

N 110000006814

(Requestor's Name)

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☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

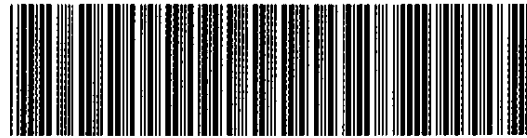
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W11-35572

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07/01/11--01016--023 **78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 JUL 19 AM 11:48

COVER LETTER

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

SUBJECT: Victory House 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: David E. Lee

Name (Printed or typed)

6200 West Fairfield Drive

Address

Pensacola, Florida 32506+3448

City, State & Zip

(850) 291-2999

6200 West Fairfield Drive
Pensacola, Florida
Telephone number

contact@vhministries.org

E-mail address: (to be used for future annual report notification)

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED

11 JUL 19 AM 10:55

DIVISION OF CORPORATIONS

July 5, 2011

DAVID E. LEE
6200 WEST FAIRFIELD DRIVE
PENSACOLA, FL 32506-3448

SUBJECT: VICTORY HOUSE MINISTRIES, INC.
Ref. Number: W11000035572

We have received your document for VICTORY HOUSE MINISTRIES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6962.

Valerie Herring
Regulatory Specialist II
New Filing Section

Letter Number: 211A00015974

FILED
STATE
SECRETARY OF CORPORATION
DIVISION
11 JUN 19 11:48

ARTICLES OF INCORPORATION OF Victory House Ministries, Inc.

The undersigned, acting as incorporator of a corporation under the Not for Profit Corporation Act of the State of Florida, adopt the following articles of incorporation for such corporation:

ARTICLE I: The name of the corporation, hereinafter referred to as the "Corporation" is **Victory House Ministries, Inc.**

ARTICLE II: The period of duration of the Corporation is perpetual.

ARTICLE III: The initial street and mailing address in the state of Florida of the initial registered office and place of business of the Corporation is 6200 West Fairfield Drive, Pensacola, Florida 32506 and the name of the initial registered agent at such address is David E. Lee.

ARTICLE IV: The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The Corporation may receive and administer funds for scientific, religious, educational, and charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 and to that end, the Corporation is empowered to hold any property, or any undivided interest therein, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-Laws of the Corporation, or any applicable laws, to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Not-for-Profit Corporation Law. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE V: The initial board of directors shall consist of at least five (5) members, who need not be residents of the state of Florida. The names and addresses of the persons who shall serve as directors until the first annual meeting of members, or until their successors shall have been elected and qualified, are as follows:

Executive Dir., David E. Lee, 6200 West Fairfield Drive, Pensacola, Florida 32506
Treasurer, David Love, 6200 West Fairfield Drive, Pensacola, Florida 32506
Secretary, Daniel Thompson, 6200 West Fairfield Drive, Pensacola, Florida 32506
Board Member, Travis Shelton, 6200 West Fairfield Drive, Pensacola, Florida 32506
Board Member, Christi Lovelace, 6200 West Fairfield Drive, Pensacola, Florida 32506.

ARTICLE VI: No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes, and no member, trustee, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

ARTICLE VII: The territory in which the operations of the Corporation are principally to be conducted is the United States of America and its territories and possessions, but the operations of the Corporation shall not be limited to such territory.

ARTICLE VIII: Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to one or more charitable, religious, scientific, testing for public safety, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended, or 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 the Court of Common Pleas 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.

ARTICLE IX:

Section 1 — Terms: All board members shall serve two-year terms, but are eligible for re-election for up to seven consecutive terms.

Section 2 — Meetings and notice: The board shall meet at least quarterly, at an agreed upon time and place. An official board meeting requires that each board member have written notice at least two weeks in advance.

Section 3 — Board elections: New directors and current directors shall be elected or re-elected by the voting representatives of members at the annual meeting. Directors will be elected by a simple majority of members present at the annual meeting.

Section 4 — Election procedures: A Board Development Committee shall be responsible for nominating a slate of prospective board members representing the associations diverse constituency. In addition, any member can nominate a candidate to the slate of nominees. All members will be eligible to send one representative to vote for each candidate, for up to 10 available positions each year.

Section 5 — Quorum: A quorum must be attended by at least sixty percent of board members for business transactions to take place and motions to pass.

Section 6 — Vacancies: When a vacancy on the board exists mid-term, the secretary must receive nominations for new members from present board members two weeks in advance of a board meeting. These nominations shall be sent out to board members with the regular board meeting announcement, to be

ARTICLE IX: (Cont.)

voted upon at the next board meeting. These vacancies will be filled only to the end of the particular board member's term.

Section 7 — Resignation, termination, and absences: Resignation from the board must be in writing and received by the Secretary. A board member shall be terminated from the board due to excess absences, more than four straight, unexcused absences from board meetings in a year. A board member may be removed for other reasons only by a unanimous vote of the remaining directors and members.

ARTICLE IX: The initial incorporator of the Corporation will be Daniel Thompson who resides at 6200 West Fairfield Drive, Pensacola, Florida 32506. IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of Incorporation at 6200 West Fairfield Drive, Pensacola, Florida on this day 15th of July in the year 2011.

X

[Signature]
Signature

Daniel Thompson

Print name

ARTICLE X: The registered agent, David E. Lee, of the initial registered office and place of business of the Corporation at 6200 West Fairfield Drive, Pensacola, Florida 32506, do hereby by my signature below am in witness thereof with the familiarity and accept the duties and responsibilities as Registered Agent.

X

[Signature]
Signature

David E. Lee

Print name

11 JUL 19 AM 11:48

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this day 15th of July in the year 2011.

[Signature]
Notary Public James A. Ford, Jr.

State of Florida

My Commission Expires: Oct. 28, 2013

