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## AMENDED ARTICLES OF INCORPORATION SECRETARY OF STATE TALLAHASSEE, FLORID.

OF

#### REALITY RANCH MINISTRIES, INC.

We, the undersigned, acknowledge and file in the Office of the Secretary of the State of Florida, for the purpose of Amending the Articles of Incorporation of a corporation not for profit in accordance with the laws of the State of Florida, these Amended Articles of Incorporation, as by law provided.

#### ARTICLE I

#### Name

1.1 The name of the Corporation shall be Reality Ranch Ministries, Inc., hereinafter referred to as the "Corporation," and the principal office shall be located at 1980 State Road 66, Zolfo Springs, Florida 33890 The mailing address shall be 1980 State Road 66, Zolfo Springs, Florida 33890.

#### ARTICLE II

#### Purposes and Powers

- Purposes. The purposes for which the Corporation is formed are as follows: 2.1
- To disseminate the Gospel of Jesus Christ and the Word of God, to A. the end that people may be evangelized and believers may be conformed to the image of Jesus Christ.
- B. To regularly assemble together the members of this Corporation for fellowship one with another both in large public congregations and in small fellowship groups in houses and other places, to worship God in spirit and in truth and to cooperate in the building up of the whole body of Christ.
  - C. To provide basis New Testament discipleship to all.
- D. To involve every participant in fellowship and activities and in the ministry of the Holy Spirit throughout the Body of Christ.
- To strengthen the family units so that the home life of each participant E. is healthy and fruitful by Biblical standards.

- F. To perform the Sacraments of the Church which include, but are not limited to, the following:
  - 1) to baptize believers in water;
  - 2) to anoint and pray for the sick;
  - 3) to conduct weddings and funerals;
  - 4) to dedicate infants; and
  - 5) to celebrate the Lord's Supper (Communion).
- G. To act with charitable concern for, and to help, not only members of this Church, but also all people in need of any help which this Church can give, regardless of race, social position, or religious affiliation; to develop and carry out programs of social action for poor, widowed, orphaned, afflicted, imprisoned, underprivileged, or aged persons, both within and without this Corporation.
- H. To pray for the needs of all people, for local and national leaders and governments and for all that are in authority as instructed in I Timothy 2:1-3.
- I. To support and encourage communication and extension of the Christian life and witness by sound and comprehensive preaching and teaching of Biblical principals to all people, both within this Corporation and elsewhere, not only by conventional modes, but also by all means which will accomplish such communication, extension, teaching and preaching. This should include media of communication developed by modern technology. These purposes should include to sponsor, participate in, conduct or engage in radio broadcasting, television broadcasting, the printing of reproduction and publication of recordings, books and other materials, the establishment and operation of a school or schools, and the holding and conducting of seminars, study groups, work shops and meetings, by either resident or traveling ministers; to receive offerings for such purposes; and to grant aid and pay reasonable compensation to persons, firms and corporations for services actually rendered for such purposes; provided, however, that none of the foregoing shall be done for private profit.
- J. To establish and maintain a place of worship, study, recreation and social interaction, ministering to the whole family and to the whole person, spirit, soul and body.

