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SECRETARY OF STATE

TC 03/19/12

COVER LETTER

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

SUBJECT: Recovery Church Inc. (PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)				
Enclosed is an original and one (1) copy of the Artic	cles of Incorporation and a check for:			
\$70.00 \$78.75 Filing Fee & Certificate of Status	\$78.75 \$87.50 Filing Fee & Certified Copy & Certificate			
	ADDITIONAL COPY REQUIRED			
FROM: Danny L. Cosby Name (Printed or typed)				
6919 Gray Oak Place Address				
Riverview FL 33578 City, State & Zip				
813-690-7238 Daytime Telephone number				
E-mail address: (to be used for future annual report notification)				

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

ARTICLES OF INCORPORATION

OF

RECOVERY CHURCH, INC.

ARTICLE I – NAME

The name of the corporation shall be: RECOVERY CHURCH, INC.

12 MAR 16 PH 3: 11 SECRETARY OF STATE ALLAHASSEE, FLORIDA

ARTICLE II – PRINCIPAL OFFICE AND MAILING ADDRESS OF BUSINESS

The principal office and mailing address of this corporation shall be 6919 Gray Oak Place, Riverview, Florida 33578.

ARTICLE III – PURPOSE

The purpose of this corporation is to create a Christian addiction recovery community open to diverse concepts of spirituality, accepting all who share a nonjudgmental belief in basic Christian values, to promote addiction education, support groups, seminars and any other business allowed under the laws of Florida and the laws of the United States for non-profit corporations.

ARTICLE IV – MANAGEMENT OF CORPORATE AFFAIRS

A. The powers of the corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than two and shall not exceed three unless changed by a By-law duly adopted by the members.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held.

Directors elected at the first annual meeting and at all times thereafter, shall serve for a term of one year until the annual meeting of members following the election of

Directors and until the qualification of the successors in office. Annual meetings shall be held at such place or places as the Board of Directors may designate from time to time by resolution.

- B. Any action required or permitted to be taken by one 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 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 the Articles of Incorporation and the By-Laws of the corporation authorize the Directors to so act. Such a statement shall be *prima facie* evidence of such authority.
- C. At the annual meeting, the Board of Directors will elect by at least a majority the

 President, Vice President, Secretary and Treasurer. The president of the corporation will have the authority to manage the day-to-day business of the corporation and shall have direct operational responsibilities for the corporation.

ARTICLE V. BOARD OF DIRECTORS

The names and addresses of the initial members of the Board of Directors are as follows:

Name	<u>Address</u>	<u>Title</u>
Danny L. Cosby	6919 Gray Oak Place Riverview, FL 33578	President
Joshua D. Cosby	6919 Gray Oak Place Riverview, FL 33578	Vice President

Sharron K. Cosby

6919 Gray Oak Place Riverview, FL 33578 Secretary/ Treasurer

ARTICLE VI - REGISTERED AGENT

The initial registered office of this corporation shall be: 6919 Gray Oak Place, Riverview, FL 33578. The initial Registered Agent of this corporation at such office, shall be Danny L. Cosby, 6919 Gray Oak Place, Riverview, Florida 33578, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from timeto-time with respect to keeping an office open for service and process.

ARTICLE VII - INCORPORATOR

The Incorporator of this corporation is:

Danny L. Cosby 6919 Gray Oak Place Riverview, FL 33578

ARTICLE VIII - EARNINGS AND ACTIVITIES OF CORPORATION

- A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except the corporation shall be 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.
- B. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.
- C. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from

Federal Income tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law).

D. Notwithstanding any other provisions 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 IX – DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision of the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations existing and operating exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which as organized and operated exclusively for such purposes.

<u>ARTICLE X – MEMBERSHIP</u>

The property of this corporation is irrevocably dedicated to promoting and furthering the general purpose of the not-for-profit corporation as stated in these articles.

ARTICLE XI – AMENDMENT OF BY-LAWS

Subject to the limitations contained in the By-Laws and any limitations set forth in the corporations Not-for-Profit Law of the State of Florida, concerning corporation action that must be authorized or approved by the members of the corporation, By-laws of this corporation may be made, altered, rescinded, added to, or new By-laws adopted, either by a resolution of the Board of Directors, or by following the procedure set forth in the By-Laws.

ARTICLE XII - DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to creating a Christian addiction recovery community open to diverse concepts of spirituality, accepting all who share a nonjudgmental belief in basic Christian values, and promoting addiction education, support groups and seminars.

<u>ARTICLE XIII – AMENDMENT OF ARTICLES</u>

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

Danny L. Cosby, Incorporator

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

The foregoing Articles of Incorporation of Recovery Church, Inc. was acknowledged before me this $12^{\frac{12}{12}}$ day of March, 2012, by Danny L. Cosby as Incorporator, who is personally known to me or produced $12^{\frac{12}{12}}$ as identification.

NOTARY PUBL

Ashiey Root

Notary Public State of Florida
Comm. Expires September 1, 2015
Comm. No. EE 128869

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to applicable Florida Statutes, the following is submitted:

That Recovery Church, Inc., desiring to organize under the laws of the State of Florida, with its Registered Office as indicated in the Articles of Incorporation at 6919 Gray Oak Place, Riverview, Florida 33578, has Danny L. Cosby, 6919 Gray Oak Place, Riverview, Florida 33578, as its Registered Agent.

ACKNOWLEDGMENT

Having been named Registered Agent for the above-stated corporation as designed in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Danny L. Osby

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