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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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MAIL

(Business Entity Name)

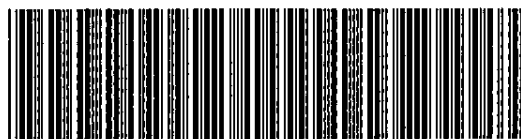
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01/03/12--01052--001 **35.00

12/02/11--01004--019 **35.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12 JAN -3 PM 12:53

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AND
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1/14

SHELL, FLEMING, DAVIS & MENGE
ATTORNEYS AT LAW

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GEOFFREY P. BRODERSEN
MAUREEN DUGNAN
Board Certified Criminal Trial Lawyer
Also Licensed In New York
PATRICK J. HAMMERGREN
CHARLES L. HOFFMAN, JR.
LL.M. in Taxation
DANNY L. KEPNER
Board Certified Civil Trial Lawyer
LOUIS A. (TRIP) MAYGARDEN, III
JILL K. SATTERWHITE
LL.M. in Taxation
Also Licensed In Alabama
JAMES A. SHEA, JR.
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OF COUNSEL:
THURSTON A. SHELL
FLETCHER FLEMING

ROLLIN D. DAVIS, JR.
(1932-2002)
M.J. MENGE
(1936-2007)

226 PALAFOX PLACE
NINTH FLOOR, SEVILLE TOWER
PENSACOLA, FLORIDA 32502

MAIL TO:
POST OFFICE BOX 1831
PENSACOLA, FLORIDA 32591-1831

December 29, 2011

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

Attention: Valerie Herring

Re: National Day of Prayer Florida Task Force, Inc.

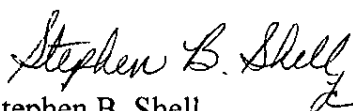
Gentlemen:

Enclosed for filing are original and one copy of Articles of Incorporation for the referenced Florida non-profit corporation along with this firm's check for \$35.00 in payment of the balance due on the filing fee. For ease of reference, enclosed is a copy of your December 5, 2011 letter returning the articles due to insufficient filing fees.

Thank you for your assistance in this matter.

Very truly yours,

SHELL, FLEMING, DAVIS & MENGE


Stephen B. Shell

SBS:lfc
Enclosures

B3203.00000



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 5, 2011

JOSEPH R. MILLER
112A INDUSTRIAL BLVD
PENSACOLA, FL 32505

SUBJECT: NATIONAL DAY OF PRAYER FLORIDA TASK FORCE, INC.
Ref. Number: W11000060893

We have received your document for NATIONAL DAY OF PRAYER FLORIDA TASK FORCE, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$35.00.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

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: 011A00027167

APPROVED
FILED

ARTICLES OF INCORPORATION

12 JAN -3 PM 1:38

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**NATIONAL DAY OF PRAYER FLORIDA TASK FORCE, INC.,
A FLORIDA NOT-FOR-PROFIT CORPORATION**

**ARTICLE I
NAME**

The name of the Corporation is **NATIONAL DAY OF PRAYER FLORIDA TASK FORCE, INC., a FLORIDA NOT-FOR-PROFIT CORPORATION**

**ARTICLE II
PRINCIPAL PLACE OF BUSINESS**

The initial street address in this state, where the principal office of the Corporation is to be located, is 112A Industrial Blvd, Pensacola, Escambia County, Florida 32505

**ARTICLE III
PURPOSE**

(A) The Corporation is organized exclusively for the following purposes: religious, charitable, scientific, literary, educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations or for the prevention of cruelty to children or animals, as specified in Subsections 501(c)(3) and 2055 (a)(2) of the Internal Revenue Code of 1986. Specifically, the purposes of this Corporation are to mobilize prayer in America and to encourage personal repentance and righteousness in the culture. The Corporation shall be entitled to engage in any lawful act or activity for which non-profit corporations may be organized under the laws of the State of Florida, but specifically excluding any activities inconsistent with or contrary to this Article III. None of the Corporation's money may be used, directly or indirectly, for military action or terrorism.

(B) No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to any member, trustee, director, or officer of the Corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation); and no member, trustee, director or 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.

(C) No substantial part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting to influence legislation [except as otherwise provided by Internal Revenue Code Subsection 501(h)] or participating in or intervening in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

(D) Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Subsection 501(c)(3) of the Internal Revenue Code of 1986 or (ii) by a corporation contributions to which are deductible under Subsections 170(c)(2) and 2055(a)(2) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

(E) In the event of liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary or by operation of law, all of the remaining assets and property of the Corporation shall, after necessary expenses thereof, be distributed to such organizations as shall qualify under Subsections 501(c)(3) and 2055(a)(2) of the Internal Revenue Code of 1986, as amended or the corresponding provisions of any future United States Internal Revenue law.

(F) Any other provisions herein notwithstanding, no member, trustee, director, officer or private individual shall engage in any act of self-dealing as defined in Subsection 4941 of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax law; nor fail to distribute an amount of income required to avoid incurring tax liability under Subsection 4942 of the Internal Revenue Code of 1986 or corresponding provisions of subsequent federal tax law; nor retain any excess business holdings as defined in Subsection 4943 of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws; nor make any taxable expenditures as defined in Subsection 4945 of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax law.