- K. To recognize, support and cooperate with the various ministries established by God to equip believers to fulfill their respective functions as members of the Body of Christ and to bring the whole Body of Christ to unity, maturity and completion.
- L. To provide and maintain homes, places and buildings for housing of such students, lecturers, teachers and ministers, ministry participants as contemplated by paragraphs O, P and Q below, as well as other related members of the Corporation; to furnish to such students, participants, lecturers, teachers, educators and ministers suitable meals and lodging.
- M. To acquire, either by deed, gift or purchase, any real estate or personal property to be held in trust for the benefit of the Corporation and its stated purposes.
- N. To mortgage, sell, or otherwise encumber any such property when such action is deemed to be in the best interests of the Corporation as defined in its stated purpose as a Christian organization.
- O. To provide therapeutic interaction between developmentally disabled children and adults, to persons suffering from post traumatic stress disorder and persons needing addiction recovery therapy by providing access and interaction by such people with horse and equine activities, assisted by members of this corporate body in a safe, guarded and Christian environment.
- P. To provide therapeutic equine activities to at risk children and youth through rodeo and other activities in a safe, guarded and Christian environment to assist with their development or recovery.
- Q. To acquire, raise, stable and otherwise maintain horses, cattle and other types of livestock by purchase, gift, breeding or otherwise to accomplish the purposes stated above.
- R. To acquire by purchase, lease, gift or other lawful means such facilities and land as may be necessary for the performance of the activities above set out.
- 2.2 Powers. To accomplish the foregoing purposes, the Corporation shall have all corporate powers permitted under Florida law, including the capacity to contract, bring suit and be sued. No part of the income of the Corporation shall be distributed to the members, directors, and officers of the Corporation.
  - 2.3 The Corporation is specifically precluded from engaging in any prohibited

activities as defined in Section 617.0105, Florida Statutes.

- 2.4 The corporation is organized exclusively for charitable, religious and educational purposes. Those purposes may include the making of distributions to other organizations that qualify as exempt under section 501©)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code. The corporation may receive and administer funds for all of the aforesaid purposes within the meaning of Section 501©)(3).
- 2.5 No part of the net earnings of the Corporation shall inure to the benefit of 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 affecting one or more of its purposes. No member, trustee, director, officer or private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.
- 2.6 No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, except legislation having a direct impact on the purpose or mission of the Corporation. Likewise, no substantial part of the activities of the Corporation shall include the dissemination or distribution of political statements on behalf of any specific candidate for public office.

#### **ARTICLE III**

#### <u>Membership</u>

- 3.1 A member must be a spiritually mature person openly expressing a belief and faith in the Lordship of Jesus Christ.
- 3.2 The subscribers to these Articles of Incorporation shall be three (3) of the original members of the Corporation. Additional members may be approved. Such members, prior to being approved, must:
  - A. Accept, believe in and rely on Jesus Christ for his salvation;
  - B. Believe that the Holy Bible is the Word of God;
  - C. Confess faith in Jesus Christ as Lord;
  - D. Be baptized in or with water;
  - E. Commit to participate actively in the fellowship of the ministry;

- F. Support the Corporation with time, tithes or offerings; and
- G. Submit to the authority and discipline of the ministry.
- 3.3 Additional provisions regarding membership may be made as Bylaws of this Corporation.

#### ARTICLE IV

#### Period of Duration and Dissolution

- 4.1 The Corporation shall have perpetual existence.
- 4.2 In the event of dissolution of this Corporation, no part of the Corporation's assets shall inure to the benefit of any member, but shall instead be distributed to such other charitable organization or organizations selected by the final Board of Directors of the Corporation which organization or organizations must qualify as charitable organizations under Sections 170 and 501(c)(3) of the United States Internal Revenue Code as the same may be amended.
- 4.3 Any assets not disposed of as set out in 4.2 above shall be disposed of by a court of general jurisdiction in the county in which the principal office of the Corporation is located. However, such distribution shall be to an organization or organizations, as the court may determine, which qualify pursuant to Section 501(c)(3) of the Internal Revenue Code, as time to time amended.

#### ARTICLE V

#### **Board of Directors**

- 5.1 The affairs and property of the Corporation shall be managed and governed by a Board of Directors composed of not less than three persons nor more than seven persons.
- 5.2 Qualifications and provisions for electing of members of the Board of Directors shall be set by the Bylaws.
  - The names and addresses of the current Directors are:
     James R. Johnson, 1942 State Road 66 E, Zolfo Springs, FL 33890
     Regina Anderson, 2071 State Road 66, Zolfo Springs, FL 33890
     Betty Johnson, 1932 State Road 66, Zolfo Springs, FL 33890

#### ARTICLE VI

#### **Officers**

6.1 The names of the current officers are as follows:

President, James R. Johnson

Vice President, Regina Anderson

Secretary & Treasurer, Betty Johnson

6.2 The qualifications and provisions for election of officers shall be set by the Bylaws.

#### ARTICLE VII

#### **Bylaws**

7.1 The Bylaws of the Corporation may be made, altered, amended or rescinded by vote of a majority of the members of the Board of Directors at a meeting called for such purposes.

