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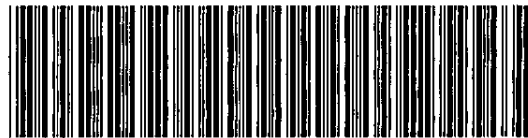
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MRS  
6/27/12



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BRIAN A. OLTCHICK

April 25, 2012

Via FedEx

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center  
Tallahassee, Florida 32301

RE: C.R.O.S.S. Outreach Ministries, Inc.

Ladies and Gentlemen:

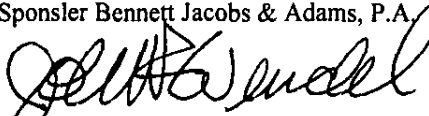
Enclosed please find the following documents:

1. Original Articles of Incorporation of C.R.O.S.S. Outreach Ministries, Inc., and
2. A check for \$78.75 payable to "Division of Corporations" for filing fee and a certified copy.

Please do the following:

1. File the original Articles of Incorporation, prepare a certified copy of same, and send the certified copy to the undersigned by regular mail in the enclosed self-addressed, stamped envelope provided for that purpose, and
2. If you have any questions or further requirements with respect to these enclosures, please retain them pending your immediate telephonic contact with the undersigned.

Thank you for your attention to this matter.

Sincerely,  
Sponsler Bennett Jacobs & Adams, P.A.  
  
John F. Wendel

JFW/jad 080218162833.DOC

enclosures

cc: Mr. and Mrs. Robert Cole (w/enclosure)

REPLY TO: Lakeland

TAMPA POST OFFICE BOX 3300 • TAMPA, FLORIDA 33601 • PHONE: 813 272.1400 • FAX: 813 272.1401  
LAKELAND 336 WEST HIGHLAND DRIVE • SUITE 336 • LAKELAND, FLORIDA 33813 • PHONE: 863 644.9911 • FAX: 863 644.9904  
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**ARTICLES OF INCORPORATION  
OF  
C.R.O.S.S. OUTREACH MINISTRIES, INC.**

**FILED**  
12 APR 26 PM 3:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, to form a corporation not for profit under the Florida Not For Profit Corporation Act, Chapter 617, *Florida Statutes*, hereby adopts the following Articles of Incorporation.

**ARTICLE I.  
NAME**

The name of the corporation is **C.R.O.S.S. OUTREACH MINISTRIES, INC.**

**ARTICLE II.  
COMMENCEMENT OF CORPORATE EXISTENCE**

The existence of the corporation shall commence on May 1, 2012.

**ARTICLE III.  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The street address of the principal office of the corporation is 934 Savannah Avenue, Lakeland, Florida 33815. The mailing address of the corporation is Post Office Box 1311, Lakeland, Florida 33802.

**ARTICLE IV.  
PURPOSES**

The corporation is organized and shall operate exclusively for charitable, educational, and religious purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding Section of any prior or future Internal Revenue Code. Consistent with such limitations, the purposes of the corporation shall be to develop and maintain an Evangelistic Church for the ministry and spreading of the everlasting gospel of Jesus Christ with appropriate religious services and prayers, to keep and honor the Commandments of God for the purpose of contributing to the personal and spiritual growth of interested persons by means of and through the medium of inspirational Christian education programs, and to combat illiteracy and poverty and their causes and effects, to keep and maintain a food pantry and a clothing distribution center, and to assist and comfort those who have received diagnoses of severe and/or debilitating illnesses or injuries. Clinics, lectures, meetings, training courses, and other activities designed to achieve the purposes of the corporation shall be offered by the corporation. Further, the

corporation may also raise, receive, and maintain a fund or funds for the acquisition, leasing, and/or renting of real property and/or personal property for any one or more of the purposes of the corporation and for any one or more lawful purposes and within the scope of the purposes of the corporation. Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Code, or by an organization contributions to which are deductible under Section 170(c)(2) of the Code.

#### **ARTICLE V. MEMBERS**

The corporation shall not be obligated or required to have any members. Nonetheless, should the board of directors of the corporation determine that the corporation shall have members, the method of selecting and admitting members, the criteria for membership, the classification of members, the designation of such class or classes of members, the qualifications, limitations, and rights of the members of each class, the quorum and voting requirements for meetings and activities of members, and the notice requirements sufficient to provide notice of meetings and activities of members shall be as set forth in the Bylaws of the corporation. Notwithstanding the foregoing, there shall be no policy or provision whatsoever in the Articles of Incorporation, the Bylaws, or any other governing instrument providing for any form of discrimination against any person based on race, color, or religion.