ARTICLE IV **DIRECTORS**

There shall be not less than three (3) and not more than nine (9) members of the Board of Directors of the Corporation. Additional Directors may be added from time to time by the majority vote of Directors then serving.

The names and addresses of the persons who are to serve as Directors until the first election thereof are as follows:

<u>Name</u>	<u>Address</u>
Joseph R. Miller	112A Industrial Blvd Pensacola, Florida 32505
Karina M. Miller	112A Industrial Blvd Pensacola, FL 32505

Vivian Logsdon	3005 E. Avery St Pensacola, Florida 32503
Dennis L. Godwin	3516 Parkwood Ave Pensacola, Florida 32504
Myrian Correa	5920 Last Big Tree Lane Pensacola, Florida 32505
Samantha E. Dorsett	8415 Harbour Square Dr Pensacola, Florida 32514
Thomas E. Logsdon	3005 E. Avery St Pensacola, Florida 32503

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the Bylaws of this Corporation authorize the Board to so act. Such a statement shall be prima facie evidence of such authority.

ARTICLE V

REGISTERED OFFICE AND AGENT

The street address of this Corporation's initial registered office in Florida is 112A Industrial Blvd, Pensacola, Florida 32505, and the name of its initial registered agent at that address is Joseph R. Miller. The principal place of business shall also be at that same address.

ARTICLE VI

MEMBERSHIP

Unless otherwise provided in the Corporation's Bylaws, the Corporation shall not have any members and shall be considered a non-membership organization.

ARTICLE VII

CONTROL OF CORPORATION

The Corporation shall be governed by its Board of Directors, the Directors of

which shall serve indefinitely unless sooner removed by their own resignation or by the majority vote of a quorum of the Board of Directors. The Board of Directors may, however, delegate so much of its authority to officers of the Corporation, committees composed of directors, officers or individuals, or any combination thereof, as it deems advisable to fulfill its tax-exempt purposes.

ARTICLE VIII **NONSTOCK CORPORATION**

The Corporation shall be considered organized on a non-stock basis, and therefore, certificates of shares of stock in the Corporation shall not be issued.

ARTICLE IX **BYLAWS**

The first Bylaws of the Corporation will be adopted by the Board of Directors named herein. Upon proper notice, the Bylaws may be amended, altered or rescinded by the affirmative vote of fifty-one percent (51%) of the Board of Directors.

ARTICLE X **AMENDMENTS**

These Articles of Incorporation may be amended at any meeting of the Board of Directors by the affirmative vote of fifty-one percent (51%) of its Directors at any regular meeting or at any special meeting called for that purpose, provided that such proposed amendments shall be plainly stated in the call for the meeting in which they are to be considered.

ARTICLE XI **INCORPORATOR**

The name and address of the subscriber of these Articles of Incorporation is:

Name

Address

Joseph R. Miller

112A Industrial Blvd
Pensacola, Florida 32505

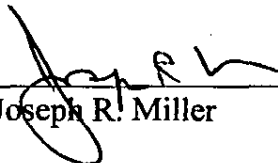
ARTICLE XII

This corporation shall enjoy and be subject to the benefits, privileges and immunities, restrictions, liabilities and obligations, as provided for not for profit corporations generally by the law of the land and which are held applicable to not for profit corporations organized under the provisions of Chapter 617 of the Florida Statutes or such chapter as amended or modified.

ARTICLE XIII

All references in these Articles of Incorporation to the Internal Revenue Code shall include the Internal Revenue Code of 1986 as it now exists, future amendments to the sections cited, and corresponding sections of future laws, together with all valid regulations thereunder.

IN WITNESS WHEREOF, I have subscribed my name this 30 day of
October, 2011.




Joseph R. Miller

STATE OF FLORIDA

COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 16 day of ^{NOVEMBER}~~October~~, 2011, by Joseph R. Miller, who (✓) is personally known to me or () has produced a valid driver's license as identification and did take an oath.



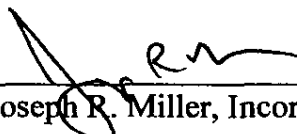
Notary Public, State of Florida
My Commission expires: MAY 03, 2014



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

The following is submitted, in compliance with Chapter 607.0202 and 607.0501(3), Florida Statutes:


National Day of Prayer Florida Task Force, Inc., a nonprofit corporation organized under the laws of the State of Florida, has named Joseph R. Miller, 112A Industrial Blvd, Pensacola, Florida 32505, its agent to accept service of process within Florida,



Joseph R. Miller, Incorporator

ACCEPTANCE:

I agree to act as Resident Agent for National Day of Prayer Florida Task Force, Inc. to accept Service of Process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the Florida designated address) in some conspicuous place in office as required by law.



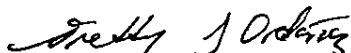
Joseph R. Miller
Resident Agent

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TALLAHASSEE, FLORIDA
12-3 PM 11:46
FILED

STATE OF FLORIDA

COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 16 day of ^{NOVEMBER} ~~October~~, 2011, by Joseph R. Miller, who (☒) is personally known to me or (☐) has produced a valid driver's license as identification and did take an oath.



Notary Public, State of Florida
My Commission expires: MAY 03, 2014