#### ARTICLE VIII

#### **Amendments**

8.1 Amendments to the Articles of Incorporation may be proposed and adopted in the following manner: Such may be proposed and considered at any regular meeting of the Board of Directors, but may not be adopted until the next regular meeting of the Board of Directors and then only by a two-thirds (2/3) vote.

#### ARTICLE IX

IN WITNESS WHEREOF, the undersigned hereunto have set their hands and seals on the dates indicated.

James R. Johnson, Director & President	Date:	9/16	, 2014.
Regina Anderson, Director & VP	Date:	9/16	, 2014.
Baty Johnson, Director & Sec/Tres	Date:	9/22	, 2014.

#### **BYLAWS**

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#### **OF**

#### REALITY RANCH MINISTRIES, INC.

#### BYLAW 1

#### **Affiliation**

The Corporation may affiliate with other ministries or churches, for the purpose of providing a basis for fellowship between independent churches and ministries as well as spiritual support and counsel as requested or needed, according to the scriptures. The corporation reserves the right to withdraw from the affiliation with such other organizations, at such time as the Board of Directors deems such action is in the best interest of the Corporation. Severance of the affiliation may be accomplished by written notification.

#### BYLAW 2

#### <u>Membership</u>

- 2.1 Members may be presented and added to the body (Corporation) by the Board of Directors. For approval and as qualification for membership, a candidate for membership must:
  - a. Accept, believe in, and rely on Jesus Christ for salvation;
  - b. Believe that the Holy Bible is the Word of God;
  - c. Confess faith in Jesus Christ as Lord;
  - d. Be baptized in water;
  - e. Commit to participate actively in the fellowship of the ministry.
  - f. Support the ministry with tithes and offerings;
- g. Submit to the authority of the board of directors and to the discipline of the ministry.
- 2.2 The Secretary shall keep a roll of the names and addresses of all persons admitted to membership.
- 2.3 A member may be removed from the membership roll and from status as a member of the body by a unanimous vote of the Board of Directors, for good cause shown.

2.4 A member, to remain as an active member of the body, must attend the regular meetings of the body. A member who without excuse, fails to attend a meeting of the body for a period of ninety (90) days, shall be an inactive member. An inactive member is not a voting member and is not considered a member for the purpose of a quorum at any meeting. An inactive member shall become an active member by attending a meeting of the body in each of two (2) consecutive weeks.

#### BYLAW 3

#### **Business Meetings**

- 3.1 Annual Meetings. The annual meeting of the membership shall be held on the second Wednesday in the month of February of each year, at which time a report of the activities and finances of the Corporation shall be presented to the membership. The membership must be notified of such meeting thirty (30) days in advance.
- 3.2 Special Meetings. Such special meetings as may from time to time become necessary in the conduct of the business of the Corporation, shall be held after being announced in the morning worship service of the body for two (2) consecutive weeks. The announcement shall contain the specific matters which may be considered or presented at the special business meeting, together with the time and place of such meeting. No business other than that contained in the call and announcement of the special business meeting may be transacted at a special business meeting.
- 3.3 Order of Business. All meetings of the membership shall follow the accepted rules of parliamentary procedure (Robert's Rules of Order), as nearly as possible, and shall be conducted in the Spirit of Christ and brotherly love. Any business to be brought before the meeting should be presented in writing to the Board of Directors fourteen (14) days prior to the date of the meeting.

#### BYLAW 4

#### Government

4.1 The Ministry. The Ministry shall operate according to the pattern set forth in

the New Testament for the order of church government.

