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APR 14 2009 D. A. WHITE



OLD CITY BUILDING 201 EAST GOVERNMENT ST., STE. 20 PENSACOLA. FL 32502 TEL: (850) 433-6264

FAX: (850) 433-6222 www.wtimothyweekley.com

8 April 2009

Florida Department of State Attn: Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

RE: Wes Weekley Ministries, Inc.

Dear Sir or Madam:

The enclosed Articles of Incorporation are submitted for filing. Please find a check in the amount of \$78.75 for the required filing fees, registered agent designation and a certified copy.

Please return all correspondence concerning this matter to the following:

W. Timothy Weekley W. Timothy Weekley, P.A. 201 E. Government Street, Suite 20 Pensacola, FL 32501

Hich Wally

For further information concerning this matter, please contact us at the number listed above.

Kindest Regards,

W. Timothy Weekley

WTW/pjc

Enclosures

#### **ARTICLES OF INCORPORATION**

FILED

**OF** 

2009 APR 13 P 1:00

WES WEEKLEY MINISTRIES, INC.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

A Secretary of the

#### **INTRODUCTION**

In compliance with the requirements of F.S. Chapter 617, the undersigned hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a corporation, not for profit, under the laws of Florida.

## ARTICLE I CORPORATION

- 1.1 Name. The name of the corporation shall be WES WEEKLEY MINISTRIES, INC., a Florida nonprofit corporation (the "Corporation").
- 1.2 <u>Non-Stock Status</u>. The Corporation shall be without capital stock and will not operate for profit.
- 1.3 <u>Term.</u> WES WEEKLEY MINISTRIES, INC. shall have perpetual duration. Its corporate existence shall commence upon filing of the original Articles of Incorporation with the Secretary of State of Florida.

## ARTICLE II PRINCIPLE AGENT, REGISTERED AND PRINCIPAL OFFICE

**2.1** Registered Agent. The name and address of the Corporation's initial registered agent for service of process, at the time of execution of these Articles of Incorporation, are:

Wes Weekley 3836 Andrew Jackson Drive Pace, FL 32571 **2.2** Registered and Principal Office. At the time of execution of these Articles of Incorporation, the mailing address for the registered office of the Corporation, which shall be the same as its principle place of business, is 3836 Andrew Jackson Drive, Pace, Florida 32571.

## ARTICLE III STATEMENT OF PURPOSE

3.1 Statement of Purpose. WES WEEKLEY MINISTRIES, INC. is a not for profit corporation organized for missionary, religious, educational, benevolent and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law)(the "Code"), including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code. It is to engage in religious, missionary, and charitable works and in the conduct, establishment, growth of churches, hospitals, clinics, dispensaries, schools, Bible institutes, orphanages and Christian community works in the United State of America and abroad.

#### ARTICLE IV POWERS

**4.1 General.** WES WEEKLEY MINISTRIES, INC. shall have all the rights and powers customary and proper for tax exempt nonprofit corporations, including the powers specifically enumerated for nonprofit corporations in Chapter 617 of the Florida Not for Profit Corporation

### ARTICLE V LIMITATION OF POWERS

5.1 No Private Inurement. No part of the net earnings of WES WEEKLEY MINISTRIES, INC. shall inure to the benefit of, or be distributed to directors, officers, or private persons, except that WES WEEKLEY MINISTRIES, INC. shall be authorized and empowered to pay

reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in these Articles.

- MINISTRIES, INC. shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and WES WEEKLEY MINISTRIES, INC. shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.
- 5.3 No Unpermitted Activities. Notwithstanding any other provision of these Articles, Wes Weekley Ministries, Inc. shall not carry on any 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 or any corresponding section of any future federal tax code or by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 or any corresponding section of any future federal tax code.
- Directors, Wes Weekley Ministries, Inc. may cease corporate activities and dissolve and liquidate Wes Weekley Ministries, Inc. Upon the dissolution of Wes Weekley Ministries, Inc. the last Directors shall make provision for the payment of all the liabilities of Wes Weekley Ministries, Inc. and shall distribute the assets of Wes Weekley Ministries, Inc. for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of the 1986 or any corresponding section of any future federal tax code, to such organizations organized and operated exclusively for such purposes. Assets not so distributed shall be disposed of by the Circuit Court in and for Santa Rosa County, Florida, exclusively for

such purposes or to such organizations, as that Court shall determine, which are organized and operated exclusively for such purposes.

#### ARTICLE VI DIRECTORS

- **6.1 General.** The corporation is organized on a non-stock basis and shall have no members. The powers of this corporation shall be exercised, its property controlled, and its affairs under the direction of and conducted by the directors of the corporation.
- **6.2** Number. The number of Directors shall be established by the Board of Directors and shall not be less than three (3) Directors.
- **Selection.** Any Board member may nominate a person or persons to serve as Director and those nominated persons receiving approval of two-thirds (2/3) of the existing Directors shall be appointed as Directors.
- **6.4 Term.** The term of each Director shall be for three (3) years. A Director may be appointed for successive three (3) year terms. The names and addresses of the persons who will serve on the initial board of directors are:

Names	Addresses
Wesley W. Weekley	3836 Andrew Jackson Drive Pace, Florida 32571
Delia M. Weekley	3836 Andrew Jackson Drive Pace, Florida 32571
Pamela Cecil	1355 Sterling Point Drive Gulf Breeze, FL 32563

- **Removal.** A Director may be dismissed from the Board of Directors by the President with the approval of the Board of Directors, if the Director is derelict in his or her responsibilities.
- **6.6** Meetings. At least two (2) meetings of the Board of Directors shall be held each year, approximately six (6) months apart. Special meetings shall be held from time to time, as called and at the time announced by the President. A majority of Directors must be present to constitute a quorum at any meeting of the Board of Directors.
- MINISTRIES, INC.'s debts, liabilities, or other obligations. Directors, officers, employees and agents of Wes Weekley Ministries, Inc. shall be held harmless and indemnified by Wes Weekley Ministries, Inc. to the fullest extent allowed by law for all acts or omissions performed or not for or on behalf of Wes Weekley Ministries, Inc. Wes Weekley Ministries. Inc. may secure a policy or policies of insurance for such purposes.

## ARTICLE VII OFFICERS

- 7.1 <u>Designation of Officers.</u> The officers of WES WEEKLEY MINISTRIES, INC. may consist of a President, Vice-President, Secretary and Treasurer serving WES WEEKLEY MINISTRIES, INC. under the President and Board of Directors. Any two or more offices may be held by the same person except the offices of president and secretary.
- 7.2 Selection and Dismissal. All officers of WES WEEKLEY MINISTRIES, INC. shall be recommended for appointment or dismissal by the President and approved by two thirds (2/3) of the Board of Directors. In the event of the death, resignation, or dismissal of the President, his or her successor shall be appointed by at least two-thirds of WES WEEKLEY MINISTRIES, INC.'s Board of Directors. This action shall take place at a meeting after a ten (10) day written notice to

the members of the Board of Directors. The President may be dismissed or disciplined by a two-thirds (2/3) vote of WES WEEKLEY MINISTRIES, INC.'s Board of Directors. All voting on the matter must be by secret ballot and the President shall not preside at such meetings.

## ARTICLE VIII BYLAWS

**8.1** Bylaws, if adopted, may be adopted or rescinded by a two-thirds (2/3) vote of the Board of Directors. The Bylaws may in no way alter any powers, prohibitions, or provisions stated in these Articles.

## ARTICLE IX AMENDMENTS

9.1 These Articles of incorporation may be amended with the recommendation of the President and by a two-thirds (2/3) vote of all the Board of Directors.

**IN WITNESS WHEREOF**, I, the undersigned Incorporator, do hereby execute these Articles of Incorporation in duplicate and verify and affirm under the penalties of perjury that the facts stated herein are true to the best of my knowledge and belief.

Wesley W. Weekle

**Incorporator** 

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#### ACCEPTANCE AS REGISTERED AGENT

I, Wesley W. Weekley, do hereby accept appointment as Registered Agent of WES WEEKLEY MINISTRIES, INC., a corporation organized not for profit under the laws of the State of Florida, and am familiar with and accept the obligations of that position pursuant to F.S. 607.0501.

The foregoing instrument was acknowledged before me this 7 day of a pril , who is personally known to me or who produced Florida Drivers before me this 7 as identification and who

did/did not take an oath.

Mattie Rivera

Commission #DD617949

Expires: NOV. 27, 2010

WWW AARD MOTARY.com

State of Florida at Large

My Commission Expires: November 27 2010