

N12000006883

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



100237025991

07/13/12--01025--022 **87.50

12 JUL 13 PM 4: 29
DIVISION OF CORPORATE AFFAIRS

7/16

COVER LETTER

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

SUBJECT: Leap International 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: Bishop Samuel McNece
Name (Printed or typed)

2420 "B" East Tamarind Avenue
Address

West Palm Beach, FL 33407
City, State & Zip

561-833-6138
Daytime Telephone number

mcnece.D@aol.com
E-mail address: (to be used for future annual report notification)

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

Leap International Ministries, Inc.

ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I Name

The name of the corporation shall be:

LEAP INTERNATIONAL MINISTRIES, INC.

ARTICLE II Principal Office

The principal place of business and mailing address of this corporation shall be:

2420 "B" East Tamarind Avenue
West Palm Beach, Florida 33407

ARTICLE III Purpose

Church is the English rendering of one Greek word *ekklesia*, signifying a "call out assembly." The Church is the Body of Christ. It is God's body on earth and the instrument through which His presence flows. Scripture plainly states that we are not to forsake the assembling together. The reason that LEAP INTERNATIONAL MINISTRIES, INC. exists is as follows:

1. The object, business and purpose of the corporation is to provide a place for the support public worship, by organizing a church and enhancing all the functions and privileges necessary and nonpolitical services.
2. The corporation shall be devoted to promoting a spirit of religious brotherhood and fellowship on a Interdenominational basis.
3. To train and teach religious education for Christian and public service through the school of biblical studies and seminary, job training, youth Christian School, daycare facility, and a family life center. To purchase and own properties that is necessary to carry out the objective purposes of Leap International Ministries, Inc.
4. To be the vessel where God builds upon the Body through the perfecting work of Jesus Christ as we are conformed to His image (2 Corinthians 3:18).
5. To be the vessel where the people of God may assemble, calling upon the name of the Lord, and worship Him in Spirit and truth (Acts 2:1, 2; Hebrews 10:24-25).

Leap International Ministries, Inc.

6. To be the instrument that God uses to evangelize the world by the "spreading of the Light" so that men may see our good works, glorify God and become members of His Body (John 15:5,8; Acts 1:8).
7. To be the vessel that God uses to strengthen the family by teaching and exemplifying Biblical family values (Deuteronomy 6:6-11).

ARTICLE IV What We Believe

LEAP INTERNATIONAL MINISTRIES, INC. is a cooperative fellowship based upon mutual agreements voluntarily entered into by its membership. It is a not-for-profit religious organization. The **King James Version** is the official Bible of LEAP INTERNATIONAL MINISTRIES, INC.

ARTICLE V Covenant

LEAP INTERNATIONAL MINISTRIES, INC. believes in the Triune God: God the Father, God the Son and God the Holy Ghost.

LEAP INTERNATIONAL MINISTRIES, INC. believes that Jesus Christ shed His blood for us, for the remission of sins, for the regeneration of penitent sinners, and for salvation (Romans 3: 25; 1 John 3: 5-10, Ephesians 2:1-10).

LEAP INTERNATIONAL MINISTRIES, INC. believes, teaches, and firmly maintains the scriptural doctrine of justification by faith alone (Romans 5:1).

LEAP INTERNATIONAL MINISTRIES, INC. believes in water baptism by immersion as commanded in the Scriptures. For through this Believers declare that they have died with Christ and have been raised with Him to walk in a new life.

LEAP INTERNATIONAL MINISTRIES, INC. believes in the regular dispensation of Holy Communion or the Lord's Supper, consisting of the bread and the fruit of the vine to share in His death and as a memorial of His sacrifice (1 Corinthians 11:26).

LEAP INTERNATIONAL MINISTRIES, INC. believes in the Baptism of the Holy Ghost as evidenced in speaking with other tongues by a definite act of appropriating faith (Luke 11:13; Acts 1:5; Acts 8: 17; Acts 10: 44-46).

LEAP INTERNATIONAL MINISTRIES, INC. believes in divine healing (Isaiah 53: 4-5; Matthew 8: 16-17; Mark 16: 14-18; James 5: 14-16; Exodus 15).

Leap International Ministries, Inc.

LEAP INTERNATIONAL MINISTRIES, INC. believes in the imminent second coming of our Lord Jesus Christ (1 Thessalonians 4: 15-18; Matthew 24: 29-44).

LEAP INTERNATIONAL MINISTRIES, INC. believes in the thousand-year reign of Christ on Earth, and the final judgment of the wicked dead as recorded in Revelations 20:11-15. We further believe in the promise of new heaven and a new earth and the saints' eternal citizenship in New Jerusalem (Revelations 21 & Revelations 22).

LEAP INTERNATIONAL MINISTRIES, INC. believes that marriage between an adult male and an adult female is honorable in all, and that God holds *certain relations between husband and wife private and sacred*; and into this holy union, no one has any right to inquire (Hebrews 13:4; 1 Corinthians 7: 1-5).

No individual or group shall have authority to change this Covenant until the Presiding Bishop and the Executive Board have submitted the proposed changes to all pastors within the organization and affiliates.

LEAP INTERNATIONAL MINISTRIES, INC. believes the Bible to be the inspired and only infallible Word of God. We believe that there is One God, eternally existent in Three Persons; God the Father, God the Son, and God the Holy Ghost.