- A. A Board of Directors of the Corporation, consisting of a minimum of three (3) persons and a maximum of (7) persons; and
  - B. Other officers shall be added from time to time as required.
- 4.2 (1) The Pastor. The Pastor shall be considered the spiritual overseer of the Church and, as the presiding Elder, shall be the President and Chief Executive Officer of the Corporation. He shall preside at all meetings of the membership and of the Board of Directors. He shall have the general powers and duties which are usually vested in the office of President of a corporation, including the power to appoint committees from time to time as in his discretion he may deem appropriate to assist in the conduct of the affairs of the Corporation. The qualification for office of Pastor shall be limited to those men who are called of God, who have accepted the call, and who are actively and positively pursuing God's call on their life. He shall possess all the qualifications of Elders found in 1 Timothy 3:1-7, and Titus 1:5-9.
  - 4.2 (2) The initial pastor shall be named by the Board of Directors.
- 4.2 (3) The pastor may be removed by the Board of Directors by a vote of at least two-thirds (2/3) majority.
- 4.2 (4) Any member may present a request for the Directors to consider removal of the Pastor at any meeting of the Board of Directors upon reasonable notice of intent to do so.
- 4.2 (5) When the office of Pastor is vacant for any reason, the Directors shall appoint such additional pastors as may be necessary to properly minister to the membership and carry out the purposes for which the church is organized. The Directors, acting in plurality, shall select the best qualified man, and propose his name to the membership of the church for their prayerful consideration. The membership shall have fourteen (14) days to submit any written, signed, and dated comments to the Directors. Thereafter, the man so proposed shall be nominated by the vote of at least two-thirds (2/3) of the Directors. Thereafter, the man so nominated shall be set in office by a majority vote of those attending the annual business meeting, or a special meeting called for the

purpose of electing a Pastor.

4.3 The Directors. The first Directors are nominated by the Pastor and approved by the members to serve the Church, and therefore, shall act in an advisory capacity to the Pastor in all matters pertaining to the spiritual life of the Church and in the ministry of its ordinances. The Directors must be members of the Church. They should possess the qualifications of Directors as set forth in I Timothy 3:1-7, Titus 1:5-9, and other relevant teachings of the New Testament, and they shall fulfill the duties of Directors as set forth in the New Testament.

Directors, once set in office, shall serve as long as they remain members of the Church, unless sooner removed, as set forth hereinafter.

The Directors in plurality shall appoint such other Directors as may be necessary to properly minister to the membership and carry out the purposes for which this Church is organized. The Directors together, acting in plurality, shall select the best qualified man and propose his name to the membership of the Church for their prayerful consideration. The membership shall then have fourteen (14) days to submit any written, signed, and dated comments to the Directors. Thereafter, the man so proposed shall be set in office by a majority vote of those attending the annual business meeting or a special meeting called for the purpose of electing Directors.

The Directors shall make every effort to act with unanimity, but in any event, all decisions shall reflect the approval of at least a two-thirds (2/3) majority of the Directors.

The Directors shall be responsible for the maintenance of scriptural discipline within the Church and its membership as well as the maintenance of standards of membership stated in Bylaw 3.

An Elder who no longer fulfills the qualifications of an Elder shall be removed from his position as an Elder by the vote of the Board of Directors.

4.4 The Deacons. Deacons are chosen to serve the Church and therefore, shall act in an advisory capacity to the Pastor in all matters pertaining to the material and physical welfare of the Church and in the maintenance of all of its property. They must be members of the Church.

They should possess the qualifications of Deacons as set forth in 1 Timothy 3:8-12 and Acts 6:3, and other relevant teachings of the New Testament. Deacons shall serve for the calendar year in which they were chosen or until they are replaced or removed from office. They may succeed themselves in office in unlimited successive terms if so chosen.

