for the debts and obligations of the Corporation, the remaining assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local

government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then 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.

**Section 4.02** During any period that the Corporation is determined to be a "private foundation", as defined by Section 509(a) of the Internal Revenue Code, the Corporation shall:

- (a) Distribute its income and such part of its capital as may be required by law for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942(a) of the Code, or corresponding provisions of any subsequent Federal tax laws;
- (b) not engage or be involved in any act of self-dealing as defined in Section 4941(d) of the Code, as to give rise to any liability for the tax imposed by Section 4941(a) of the Code;
- (c) not retain any excess business holdings as defined in Section 4943(c) of the Code, so as to give rise to any liability for the tax imposed by Section 4943(a) of the Code;
- (d) not make any investments that would jeopardize the carrying out of any of its exempt purposes, within the meaning of Section 4944 of the Code, so as to give rise to any liability for the tax imposed by Section 4944(a) of the Code;
- (e) not make any taxable expenditures as defined in Section 4945(d) of the Code, so as to give rise to any liability for the tax imposed by Section 4945(a) of the Code.

#### **ARTICLE V - DIRECTORS**

**Section 5.01** The powers of the Corporation shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of, the Board of Directors. The number of members of the Board of Directors shall be as stated in the Bylaws of the Corporation but shall consist of not fewer than three. Qualification for membership on the Board of Directors shall be as stated in the Bylaws of the Corporation. Where not inconsistent with Chapter 617, Florida Statutes, and the express provisions of these Articles of Incorporation, the Board of Directors shall have all the rights, powers, and privileges prescribed by law of directors of Corporations for profit.

**Section 5.02** The names, addresses, and titles of the initial Directors of the Corporation are:

Derrick G. Jackson  
Chairman, Director, Chief Executive Officer  
13 Potterville Lane  
Palm Coast, FL 32164

Cyril R. Stubbs, Sr.  
Vice-Chairman, Director  
44 Woodborn Lane  
Palm Coast, FL 32164

Robin J. Langley  
Secretary, Director  
78 Forest Hill Drive  
Palm Coast, FL 32137

Felicia N. Clements  
Treasurer, Director  
3 Bud Field Drive  
Palm Coast, FL 32137

These initial directors shall serve for two years or until their successors are elected as provided in the Bylaws of the Corporation during a regular or special meeting of the Board of Directors.

**Section 5.03** The number, qualifications, terms of office, manner of elections, and powers and duties of directors, the number of regular meetings, the powers and duties of calling special meetings of directors, quorum requirements and other matters appropriate under the law for governance of this Corporation through its board, is as stated in the Bylaws.

#### **ARTICLE VI - EXISTENCE**

The Corporation shall have perpetual existence, or until such time as it shall be legally dissolved.

#### **ARTICLE VII - AMENDMENTS**

These articles may be amended by the affirmative vote of at least two-thirds of the Board of Directors present at any regular or special meeting provided proper notice of the changes to be made has been given and a quorum is present, or without a meeting if a consent in writing, signed by the number of Board of Directors whose votes would be necessary to authorize such amendment at a meeting, is filed in the minutes of the Corporation.

#### **ARTICLE VIII - DISSOLUTION**

Upon dissolution, all of the Corporation's assets remaining after payment of all costs and expenses of such dissolution shall be distributed:

- (a) to HOPE FELLOWSHIP CHURCH, INC. of Daytona Beach, Florida, if that organization is then a tax-exempt organization within the meaning of Section 501(c)(3) of the Internal Revenue Code, to hold and convey the same to and for some existing or future congregation, or to sell and utilize the proceeds from such sale in the discretion of Hope Fellowship Church, Inc., for the benefit of existing or future congregations, and for no other purpose,

- (b) to one or more organizations recognized by the Internal Revenue Service as one organized exclusively for Christian beliefs and purposes similar to those outlined in Article III of the Articles of Incorporation of the Corporation,
- (c) for one or more exempt purposes to any organization which shall then be qualified for exemption under Section 501(c)(3) of the Internal Revenue Code and to which a contribution shall be permitted as a deduction under Sections 170, 2055, or 2522 of the Code as applicable,
- (d) to the federal government, or
- (e) to a state or local government for a public purpose.

Any assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes, or, as the said court shall determine, to one or more such organizations as have been organized and operated exclusively for such purposes. None of the assets shall be distributed to any officer, member of the Board of Directors, or any other person or organization not described in the preceding sentence.

