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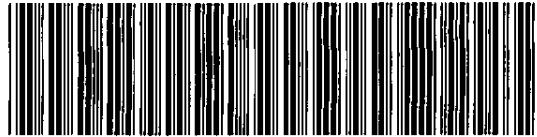
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2009 FEB 27 PM 4:42

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Burch MAR 02 2009

## COVER LETTER

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

SUBJECT: Youth Outreach Center Ministries Inc  
(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: Gregory A. Wilson  
Name (Printed or typed)

1417 So. Bumby Ave.  
Address

Orlando, FL 32806  
City, State & Zip

407-489-9499  
Daytime Telephone number

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

**Articles of Incorporation  
Of  
Youth Outreach Center Ministries Inc.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Article I  
Name**

The name of the corporation shall be **Youth Outreach Center Ministries Inc.**

**Article II  
Registered Office**

The principal place of business for the *Youth Outreach Center Ministries Inc.* shall be  
**1417 South Bumby Ave. Orlando, Florida 32806**

**Article III  
Purpose**

This corporation is organized exclusively for charitable, religious and educational purposes as specified in Section 501(c)(3) of the Internal Revenue Code of 1986 as now enacted or hereafter amended, including for such purposes, the making of distributions to organizations that also qualify as Section 501(c)(3) exempt organizations.

The purpose of this organization is:

- To support the activities of its international partners as they seek to provide community development, compassion, and education.
- Fundraise for the activities of its international partners as allowed for within Section 501(c)(3) of the Internal Revenue Code.

**Article IV  
Election of Corporate Directors**

The directors of the Corporation shall be elected in accordance with the methods and qualifications specified in the bylaws of the Corporation. In no event, shall the number of directors be fewer than three.

**Article V  
Initial Directors**

Gregory A. Wilson  
Chairman  
115 East Coleman Circle  
Sanford, FL 32773

Orlando Rivera  
Vice-Chairman  
1017 20th St.  
Orlando, FL 32805

Tom Dennen  
Secretary/Treasure  
4234 Benedictine Circle  
Orlando, FL 32812

## **Article VI Powers**

The powers of the Corporation shall be provided in the bylaws of the Corporations in accordance with Chapter 617, Florida Statutes with the following limitations within the meaning of Section 501(c)(3) of the internal Revenue Code:

1. No part of the net earnings of the corporation shall inure to any member of the corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the corporation, nor to any other private persons, excepting solely such reasonable compensation that the corporation shall pay for services actually rendered to the corporation, or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on behalf of the corporation.
2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office; and
3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.
4. The corporation shall not lend any of its assets to any officer or director of this corporation [unless such loan program is regularly conducted as part of the activities of the organization], or guarantee to any person the payment of a loan by an officer or director of this corporation.

## **Article VII Meetings**

- 1.) After incorporation, the appropriate members of the Corporation shall hold an

organizational meeting in accordance with Chapter 617, Florida Statutes, as amended.

2.) The board of directors of the Corporation may participate in a regular or special meeting by, or conduct the meeting through, the use of any means of communication which allows all directors participating to simultaneously hear one another. A director participating in such a meeting is deemed present at the meeting.

### **Article VIII**

#### **Debt Obligations and Personal Liability**

No member, officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to the payment of the debts or obligations of this corporation.

### **Article IX**

#### **Dissolution**

Upon dissolution and upon payment or adequate discharge of all liabilities and obligations, the assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of § 501(c)(3) of the Internal Revenue Code, as amended, or shall be distributed to the Federal, State or Local government for a public purpose.

### **Article X**

#### **Initial Registered Agent**

The Registered Agent and Registered Office of the Corporation is:

Gregory A. Wilson  
1417 South Bumby Ave.  
Orlando, FL 32806

#### **ACCEPTANCE BY REGISTERED AGENT**

Having been appointed the Registered Agent of the *Youth Outreach Center Ministries, Inc.*, and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment 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.

  
\_\_\_\_\_  
Signature/Registered Agent

2-25-09  
Date

Gregory A. Wilson

**Article XI**  
**Incorporator**

The name and office of the Incorporator is:

Gregory A. Wilson  
1417 South Bumby Ave.  
Orlando, FL 32806

Gregory A. Wilson  
Signature/Incorporator

2-25-09  
Date

Gregory A. Wilson