Nominations for Deacons shall be submitted to the Directors, by the membership, each December. Such nominations shall be in writing and shall contain the name and qualifications of the nominee along with the name of the nominator and the date. The Directors shall interview and prayerfully consider each nominee for Deacon and shall set in office within thirty (30) days all nominees approved by the Directors for such office. Thereafter, in the event of any vacancy, whether caused by resignation, removal, death, or 2expansion, the Directors may select during the term of current Deacons additional or replacement Deacons by announcing such intentions to the membership and allowing fourteen (14) days for membership response. Then they shall be set in office or not by the Directors after due consideration of the membership response.

If the Directors, after due examination, shall determine that a Deacon no longer fulfills the requirements of a Deacon, this Deacon shall be removed from his/her position as Deacon, but not necessarily from his/her membership in the Church, unless he or she shall no longer fulfill the requirements for Church membership. Both men and women may be chosen in the same manner to serve as Deacons (Romans 16:1).

4.5 (1) The Board of Directors. The Administrative and fiscal responsibilities of the Corporation shall be directed by a Board of Directors, who shall function as the Board of Directors for the Corporation. This Board shall consist of not less than three (3) members, one of which shall be the Pastor, who shall act as Chairman of the Board of Directors. The number of Directors may be increased in accordance with the needs of the Corporation as determined from time to time by the Board of Directors. A Director must be a member of the Church and meet the qualifications of a Deacon.

The initial Board of Directors are subscribers to the Corporation whose names and

#### addresses are:

- 4.5 (2) Members of the Board of Directors shall be proposed to the membership by the Board of Directors allowing fourteen (14) days for membership response, in writing, to the Board of Directors. Thereafter, a person so proposed may be nominated by the Board of Directors and elected by a majority vote of those members attending the annual business meeting or a special meeting called for the purpose of electing members of the Board of Directors.
- 4.5 (3) A member of the Board of Directors may be removed by a two-thirds (2/3) vote of the Board of Directors for good cause shown.
- 4.5 (4) Annual Meetings. The annual meeting of the Board of Directors shall be held on the first Tuesday in the month of February of each year, at which time the order of business shall include, but not be limited to, the following:
  - a. Devotional period;
  - b. Reading of previous annual or special minutes of the Secretary;
  - c. Report of the Secretary;
  - d. Report of the Treasurer;
  - e. Reports of Committees;
  - f. Report of the Pastor;
  - g. Unfinished Business;
  - h. Election of Directors;
  - i. Election of Officers;
  - i. Ratification of the acts of the officers for previous year;
  - k. New Business; and
  - 1. Adjournment.
- 4.5 (5) Special Meetings. The Pastor, any Director, or two-thirds (2/3) of the Directors, may request a special meeting of the Board of Directors. In such event, the Pastor shall

designate the time and place for the meeting and the Secretary shall give notice to all Directors at least seven (7) days prior to the meeting; unless waived by all of the Board of Directors.

- 4.5 (6) Quorum. Two-thirds (2/3) of the Board of Directors present in person or by proxy shall constitute a quorum, and an act of a quorum at a duly convened meeting of the Board of Directors shall be deemed to be an act of the Board of Directors.
- 4.5 (7) Order of Business. All meetings of the Board of Directors shall follow the accepted rule of parliamentary procedure (Robert's Rules of Order), as nearly as possible, and shall be conducted in the Spirit of Christ and brotherly love.
- 4.6 (1) Officers. The officers of the Corporation shall be the President, the Vice President, the Secretary and the Treasurer, and may also include Assistant Secretaries and Assistant Treasurers. Any two and more offices may be held by the same person, except one person may not hold the offices of President and Secretary. With the exception of the President, officers of the Corporation are not required to be members of the Board of Directors.

The initial officers shall be elected by the Board of Directors at the original meeting. Thereafter they shall be elected at the stated Annual Meeting of the Board of Directors or at a duly convened meeting, if filling a vacancy is necessary. Any officer or agent, elected or appointed, may be removed by the Board of Directors whenever in its judgment it is deemed that the best interests of the Corporation will be served thereby. A vacancy arising in any office due to death, resignation or other cause shall be filled for the unexpired portion of the term in the manner established by these Bylaws.