#### **ARTICLE VI. BOARD OF DIRECTORS**

The business and property of the corporation shall be managed by the board of directors of the corporation which shall have full and absolute control over the affairs of the corporation and shall be authorized to exercise all of the corporate powers of the corporation. The board of directors shall carry out the purposes of the corporation in compliance with the Articles of Incorporation and the Bylaws of the corporation. The method of electing the directors of the corporation shall be as stated in the Bylaws of the corporation. The number of directors of the corporation may be increased or decreased from time to time and at any time, but the corporation shall never have less than three (3) directors. No director shall be compensated for the performance of his or her duties as a director, but a director may be reimbursed for expenses reasonably and necessarily incurred in the performance of his or her duties as a director in accordance with the Bylaws of the corporation. The board of directors of the corporation shall, by two-thirds (2/3rds) vote, have the right to remove, with or without cause, any director and to replace any director so removed.

## **ARTICLE VII. OFFICERS**

The officers of the corporation shall consist of a president, a vice president, a secretary, and a treasurer, and such other officers as the board of directors, from time to time and at any time, shall deem necessary. Any two (2) or more offices may be held by the same person. All officers shall be members of the board of directors of the corporation. All officers shall be elected by the board of directors of the corporation annually at the annual meeting of the board of directors of the corporation. Officers (including an officer who is also a member of the board of directors of the corporation) may be compensated for the performance of his or her duties as an officer as determined by the board of directors of the corporation. Officers may be reimbursed for expenses reasonably and necessarily incurred in the performance of their duties as officers as determined by the board of directors of the corporation. The board of directors of the corporation shall, by majority vote, have the right to remove, with or without cause, any officer and to replace any officer so removed.

## **ARTICLE VIII. LIMITATIONS AND PROHIBITED ACTIVITIES**

The corporation shall be bound by the following:

A. No part of the net earnings of the corporation shall inure to the benefit of any member, director, or officer of the corporation, nor to the benefit of any private individual or entity;

B. The corporation shall have no power to engage in any act or activity prohibited to corporations which are exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding Section of any prior or future Internal Revenue Code;

C. In the event of the dissolution of the corporation, the residual assets of the corporation shall be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding Sections of any prior or future Internal Revenue Code, or to the federal or to a state or local government for public purposes exclusively;

D. No substantial part of activities of the corporation shall be carrying on propaganda, or otherwise attempting, to influence legislation; and

E. The corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office.

**ARTICLE IX.  
INDEMNITY OF DIRECTORS AND OFFICERS**

The corporation shall indemnify any director or any officer for any acts or alleged acts committed or allegedly committed by such director or officer while serving in his or her capacity as a director or as an officer of the corporation to the extent permitted by Florida and federal law.

**ARTICLE X.  
BYLAWS**

The Bylaws of the corporation shall be adopted, altered, amended, repealed, or revised only by a two-thirds (2/3rds) vote of those directors present at a meeting of the board of directors of the corporation at which a quorum is present.

**ARTICLE XI.  
REGISTERED AGENT**

The name and street address of the initial registered agent of this corporation is John F. Wendel, Suite 4, 336 West Highland Drive, Lakeland, Florida 33813.

**ARTICLE XII.  
SOLE INCORPORATOR**

The name and address of the sole incorporator of this corporation is John F. Wendel, Suite 4, 336 West Highland Drive, Lakeland, Florida 33813.

**ARTICLE XIII.  
AMENDMENTS TO  
ARTICLES OF INCORPORATION**

These Articles of Incorporation may be amended or restated only by a two-thirds (2/3rds) vote of those directors present at a meeting of the board of directors of the corporation at which a quorum is present.

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation on this 25<sup>th</sup> day of April, 2012.

  
John F. Wendel, Incorporator

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

I, John F. Wendel, having been named to serve as registered agent for **C.R.O.S.S. OUTREACH MINISTRIES, INC.**, do hereby accept such office and agree to conduct myself therein according to law. I am familiar with, and accept, the obligations of such office.

DATED this 25<sup>th</sup> day of April, 2012.

  
John F. Wendel, Registered Agent

G:\C.R.O.S.S. Outreach Ministries, Inc. - General File Articles of Incorporation\120423.doc 4-25-12

**FILED**  
12 APR 26 PM 3:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA