

No 9000002685

Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION

VALERIE GILCHRIST MINISTRIES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
VALERIE GILCHRIST MINISTRIES, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I
NAME**

The name of the corporation shall be "Valerie Gilchrist Ministries, Inc."

**ARTICLE II
PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The principle place of business and mailing address of this corporation shall be:
1277 SE First Avenue
Arcadia, FL 34206
DeSoto County

**ARTICLE III
PURPOSE(S)**

The purposes of which this corporation is organized is to engage in any activity or business permitted under the laws of the State of Florida and of the United States including but not limited to:

To work in partnership with Christian churches or other entities by facilitating strategic planning seminars that identify mission, vision, duties and responsibilities, establish Great Commission performance objectives, design process driven success tools, publish documents of aforementioned for monitoring success and provide/refer resources to enhance success.

The purpose is to operate in a manner necessary and appropriate to carry out the changing needs of the exercise of the foregoing purpose, including anything that is lawful under the State of Florida Statutes.

**ARTICLE IV
TERM OF EXISTENCE**

The corporation shall have perpetual existence starting on the date these articles of incorporation are filed with the Florida Department of State.

**ARTICLE V
INITIAL DIRECTORS APPOINTMENT**

The directors will be appointed by Spiritual passion driven character, personalities, and professions that are beneficial to the operation of the Organization. They shall be standing directors until resignations.

**ARTICLES OF INCORPORATION
VALERIE GILCHRIST MINISTRIES, INC.**

**ARTICLE VI
OFFICERS/DIRECTORS**

Its board of directors shall manage the business of the corporation. The maximum number of directors may be increased or diminished from time to time by amendment to the bylaws in accordance therewith, but shall never be less than three (3). The initial directors of the corporation shall be:

Valerie Gilchrist	CEO/President 1277 SE First Avenue Arcadia, FL 34286
Pastor Walter T. Branch	Board Chairperson 403 E. Pine Street Arcadia, FL 34266
Bishop Gasper Anastasi	Board Director, Secretary 2150 Collier Avenue Ft. Myers, FL 33901
Mr. Walter Gilchrist	Board Director/Treasurer 335 Kingston St S St Petersburg FL 33711

**ARTICLE VII
MEETINGS BY CONFERENCE TELEPHONE**

Members of the Board of Directors may participate in special, regular and annual meetings of the Board of Directors by means of conference telephone, virtual conference by computer, or similar communications equipment as provide by law.

**ARTICLE VIII
INDEMNIFICATION**

The corporation may be empowered to indemnify any director, or any former director in the manner set out and provided for in the bylaws of this corporation and pursuant to the provisions of the Florida Business Corporation Act as amended.

**ARTICLE IX
AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by the Florida Business Corporation Act, as amended. Every amendment shall be approved by the Board of Directors.

**ARTICLE X
501 (C) 3**

It is the purpose of this Corporation to not be organized for pecuniary profit and no power to declare dividends. No part of its net earnings shall inure to the benefit of any

**ARTICLES OF INCORPORATION
VALERIE GILCHRIST MINISTRIES, INC.**

member, director, or individual. The balance, if any, of all money received by the Corporation from its operations after payment in full of all operating expenses, debts, and obligations of the Corporation of whatsoever kind and nature as they become due shall be used to make advance payments on loans owed by the Corporation, or for some related purpose.

Upon dissolution of Valerie Gilchrist Ministries, Inc. whether voluntary or involuntary, the Board shall, after the payment or provisions for payment of all liabilities and obligations, and upon the return, transfer or conveyance of all assets held conditionally (which condition occurs by reason of dissolution), dispose of all assets exclusively for the purpose of said corporation in such manner or to such organization(s), organized and operate exclusively for the purposes as shall at the time qualify as an exempt organization(s), under Section 501(C)3 of the Code as the Board shall determine.

**ARTICLE XI
INITIAL REGISTERED AGENT AND ADDRESS**

The name of the initial Registered Agent and street address is: Valerie Gilchrist, President/CEO, 1277 SE First Avenue, Arcadia, FL 34266, DeSoto County.

**ARTICLE XII
INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:
Valerie Gilchrist
1277 SE First Avenue
Arcadia, FL 34266

IN WITNESS WHEREOF, the undersigned incorporator has set his hand and acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 17 day of MARCH 2009.

**ARTICLES OF INCORPORATION
VALERIE GILCHRIST MINISTRIES, INC.**

**CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

To: The Department of State
Tallahassee, FL 32314

Pursuant to the provisions of Section 807.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designation of the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

Valerie Gilchrist Ministries, Inc.

2. The name and address of the registered agent and office is:

Valerie Gilchrist
1277 SE First Avenue
Arcadia, FL 34266

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OR PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED BY 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 POSITIONS AS REGISTERED AGENT.

Signature:

Valerie Gilchrist

Valerie Gilchrist

Registered Agent/Incorporator

Date:

3/17/09