4.6 (2) President. The Pastor shall be the President and Chief Executive Officer of the Corporation. He shall preside at all meetings of the membership and of the Board of Directors. He shall be considered the Senior Elder and shall have the general powers and duties which are usually vested in the office of President of a corporation, including the power to appoint committees from time to time as in his discretion he may deem appropriate to assist in the conduct of the affairs of the Corporation. The founding President reserves the right to nominate, subject to approval by

the Board of Directors, his successor.

- 4.6 (3) Vice President. There shall be one or more Vice Presidents as the Board of Directors shall from time to time determine. In the absence or disability of the President, the Vice President next in order shall perform the duties and exercise the powers of the President. The Vice President shall also perform such other duties as shall be prescribed by the Board of Directors.
- 4.6 (4) Secretary. The Secretary or Assistant Secretaries shall be responsible for the recording and the keeping of the minutes of all meetings called by the Board of Directors and of the Annual and Special meetings of the Membership. He or she shall perform the duties and functions customarily performed by the Secretary of a corporation, shall keep and maintain the membership roll of the Corporation, and shall perform such other duties as the Board of Directors may prescribe.
- 4.6 (5) Treasurer. The Treasurer or Assistant Treasurers shall be responsible for all corporate funds and securities. He shall keep a full and accurate account of all receipts and disbursements in books belonging to the Corporation, and shall deposit all monies and other valuable effects in the name of and to the credit of the Corporation in such depositories as may be designated by the Board of Directors. He/she shall have the responsibility to disburse the funds of the Corporation as may be ordered by the Board of Directors, taking proper vouchers for such disbursements, and shall render an account of the financial status of the Corporation whenever called upon to do so. His books and accounts shall be audited from time to time under the direction of the Pastor or the Board of Directors.
- 4.6 (6) If an officer is not a member of the Board of Directors, the appointment of such officer must be approved by a two-thirds (2/3) vote of the Board of Directors.

#### BYLAW 5

#### Fiscal Management

- 5.1 Fiscal Year. The fiscal year of the Corporation shall begin on the first day of January in each year and end on the last day of December in the same year.
  - 5.2 Execution of Corporate Documents. With the prior authorization of the Board

of Directors and the Board of Directors, all notes, mortgages, and contracts shall be executed on behalf of the Corporation by either the President or a Vice President and the Secretary.

- 5.3 Fidelity Bonds. The Board of Directors may require that all officers and employees of the Corporation who have custody or control of corporate funds furnish adequate fidelity bonds. The premiums on such bonds shall be paid by the Corporation.
- 5.4 Indemnity. Each officer, director, or employee of the Corporation shall be indemnified by the Corporation against expenses reasonably incurred by him in connection with any action, suit, or proceeding to which he may be a part by reason of his being, or having been, an officer, director, or employee of the Corporation, except in relation to matters as to which he shall be finally adjudged in such action, suit, or proceeding to have been derelict in the performance of his duty as officer, or employee.

#### BYLAW 6

#### **Amendments**

6.1 Amendments. These Bylaws may be altered, amended, or repealed, and new Bylaws adopted by two-thirds (2/3) vote of the Board of Directors, provided that a motion for such change must be made at a duly convened meeting of the Board of Directors and may not be voted upon for acceptance or rejection until the next duly convened meeting and then only so long as the motion is not inconsistent with the provisions of the Articles of Incorporation.

#### Subscription

The undersigned, being all of the initial Board of Directors of Reality Ranch Ministries, Inc., do hereby approve and consent to the adoption of the foregoing Bylaws of such Corporation.

Pagina Argargan

Betty Johnson



### Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of REALITY RANCH MINISTRIES, INC., a Florida corporation, filed on January 24, 2012, as shown by the records of this office.

The document number of this corporation is N1200000864.

Given under my hand and the Great Seal of the State of Florida at Tallahassee, the Capital, this the Twenty-fifth day of January, 2012

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Kurt S. Arowning Secretary of State