LEAP INTERNATIONAL MINISTRIES, INC. believes in the Blessed Hope which is the rapture of the church of God, which is in Christ, at his return. We believe that the only means of being cleansed from sin is through repentance; Faith in the precious Blood of Jesus Christ and being baptized-in water.

LEAP INTERNATIONAL MINISTRIES, INC. believes that regeneration by the Holy Ghost is absolutely essential for personal salvation.

LEAP INTERNATIONAL MINISTRIES, INC. believes that the baptism in the Holy Ghost, according to Acts 2:4 is given to believers who ask for it.

LEAP INTERNATIONAL MINISTRIES, INC. believes in the sanctifying power of the Holy Spirit, by whose indwelling, the Christian is enable to live a Holy and separated life in this present world. Amen.

ARTICLE VI Doctrinal Views

Repentance. Our relationship with God is solely dependent on the doctrine of repentance. There are three Greek words used in the New Testament to denote repentance. 1) The verb *metamelomai* is used of a change of mind, such as to produce regret or even remorse on account of sin, but not necessarily a change of heart. This word is used with reference to the repentance of Judas (Matthew 27:3). 2) *Matanoeo*, meaning to change one's mind and purpose, as the result of after knowledge. This verb, with 3) the cognate noun *metanoia*, is used of true repentance, a change of mind and purpose and life, to which remission of sin is promised. Evangelical repentance consists of:

1. *A true sense of one's own guilt and sinfulness.*
2. *An apprehension or understanding of God's mercy in Christ.*
3. *An actual hatred of sin as described in Psalm 119: 128; Job 42: 5; 2 Corinthians 7:10—and turning from it to God.*
4. *Persistent endeavor after a holy life in walking with God in the way of His commandments.*

Repentance comprehends not only such a sense of sin, but also an apprehension of mercy, without which there can be no true repentance (Psalm 51:1; Psalm 130:4).

Conversion: Conversion comes from the Greek word *strepcho*. Conversion is the turning of a sinner to God (Acts 15: 3). In a general sense, the heathens are converted when they abandon heathenish or worldly practices and embrace the Christian faith. In a more special sense men are converted when, by the influence of divine grace in their souls, their whole life is changed. In essence old things pass away and behold all things are new. Doctrinally, LEAP INTERNATIONAL MINISTRIES, INC. speaks of conversion as:

1. *The act of a sinner in turning from his sins to Christ (Matthew 13: 15; Acts 16: 19-34).*
2. *The act of a backslidden saint in turning from his backsliding again to Christ (Luke 22: 32).*

Salvation: *But what saith it? The word is nigh thee, even in thy mouth and in thy heart: that is, the word of faith, which we preach. That if thou shalt confess with thy mouth the Lord Jesus, and shalt believe in thine heart that God hath*

Leap International Ministries, Inc.

raised him from the dead, thou shalt be saved. For with the heart man believeth unto righteousness; and with the mouth confession is made unto salvation (Romans 10: 8-10). In essence, LEAP INTERNATIONAL MINISTRIES, INC. speaks of salvation as that divine cleansing and adoptive act and gift of God that we receive only through Christ Jesus by:

1. *Believing He is who He says He is.*
2. *Asking Jesus to cleanse one self from sin.*
3. *Public confession of Jesus' Lordship.*
4. *An inner witness that the confessed sinner has received cleansing from sin .*

Justification (Easton's Definition): Justification and righteousness are inseparably united in scripture. The New Testament word is *Dikaioo*, which means to declare one just or justified. As such justification is a forensic term opposed to condemnation. As regards to its nature, it is the judicial act of God, by which He pardons all the sins of those who believe in Christ, and accounts, accepts, and treats them as righteous in the eye of the law. In addition to pardon of sin, justification declares that all the claims of the law are satisfied in respect of the justified. It is the act of a judge and not of a sovereign. The law is not relaxed or set-aside but is declared to be fulfilled in the strictest sense; and so the person justified is declared to be entitled to all the advantages and rewards arising from perfect obedience to the law (Romans 5: 1-10).

Sanctification/Holiness: In both Testaments, the Hebrew and Greek translations of sanctification and holiness are essentially the same. In the Divine Mind, therefore, sanctification and holiness are one. The sanctified-man is the holy man. In Hebrew, *qadesh* means to separate, set apart. In Greek, *hagios* means to separate, set apart.

Sanctification is the carrying on to completion the work begun in regeneration, and it extends to the whole man (Romans 6:13; 2 Corinthians 4: 6; Colossians 3: 10; 1 John 4: 7; 1 Corinthians 6: 19). The Holy Spirit in the plan of redemption fulfils this work in the believers (1Corinthians 6: 11; 2 Thessalonians 2: 13). Faith is instrumental in securing sanctification, inasmuch as it, 1). Secures union to Christ (Galatians 2: 20), and 2). Brings the believer into living contact with the truth, whereby he is led to yield obedience. Sinless perfection is not attainable in this life (I Kings 8: 46; Proverbs 20:9; Ecclesiastes 7: 20; James 3: 2; 1 John 1:8; Romans 7: 14-25) for we must all be changed. We don't know what we shall appear, but we do know that when we see Him, we shall be like Him.

Leap International Ministries, Inc.