#### **ARTICLE IX - INDEMNIFICATION**

Every member of the Board of Directors, officer, employee, or agent of the Corporation may be indemnified by the corporation against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such members of the Board, officer, employee, or agent in connection with any threatened, pending, or completed action, suit or proceeding to which she/he may become involved by reason of her/his being or having been a member of the Board, officer, employee, or agent of the corporation, or any settlement thereof, unless adjudged therein to be liable for negligence or misconduct in the performance of her/his duties. Provided, however, that in the event of a settlement the indemnification herein shall apply only when the Board approves such settlement and reimbursement as being in the best interest of the corporation. The foregoing right of indemnification shall be in addition and not exclusive of all other rights which such member of the Board, officer, employee, or agent is entitled.

#### **ARTICLE X - BYLAWS**

The bylaws of Dominion Life Outreach, Inc. are the final authority in matters of conflict between documents except when a provision of proposal to change a provision in the bylaws would countermand the legal restrictions of a nonprofit tax exempt corporation. For such a provision or change in a provision to be the final authority, the Board of Directors must specifically vote to adopt or revoke the provision in question at a meeting as specified in the bylaws.

#### ARTICLE XI - REGISTERED AGENTS

The street address of the Corporation's initial registered office and the name of its initial registered agent are as follows:

Derrick G. Jackson  
13 Potterville Lane  
Palm Coast, FL 32164

*Having been named as registered agent to accept service of process for the above-named corporation at the place designated in this document, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

Signed

  
Derrick G. Jackson, Registered Agent

#### ARTICLE XII - OFFICERS

The initial Board of Directors shall include a Chairman, Vice-Chairman, Secretary, and Treasurer. The terms, powers, and duties of these officers and their method of election shall be governed by the Bylaws of this Corporation. The method of election shall be as stated in the Bylaws. The initial officers shall serve until their successors are elected pursuant to the Bylaws.

#### ARTICLE XIII - INCORPORATORS

The names and addresses of the Incorporators of this Corporation are:

Derrick G. Jackson  
Chairman, Director, Chief Executive Officer  
13 Potterville Lane  
Palm Coast, FL 32164

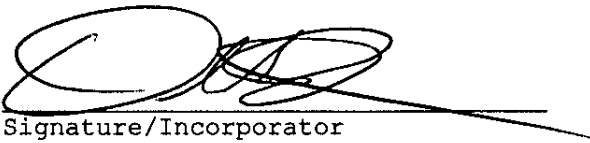
Cyril R. Stubbs, Sr.  
Vice-Chairman, Director  
44 Woodborn Lane  
Palm Coast, FL 32164

Robin J. Langley  
Secretary, Director  
78 Forest Hill Drive  
Palm Coast, FL 32137

Felicia N. Clements  
Treasurer, Director  
3 Bud Field Drive  
Palm Coast, FL 32137

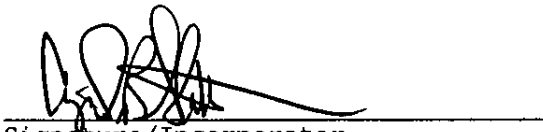


IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation of **Dominion Life Outreach, Inc.**, on this 22<sup>nd</sup> day of August, 2008.



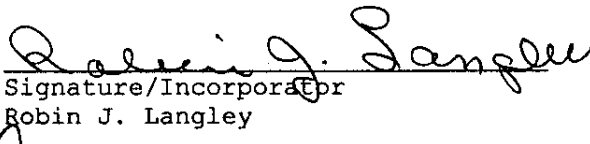
Signature/Incorporator  
Derrick G. Jackson

Date: August 22, 2008



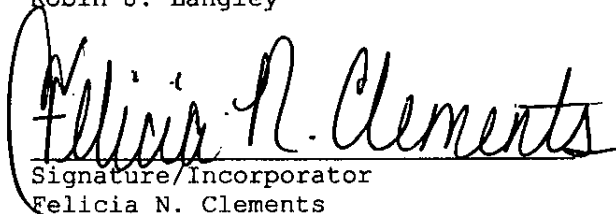
Signature/Incorporator  
Cyril R. Stubbs, Sr.

Date: August 22, 2008



Signature/Incorporator  
Robin J. Langley

Date: August 22, 2008



Signature/Incorporator  
Felicia N. Clements

Date: August 22, 2008

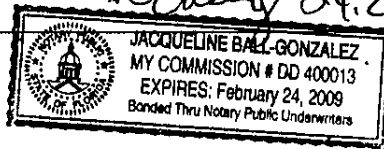
STATE OF FLORIDA )  
COUNTY OF FLAGLER )

The foregoing instrument was acknowledged and sworn to before me this 22 day of August, 2008.

[Signature]  
Notary Public Signature

Jacqueline V. Gonzalez  
Print Name

My Commission expires: February 24, 2009



**FILED**  
2008 AUG 25 P 2:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA