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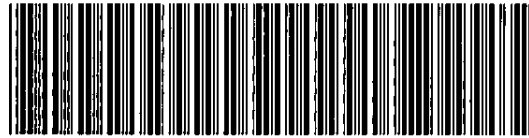
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TALLAHASSEE, FLORIDA

COVER LETTER

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

SUBJECT: Orange Park Bible Church 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: Bruce D. McKee

Name (Printed or typed)

12600 Deerfield Parkway, Suite 100

Address

Alpharetta, GA 30004

City, State & Zip

678-636-9027

Daytime Telephone number

bruce@mckeecounsel.com

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

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

ARTICLES OF INCORPORATION OF
ORANGE PARK BIBLE CHURCH MINISTRIES, INC.
A NONPROFIT CORPORATION

ARTICLE I. NAME

The name of the corporation is:

Orange Park Bible Church Ministries, Inc.

ARTICLE II. AUTHORITY

The corporation ("Church") is organized pursuant to the provisions of the Florida Not For Profit Corporation Act as amended.

ARTICLE III. PURPOSES

The Church is organized exclusively for religious, charitable, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States internal revenue law), including but not limited to establishing and maintaining a church that will worship God by proclaiming the Gospel of Jesus Christ and building up Christian believers through various means and methods, in accordance with the teaching of the Holy Bible, and distributions to or for the use of organizations exempt at the time under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision

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of any future United States internal revenue law). Subject to the foregoing, the Church has all powers authorized for nonprofit corporations, and not prohibited to nonprofit corporations, under the Florida Not For Profit Corporation Act.

ARTICLE IV. RESTRICTIONS

Section 1. No Private Inurement. No part of the net earnings or property of the Church may inure to the benefit of, or be distributable to, its directors, trustees, officers, or other private persons; except that the Church is 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 III hereof. The Church may not have capital stock or shareholders.

Section 2. No Substantial Lobbying. No substantial part of the activities of the Church may be the carrying on of propaganda, or otherwise attempting to influence legislation.

Section 3. No Political Campaigning. The Church may 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.

Section 4. Irrevocable Dedication. The income and assets of the Church are irrevocably dedicated to its exclusive purposes.

ARTICLE V. DIRECTORS

Section 1. **Number.** The Board of Directors must consist of not fewer than three (3) members, and of not more than a maximum number determined by the Bylaws of the Church as amended from time to time.

Section 2. **Powers.** The Board of Directors governs the Church, and has all the rights and powers of a board of directors under the laws of the State of Florida and of the United States, as well as such other rights and authority as are herein granted. Such rights and powers include, but are not limited to, the power to adopt and amend the Bylaws and other corporate governing documents (except these Articles of Incorporation), by a majority vote, in any way not inconsistent with the Articles of Incorporation, the laws of the State of Florida, or the laws of the United States. The Church may provide by express provision in its Bylaws that the Board of Directors will be identified by a different name, whether Board of Elders, Board of Trustees, or some other name. Such change in name will not of itself change the character of the board as the governing board of the Church, or the rights and powers of the board, and the provisions of these Articles of Incorporation will continue to apply to the board in the same way as prior to the name change.

Section 3. **Term.** The term of each member of the Board of Directors is as established in the Bylaws.

Section 4. **Election.** The nomination and election of each member of the Board of Directors will be as established in the Bylaws.

Section 5. Amendment. The Board of Directors has the power to amend these Articles of Incorporation, by a majority vote of the Directors then in office, in any way not inconsistent with the laws of the State of Florida or of the United States.

Section 6. Initial Directors. The initial Board of Directors consists of four (4) members, whose names and addresses are:

Brian Shepherd
2631 Fox Creek Drive
Jacksonville, FL 32221

Scott Moore
1277 Avondale Ave.
Jacksonville, FL 32205

Chuck Sowers
1708 Shoreline Place
Orange Park, FL 32073

Mike Carryl
1372 Edgewood Ave. S.
Jacksonville, FL 32205

ARTICLE VI. MEMBERS

Section 1. Members. The Church has members whose qualifications, election, rights, and duties are as specified in the Bylaws.

Section 2. Election. The Board of Directors appoints the initial members of the Church. Thereafter, the election of members will be as established in the Bylaws.

Section 3. Amendment. In the Bylaws, the Board of Directors may delegate to the members the power to amend these Articles of Incorporation in any way not inconsistent with the laws of the State of Florida or of the United States. In the Bylaws, the Board of Directors also may delegate to the members the power to adopt and amend the Bylaws and other corporate governing documents other than these Articles of Incorporation in any way not inconsistent with these Articles of Incorporation, the laws of the State of Florida, or the laws of the United States.

ARTICLE VII. POWERS

Section 1. General. The Church has all the rights and powers customary and proper for tax-exempt nonprofit corporations, including the powers specifically enumerated in Section 617.302 of the Florida Code as amended.

Section 2. Restrictions. Notwithstanding any other provisions of these Articles of Incorporation, the Church may 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, or by a corporation to which contributions are deductible under Sections 170(b)(1)(A) or (B) and 170(c)(2) of the Internal Revenue Code (or the corresponding provisions of any future United States internal revenue law).

Section 3. Charitable Trusteeship Etc. The Church is empowered to hold or administer property for the purposes stated in Article III, including the power to act as trustee.

ARTICLE VIII. DISSOLUTION

Section 1. Dissolution. The Board of Directors may cease corporate activities and dissolve and liquidate the Church, by two-thirds vote.

Section 2. Liquidation. Upon the dissolution of the Church, the Board of Directors must pay or make provision for the payment of all of the liabilities of the Church, and thereafter dispose of all of the assets of the Church (i) exclusively for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States internal revenue law), in such manner as the Board of Directors

determines, (ii) or to such organization or organizations organized and operated exclusively for charitable, educational, religious, literary, or scientific purposes as at the time qualify as an exempt organization or organizations under Section 501(c)(3), and at the time are described in Section 170(c)(2) of such Code, as the Board of Directors determines.

Section 3. Contingent Provision. If any such assets are not so disposed of, the appropriate court of the county in which the principal Florida office (or if none the Florida registered office) of the Church is then located will dispose of such assets exclusively for the purposes stated in Article III herein, and exclusively to such organization or organizations which are organized and operated exclusively for such purposes and at the time qualify as an exempt organization or organizations under such Section 501(c)(3), as said court determines.

ARTICLE IX. INITIAL OFFICE AND AGENT

Section 1. Registered Office. The street address of the initial registered office of the Church is 505 Blanding Boulevard, Orange Park, Florida 32073, and the name of its initial registered agent at that address is Brian Shepherd.

Section 2. Principal Office. The mailing address of the initial principal office is 505 Blanding Boulevard, Orange Park, Florida 32073.

ARTICLE X. INCORPORATOR

Section 1. Incorporator. The name and address of the incorporator, who is a citizen of the United States, is:

Bruce D. McKee
McKee Counsel, P.C.
12600 Deerfield Parkway, Suite 100
Alpharetta, Georgia 30004

IN WITNESS WHEREOF, the undersigned incorporator or attorney for and representative of the incorporator has executed these Articles of Incorporation, pursuant to the Florida Not For Profit Corporation Act.

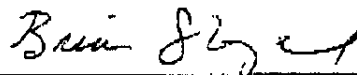
BY: 

Bruce D. McKee
McKee Counsel, P.C.
12600 Deerfield Parkway, Suite 100
Alpharetta, Georgia 30004

**CONSENT TO SERVE AS
REGISTERED AGENT**

I hereby accept my appointment as registered agent at the registered office shown below my name for Orange Park Bible Church Ministries, Inc. I am familiar with and accept the obligations of the position of registered agent. This consent remains effective until such time as a new registered agent is appointed.

This 12 day of October, 2011.



Brian Shepherd
505 Blanding Boulevard
Orange Park, FL 32073

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