Political Government: LEAP INTERNATIONAL MINISTRIES, INC. believes that governments are God-given institutions for the benefit of mankind. We admonish and exhort our people to honor magistrates and the powers that be, and to respect and obey civil laws. We declare our loyalty to the President and to the Constitution of the United States. LEAP INTERNATIONAL MINISTRIES, INC. pledges fidelity to the flag for which this Republic stands. Also as God-fearing, peace-loving, and law-abiding people, we claim our inheritance as American citizens namely to worship God according to the dictation of our conscience. We the body of Christ will adhere to all the laws of the land unless it contradicts the Word of God.

ARTICLE VII Ordinances

Section 1: Marriage

Marriage as defined by LEAP INTERNATIONAL MINISTRIES, INC. is the union of an adult male and an adult female as husband and wife. Thus, all marriages performed by official governmentally certified individuals or ordained clergy are recognized by this organization as legal and binding. However, we do not recognize "common law" marriages. LEAP INTERNATIONAL MINISTRIES, INC. does not recognize or condone same sex marriages, polygamy, and any other civil unions in violation of the beliefs and practices of the organization.

God instituted marriage. *And the Lord God said, it is not good that the man should be alone; I will make him a help meet for him. And the rib which the Lord God had taken from man, made he a woman, and brought her unto the man. And Adam said, this is now bone of my bones, and flesh of my flesh. She shall be called Woman, because she was taken out of Man. Therefore shall a man leave his father and his mother and shall cleave unto his wife and they shall be one flesh* (Genesis 2: 18, 22-24). It suggests that God's most wholesome provision for humans to receive nurturing and comforting is through marriage. God also expects that in "cleaving" to each other, the husband and wife form a permanent relationship.

Section 2: The Lord's Supper

The Lord's Supper is a sacramental right instituted by Jesus. It was an act initiated by Jesus Himself to show forth an example of commemorating His death and suffering. It consists of the bread and the fruit of the vine. The twelve apostles were witnesses as narrated in Matthew, Mark and Luke. But when Paul wrote to the Corinthians concerning it, he said that it was given to him by revelation. Therefore, the Lord's Supper is a sacred right to be instituted and enjoyed by the local church. *For as often as you eat of this bread and drink of this cup, you do show forth the Lord's death until He comes* (1 Corinthians 11: 26). The Pastor shall administer the Lord's Supper at the

Leap International Ministries, Inc.

local church. However, in their absence any Elder or Deacon can administer it within the Church.

Section 3: Water Baptism

Baptism is sacramental and is a means by which God conveys grace. *Unless one is born of water and the Spirit, he cannot enter the kingdom of God* (John 3: 5). It is covenantal and is a sign and seal of the covenant. (Acts 2: 38, & Matthew 28:19). It is also symbolic and serves as a public indication of the inner change that has already occurred in the believer's life. *Then Philip opened his mouth, and began at the same scripture and preached unto him Jesus. And as they went on their way, they came unto certain water: and the eunuch said, see, here is water; what doth hinder me to be baptized? And Philip said, if thou believest with all thine heart, thou mayest. And he answered and said, I believe that Jesus Christ is the Son of God. And he commanded the chariot to stand still and they went down both into the water, both Philip and the eunuch; and he baptized him* (Acts 8: 35-38). Baptism is an act of obedience, commitment, and proclamation.

Section 4: Washing of Feet

Historically, an expression of hospitality was extended to guest in Bible times. People tired and dusty from traveling over dusty roads needed to wash their feet for comfort and cleanliness. Foot washing was therefore offered and generally performed by the lowliest servant in the household. *And he turned to the woman and said unto Simon, Seest thou this woman? I entered into thine house, thou gavest me no water for my feet: but she hath washed my feet with tears, and wiped them with the hairs of her head* (Luke 7:44). At the Last Supper, Jesus washed His disciples' feet. *Ye call me Master and Lord; and ye say well; for so I am. If I then, your Lord and Master have washed your feet; ye also ought to wash one another's feet. For I have given you an example that ye should do as I have done to you* (John 13: 13-15).

ARTICLE VIII Unacceptable Doctrines

Section 1: Unconditional Security

LEAP INTERNATIONAL MINISTRIES, INC. disapproves of the unconditional security position that holds that it is impossible for a person once saved to lose their salvation. It is clear that man can have his part taken out of the Book of Life (Revelation 22:19).

Section 2: Legalism

LEAP INTERNATIONAL MINISTRIES, INC. disapproves matters of conscience such as forbidding the eating of meats, requiring certain attire other than employment uniforms, prohibiting the public ministry of women, overtly critical

12 JUL 2014 4:25
DIVISION OF
RECORDS

Leap International Ministries, Inc.

of modest hairstyle and clothing style, etc., and who pound their opinions on others. LEAP INTERNATIONAL MINISTRIES, INC. disapproves of adding anything unscriptural as a basis of obtaining salvation.

Section 3: Worldliness

Love not the world, neither the things that are in the world. If any man love the world, the love of the Father is not in him. For all that is in the world, the lust of the flesh, and the lust of the eyes, and the pride of life, is not of the Father, but is of the world (1 John 1: 15-16). The Word teaches that we should abstain from anything that will defile or harm the body. It also teaches us to guard our minds with all diligence. Therefore, LEAP INTERNATIONAL MINISTRIES, INC. admonishes its members to abstain from any messages that are not profitable for the edification of the soul.

Matters of Personal Ethics. The Holy Spirit deals with believers corporally and individually. As such, it is important that each believer adheres to the “inner” unction of the Holy Spirit in gauging daily conduct, and especially if personal conduct or ethics misrepresents Christ. *All things are lawful unto me, but all things are not expedient; all things are lawful for me, but I will not be brought under the power of any (1Corinthians 6: 12).*

The Legal System. The Holy Spirit does things decently and in order and helps believers to submit to Biblical and legal authority. It is unscriptural for Holy people to disobey the laws of the legal system and to disrespect those in rule over us. *Let every soul be subject unto the higher powers. For there is no power but of God; the powers that be are ordained of God. Whosoever therefore resisteth the power resisteth the ordinance of God and they that resist shall receive to themselves damnation. For rulers are not terrors to good works, but to the evil. Wilt thou then not be afraid of the power? Do that which is good, and thou shalt have praise of the same. For he is the minister of God to thee for good. But if thou do that which is evil, be afraid; for he beareth not the sword in vain. For his is the minister of God, a revenger to execute wrath upon him that doeth evil. Wherefore ye must needs be subject, not only for wrath, but also for [CONSCIENCE] sake (1 Corinthians 13: 1-5).*

The Family Structure

- Respect for Parents: *Honor thy father and thy mother, that thy days may be long upon the land which the Lord thy God giveth thee (Exodus 20: 12).*
- Respect for Husband: *Wives submit yourselves unto your own husbands, as unto the Lord. For the husband is the head of the wife, even as Christ is the head of the church and he is the savior of the body. Therefore as the church*

Leap International Ministries, Inc.

is subject unto Christ, so let the wives be to their own husbands in everything (Ephesians 5: 22-23).

- **Respect for Wife:** *Husbands, love your wives even as Christ also loved the church and gave himself for it. So ought men to love their wives as their own bodies. He that loveth his wife loveth himself (Ephesians 5: 23 & 28).*

Control. To usurp control of an individual utilizing taskmaster tactics is against the will of God. Jesus with all of His power and Glory does not force a person to accept Him or to serve Him. Brute force manifested to control the conduct of an individual who is not adversely affecting self or others is worldly and satanic. *Behold I stand at the door and knock. If any man hear my voice and open the door, I will come into him and will sup with him and he with me (Revelations 3: 20).*

Adultery/Immorality

- **Fornication.** Fornication is the general term of all sexual contact outside of marriage. *But fornication, and all uncleanness, or covetousness, let it not be once named among you, as becometh saints. For this ye know, that no whoremonger, nor unclean person, nor covetous man, who is an idolater, hath any inheritance in the kingdom of Christ and of God (Ephesians 5: 3 & 5).*
- **Homosexuality.** Homosexuality is sexual contact with the same sex, hence male-to-male or female-to-female. *For this cause God gave them up unto vile affections. For even their women did change the natural use into that which is against nature. And likewise the men leaving the natural use of the woman, burned in their lust one toward another; men with men working that which is unseemly and receiving in themselves that recompense of their error which was meet. And even as they did not like to retain God in their knowledge, God gave them over to a reprobate mind, to do those things which are not convenient... (Romans 1:26-28).*
- **Masturbation.** Masturbation is the manipulation of a person's genitalia for sexual gratification. *And if any man's seed of copulation go out from him, then he shall wash all his flesh in water, and be unclean until the even. And every garment and every skin whereon is the seed of copulation, shall be washed with water and be unclean until the even (Leviticus 15:16-17).*
- **Adultery.** Adultery is sexual contact with an individual who is married to another person. *Thou shalt not commit adultery (Exodus 20:14). But I say unto you, that whosoever shall put away his wife, saving for the cause of fornication, causeth her to commit adultery and whosoever shall marry her that is divorced committeth adultery (Matthew 5:32).*

Leap International Ministries, Inc.

- **Pornography.** Pornography is writings, pictures, etc., intended primarily to arouse sexual desire. *But I say unto you, that whosoever looketh on a woman [or a man] to lust after her [or him] hath already committed adultery with her [or him] in his [or her] heart. And if thy right eye offend thee, pluck it out, and cast it from thee. For it is profitable for thee that one of thy members should perish and not that thy whole body should be cast into hell (Matthew 5:28-29).*
- **Drunkenness, Drugs and tobacco products:** *Know ye not that ye are the temple of God, and that the Spirit of God dwelleth in you? If any man defile the temple of God, him shall God destroy; for the temple of God is holy, which temple ye are (1 Corinthians 3:16-17).* Therefore, any controlled substance (marijuana, cocaine, heroin, acid, alcoholic beverages, etc.) that is destructive to the body and counterproductive to the mission of LEAP INTERNATIONAL MINISTRIES, INC. should be avoided. Any non-medically prescribed uncontrolled substance (pain killers, caffeine, tobacco products) taken into the body that has an adverse and/or addictive effect of affecting behavior is destructive to the body and counterproductive to the mission of Christ and this organization. *Be not drunk with wine wherein is excess; but be filled with the Spirit (Ephesians 5:18).*

Section 4: Errors in Money Matters

Tithing: LEAP INTERNATIONAL MINISTRIES, INC. believes the biblical principal and custom of financing the work of the ministry through tithes and offerings (Genesis 28:22; Leviticus 27; Malachi 3: 8; Hebrews 7:5). A tithe is one-tenth of one's increase BEFORE deductions. An offering is what is given of free will in honor and sacrifice to God, above and beyond the tithe (2 Corinthians 9: 7). In tithing the ministers should be the examples. We recognize the duty and blessing of tithing and urge all our people to offer them to God by bringing them into the "storehouse" (local church). Adequate support to the church and pastor can be satisfactorily provided. However, we disapprove of the teaching that all tithes necessarily should belong to the pastor for his support.

Solicitation of funds: It is improper and unethical for ministers and laymen to solicit funds without proper authorization from their immediate overseer. The intent is to discourage activities of those who would employ methods not in harmony with LEAP INTERNATIONAL MINISTRIES, INC.. The pastor must approve local projects; the Jurisdictional Bishops must approve district-wide projects; and the Presiding Bishop must approve statewide projects. Each church is authorized to form a Fund Raising Committee with persons skilled in this area.

Section 5: Infringement of the Local Pastor

All members are advised against interfering with pastors in charge of congregations, whether it is by interfering with projects or work without consent. Communication to and with members of LEAP INTERNATIONAL MINISTRIES, INC. that will damage the influence of the leader is also forbidden. Communication that concerns the local church should be addressed to the one in charge of that fellowship. Where there is no pastor, letters concerning the work shall be sent to the Executive Board. Any minister or member found guilty of such infringement will be subject to discipline by the Executive Board. Ministry credentials may also be reviewed, suspended, or revoked.

ARTICLE IX Indemnification

Section 1: Definitions

For the purpose of this Article, Agent "Agent" means any person who is or was an elder, director, officer, trustee, employee or other agent of the Church, or is or was serving at the request of the Church as an elder, director, officer, trustee, employee or agent of another foreign or domestic corporation, partnership, joint venture, trust or other enterprise, or was an elder, director, officer, employee or agent of a foreign or domestic corporation that was a predecessor corporation of the Church or of another enterprise at the request of such predecessor corporation.

Proceeding: "Proceeding" means any threatened, pending or completed action or proceeding, whether civil, criminal, administrative or investigative.

Expenses: "Expenses" include, without limitation, all attorneys' fees and any other expenses incurred in the defense of any claims or proceedings against an agent by reason of his position or relationship as agent and all attorneys' fees, costs, and other expenses incurred in establishing a right to indemnification under this Article.

Section 2: Successful Defense by Agent

To the extent that an agent of the Church has been successful on the merits in the defense of any proceeding referred to in this Article, or in the defense of any claim, issue, or matter therein, the agent shall be indemnified against expenses actually and reasonably incurred by the agent in connection with the claim. If an agent either settles any such claim or sustains a judgment rendered against him, then the provisions of Sections 3 through 5 of this Article shall determine whether the agent is entitled to indemnification.

Leap International Ministries, Inc.

Section 3: Actions Brought by Persons Other than the Church

Subject to the required findings to be made pursuant to Section 5 below, the Church shall indemnify any person who was or is a party, or is threatened to be made a party, to any proceeding other than action brought by, or in the right of, the Church, to procure judgment in its favor, an action brought under State or Federal law, by reason of the fact that such person is or was an agent of the Church for all expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred in connection with the proceeding.

Section 4: Action Brought by or on Behalf of the Church

Claims Settled Out of Court: If any agent settles or otherwise disposes of a threatened or pending action brought by or on behalf of the Church, without court approval, the agent shall receive no indemnification for either amounts paid pursuant to the terms of the settlement or other disposition or for any expenses incurred in defending against the proceeding.

Threatened Pending or Completed Actions Against Agent: The Church shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action brought by or in the right of the Church, or brought under State or Federal law, to procure a judgment in its favor, by reason of the fact that the person is or was an agent of the Church, for all expenses actually and reasonably incurred in connection with the defense or settlement of that action, provided that both the following are met:

- The determination of good faith conduct required by Section 5 below, must be made in the manner provided for in that section; and
- Where the agent has actually been adjudged liable to the Church in the performance of such person's duty to the Church, unless, and only to the extent that the court in which such proceeding is or was pending, shall, upon application, determine that, in view of all of the circumstances of the case, the agent is fairly and reasonably entitled to indemnity for the expenses incurred. If the agent is found to be so entitled, the court shall determine the appropriate amount of expenses to be reimbursed.

Section 5: Determination of Agent's Good Faith Conduct

The indemnification granted to an agent in Sections 3 and 4 of the Articles is conditioned on the following:

12:01:13 PM 4/13/13
SECTION 5: DETERMINATION OF AGENT'S GOOD FAITH CONDUCT

Leap International Ministries, Inc.

Required Standard of Conduct: The agent seeking reimbursement must be found, in the manner provided below, that he acted in good faith, in a manner he believed to be in the best interest of the Church, and with such care, including reasonable inquiry as an ordinarily prudent person in a like position would use in similar circumstances. The termination of any proceeding by judgment, order, settlement, conviction, or on a plea of *nolo contendere* or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith or in a manner which he reasonably believed to be in the best interest of the Church or that he had reasonable cause to believe that his conduct was unlawful. In the case of a criminal proceeding, the person must have had no reasonable cause to believe that his conduct was unlawful.

Manner of Determination of Good Faith Conduct: The determination that the agent did act in a manner complying with Section 5 above shall be made by:

- The elders by a majority vote of a quorum consisting of elders who are not parties to the proceeding; or
- Approval of the Church membership, with the persons to be indemnified not being entitled to vote thereon; or
- The court in which the proceeding is or was pending. Such determination may be made on application brought by the Church or the agent or the attorney or other person rendering a defense to the agent whether or not the application by the agent, attorney or other person is opposed by the Church.

Section 6: Limitations

No indemnification or advance shall be made under this Article, except as provided in Sections 2 or 5, in any circumstances when it appears:

- That the indemnification or advance would be inconsistent with a provision of the Articles of Incorporation, the Bylaws, a resolution of the Council of Elders, Board of Trustees or Church membership, or an agreement in effect at the time of the accrual of the alleged cause of action asserted in the proceeding in which the expenses were incurred or other amounts were paid, which prohibits or otherwise limits indemnification; or
- That the indemnification would be inconsistent with any condition expressly imposed by a court in approving a settlement.

Section 7: Advance of Expenses

Expenses incurred in defending any proceeding may be advanced by the LEAP INTERNATIONAL MINISTRIES, INC. before the final disposition of the proceeding on receipt of an undertaking by or on behalf of the agent to repay

Leap International Ministries, Inc.

the amount of the advance unless it is ultimately determined that the agent is entitled to be indemnified as authorized in this Article.

Section 8: Insurance

The Executive Board may adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any agent of LEAP INTERNATIONAL MINISTRIES, INC. against any liability asserted against or incurred by the agent in such capacity or arising out of the agent's status as such, whether or not LEAP INTERNATIONAL MINISTRIES, INC. would have the power to indemnify the agent; provided, however, that LEAP INTERNATIONAL MINISTRIES, INC. shall have no power to purchase and maintain such insurance to indemnify any agent of LEAP INTERNATIONAL MINISTRIES, INC. for violation of State or Federal laws.

ARTICLE X Binding Arbitration

Members of LEAP INTERNATIONAL MINISTRIES, INC. believe that Scripture teaches in Matthew 18:15-20 and I Corinthians 6:1-8 that every effort must be made to live at peace and to resolve disputes or conflicts with each other in private or within the Church. Therefore, the members of LEAP INTERNATIONAL MINISTRIES, INC. agree that any claim or dispute arising from or related to being a member of LEAP INTERNATIONAL MINISTRIES, INC., which claim or dispute is not resolved between the parties through the use of principles set forth in Matthew 18, shall be settled by biblically based and legally binding arbitration in accordance with the *Rules of Procedure for Christian Conciliation* of the Institute for Christian Conciliation. A copy can be found at the proceeding web site http://www.peacemaker.net/site/c.nuIWL7MOJtE/b.5335917/k.D8A2/Rules_of_Procedure.htm. (Refer to *Organizational Manual*).

Judgment upon an arbitration award may be entered in any court having jurisdiction. Members understand that these methods shall be the sole remedy for any controversy or claim arising out of their Church membership and expressly waive their right to file any suit or claim against one another for such claims or disputes, except to enforce an arbitration decision or the provisions of this article.

ARTICLE XI Affiliation

LEAP INTERNATIONAL MINISTRIES, INC. organization is autonomous and maintains the right to govern its own affairs, independent of any denominational control. However, the Bible teaches that local churches should seek voluntary fellowship with other doctrinally sound churches. This association is to provide help and encouragement while working together as the Lord directs. This is a voluntary association that in no way involves the

Leap International Ministries, Inc.

surrender of the individual church's freedom or dependence upon God. Through the years, LEAP INTERNATIONAL MINISTRIES, INC. has also associated with other Christian ministries. All of our affiliations are to be with churches and organizations that are biblically sound in doctrine and practice.

Section 1: Definition

An affiliated church is one that has applied for and has received a Certificate of Affiliation from the Executive Board of LEAP INTERNATIONAL MINISTRIES, INC..

Requirements for affiliation. Churches desiring to become affiliated with LEAP INTERNATIONAL MINISTRIES, INC. shall meet the following general requirements below. Detailed instructions and application are available in the *Affiliate Agreement*.

- Accept the Administrative structure of the church.
- Accept the Covenant.
- Adopt a standard of membership consistent with those of LEAP INTERNATIONAL MINISTRIES, INC.
- Have an active membership who shall accept their full share of responsibility for the maintenance of the Scriptures.
- Adopt the Constitution and Bylaws of LEAP INTERNATIONAL MINISTRIES, INC., as their own if the affiliated church does not have these documents currently.
- Have an adequate number of spiritually qualified members to fill the offices of the church.

Section 2: Financial Requirements

An affiliated church shall cooperate in the work and support the programs and may send delegates to all organization meetings. Each church is strongly encouraged to support the overall organization with monetary support that includes the following amounts. This amount is subject to change upon the legislation of the Presiding Bishop and the Executive Board.

12 JUL 13 PM 4:23
SECRETARY OF THE
DIVISION OF INTERNATIONAL
MINISTRIES

Leap International Ministries, Inc.

Number of Members	Amount Annually	Amount Monthly
0 – 50 members	\$250.00	\$21.00
51-100 members	\$500.00	\$42.00
101-150 members	\$750.00	\$63.00
151-200 members	\$1,000.00	\$83.00

Special consideration will be taken into account by the Executive Board in the event of a hardship for this requested support.

To receive monetary assistance from the organization for improvements of properties not titled to LEAP INTERNATIONAL MINISTRIES, INC. a lien will be placed on vested properties until all loaned funds are repaid to the organization.

Section 3: Self-Governance

Each affiliated church has the right of self-government under the leadership of the Head, Jesus Christ. Each shall have the power to choose or call its pastor from amongst those approved by the Executive Board, elect its official board, and transact all other business pertaining to its operations. Each shall be empowered to discipline its members according to their own Constitution and Bylaws or LEAP INTERNATIONAL MINISTRIES, INC. Constitution and Bylaws and the Word of God. Each shall have the right to acquire and hold title to property, either through trustees or in its corporate name as a self-governing unit. The fact that it is affiliated with LEAP INTERNATIONAL MINISTRIES, INC., shall not destroy its rights as above stated or interfere with its sovereignty.

Each affiliated church shall recognize that the Executive Board of LEAP INTERNATIONAL MINISTRIES, INC., has the right to approve scriptural doctrine and conduct and to disapprove unscriptural doctrine and conduct, and has the authority to withdraw affiliation status with an affiliate church. If desired, the Executive Board can appoint an interim pastor within an affiliated church until such time that a permanent pastor can be obtained.

Section 4: Loss of Affiliation

The Presiding Bishop and LEAP INTERNATIONAL MINISTRIES, INC. Executive Board may revoke a church's Certificate of Affiliation whose members accept or promulgate doctrine contrary to LEAP INTERNATIONAL MINISTRIES, INC. Deeded property to LEAP INTERNATIONAL MINISTRIES, INC., in such case will become under the jurisdiction of the Executive Board.

Leap International Ministries, Inc.

ARTICLE XII Fiscal Year

The fiscal year of the Church shall begin on January 1 and end December 31 of each year.

ARTICLE XIII Amendments

Amendments to the constitution may be made at any regularly called session of the Executive Board provided that the proposed amendments shall have been submitted at least 2 months prior in writing. Before the proposed amendments may be considered before the Executive Board, it shall cause notice to be provided by mail to each pastor not later than 30 days before the next meeting. Amendments to the constitution shall require a two-thirds vote of all members of the Executive Board.

ARTICLE XIV Dissolution

LEAP INTERNATIONAL MINISTRIES, INC. exists perpetually. In the event, however, of dissolution of the corporation, all of its assets remaining after payment of all costs and expenses of such dissolution, shall be distributed to organizations which have qualified for exemption under section 501 C (3) of the Internal Revenue Code or the Federal Government or to a state or local government for public purposes and none of the assets will be distributed to **any** member, officer or bishop of this corporation.

ARTICLE XV Disclaimer

Leap International Ministries, Inc. endeavors to be a Church of the Lord Jesus Christ as described, established, and mandated by the New Testament. The purpose of these Bylaws is to help us accomplish the vision of this Church in a "decent and orderly" manner through the use of effective and efficient means of good stewardship of the body's time, gifts and resources. Our ultimate desire is to bring glory to God through the Church.

This Constitution and Bylaws are to provide general guidance on organization governance and operation, based upon biblical principles and practices. However, the ultimate authority for Leap International Ministries, Inc.'s organization, governance and operation is the Bible (Genesis to Revelation). When a conflict or ambiguity exists with regard to these Articles of Incorporation, deference is to be given to the biblical reference to resolve the conflict or ambiguity.

RECORDED
DIVISION OF CORPORATIONS
12 JUL 12 PM 5:29

Leap International Ministries, Inc.

ARTICLE XVI Members

Members can be accepted upon right hand of fellowship and completion of required new membership orientation class that consist of different processes.

ARTICLE XVII Manner of Elections

The manner in which the directors are elected or appointed:

Section 1 – The business of the organization shall be managed by a Board of Directors consisting of no fewer than three (3) and no more than fifteen (15) members, together with the officers of this organization. At least one of the Directors elected shall be a resident of the State of Florida and a citizen of the United States.

Section 2 – The Directors to be chosen for the ensuing year shall be chosen at the annual meeting of this organization in the same manner and style as the officers of this organization and they shall serve for a term of 2 years.

Section 3 – The Board of Directors as well as the Pastor shall have the control and management of the affairs of the business of this organization.

Section 4 – At any meeting of the Board of Directors, a quorum shall consist of (1) more than (50%) of the total members of appointed Directors.

Section 5 – Each Director shall have one vote and such voting may be done by proxy over the phone; in addition, each director may submit their vote by absentee ballot.

Section 6 – The Board of Directors may make such rules and regulations covering its meetings as it may in its discretion determine is necessary.

Section 7 – Vacancies in the Board of Directors shall be filled by a vote of majority of the remaining members of the Board of Directors for the balance of the term, unless indicated otherwise at the time of voting.

Section 8 – A Director may be removed when sufficient cause exists for such removal. The Board of Directors may entertain charges against any Director. The Board of Directors shall adopt such rules for this hearing and in its discretion consider what is necessary for the best interests of the organization.

12 JUL 13 PM 4:23
SECTION XVII
DIVISION OF CORPORATE
REGISTRATION

Leap International Ministries, Inc.

ARTICLE XVIII Initial Directors and/or Officers

List name(s), address(es) and specific title(s):

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
Bishop Samuel McNeece	408 Caroline Drive West Palm Beach, Florida 33413	President
Yolanda McNeece	408 Caroline Drive West Palm Beach, Florida 33413	Vice-President
Chandra Williams	4308 Woodstock Drive Apt. C West Palm Beach, FL 33409	Secretary
Bobby Manning	728 West 10 th Street Riviera Beach, FL 33404	Board Member
Reginald Davis	832 West 5 th Street Riviera Beach, Florida 33404	Board Member
Vescoe Cooper	570 West 35 th Street Riviera Beach, Florida 33404	Board Member

The officers will serve in their elected position until the first annual meeting.

ARTICLE XIX Initial Registered Agent & Street Address

The **name and Florida street address**

Bishop Samuel McNeece 408 Caroline Drive West Palm Beach, Florida 33413

ARTICLE XX Incorporator

The **name and address** of the Incorporator is:

Bishop Samuel McNeece 408 Caroline Drive West Palm Beach, Florida 33413

ARTICLE XXI Meetings

Section 1 – Meetings will be held at intervals necessary to conduct the business of the organization.

Section 2 – Notice of any regular or special meeting shall be provided to any person entitled to vote at least 7 days prior to such meeting. Unless such notice is waived by the person entitled thereto.

12 JUL 13 04:29
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLE XXII Duties of Officers & Directors

Section 1 – The Pastor shall oversee and maintain the primary business of the organization and shall:

Leap International Ministries, Inc.

- a. With the Secretary, sign and deliver transactions pertaining to the business of the organization.
- b. Assist in directing the communications and marketing of the Leap International Ministries, Inc. and any programs as approved by the Board of Directors.
- c. The Pastor is an ex-officio member of the Board of Directors.

Section 2 – The Chairman shall preside at all meetings of the Board of Directors.

Section 3 – The Co-Chairman preside at the meetings of the Board of Directors in the absence of the Chairman.

Section 4 – The Secretary or his or her designated agent shall:

- a. Maintain records of and, whenever necessary, certify all proceeds for the organization.
- b. See that all notices are given in accordance with the provisions of these articles or as required by law.
- c. Be custodian of the corporate records.
- d. With the Pastor sign and deliver any transactions pertaining to the business of the organization.

Section 5 – The Treasurer or his or her designated agent shall:

- a. Ensure that accurate financial records for the organization are kept.
- b. Deposit all moneys and checks in the name of and to the credit of Leap International Ministries, Inc.
- c. Disburse funds and issue checks for the primary business of the organization according to the approval of the Board of Directors.
- d. Render whenever requested, an account of all transactions by the Treasurer and of the financial condition of Leap International Ministries, Inc.
- e. Oversee the work of the Budget as set forth by the Board of Directors.

Section 6 – All Board of Directors shall complete a standard application for the organization primary management file.

ARTICLE XXIII Territories

The territory in which the operations of the corporation are principally to be conducted is the United States of America and its territories and possessions; but the operation of the corporations shall not be limited to such territory.

Leap International Ministries, Inc.

ARTICLE XXIV Non-Stock Corporation

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

ARTICLE XXV Limitations

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for service rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the organization 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. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE XXVI Reimbursements of Expenses

By resolution of the organization, the Directors and the Pastor may be paid for their expenses and/or reimbursed as is reasonable and necessary as approved by the Board of Directors.

ARTICLE XXVII Robert Rules of Order

Except as for specific situations approved by the Board of Directors meetings shall be conducted in accordance with Robert's Rule of Order as most recently revised.

Section 1 – The recommended order of business for meetings is:

- a. Roll Call
- b. Minutes Provided of Previous Meeting
- c. Correspondence
- d. Committee Reports
- e. Treasurer's Report
- f. Unfinished Business
- g. New Business

12/13/13 PM 4:29
REVISIONS
SECRETARY

Leap International Ministries, Inc.

- h. Elections
- i. Bylaws and Rule Changes
- j. Adjournment

ARTICLE XXVIII Salaries

The Board of Directors shall hire and develop the compensation of any and all employees, which they in their discretion may determine to be necessary for the conduct of the business of the organization.

ARTICLE XXIX Committees

Section 1 – The Board of Directors shall appoint all committees of this organization. The term of office of such committees shall be for a period of one year or less if sooner terminated by such action of the Board of Directors.

ARTICLE XXX Voting

Section 1 – In order for the Board of Directors to recommend any action, the vote ratifying this recommendation must be a majority one.

ARTICLE XXXI Staff

Section 1 – The Board of Directors may, as its option, employ professional assistance as it deems necessary to assist in the operation of the organization and its programs. Such authorization may be given to the Pastor for the cause of conducting pertinent business.

ARTICLE XXXII Finances

Section 1 – The funding for this organization shall be established by the Board of Directors and the Pastor.

Section 2 – The fiscal year for accounting purposes will be from January 1 through December 31.

Section 3 – Financial Statements shall be rendered on a detailed and regular basis and made available for the Board of Directors for inspection.

ARTICLE XXXIII Liability

Section 1 – Nothing in these articles shall constitute any member of the Board of Directors partners for any purpose. No Director, officer, agent, or employee of this organization shall be liable for the acts or failure to act on the part of

12 JUN 13 PM 4:29
SECTION 13
DIVISION ST. LOUIS
SECRETARY OF STATE

Leap International Ministries, Inc.

any other member, officer, agent, or employee of this organization. Nor shall any member, officer, agent, or employee be liable for his/her acts or failure to act under these articles, excepting only acts or omissions to act arising out of his/her negligence or misconduct in the performance of day for this organization.

ARTICLE XXXIV Conflict of Interest

Section 1 – Purpose- The purpose of the conflict of interest policy is to protect the organization’s interest when it is considering negotiating a transaction or agreement that might benefit the personal interest of an officer or director of the organization or might result in a possible gain for the transaction. This article is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organization.

Section 2 The officers, employees, or agents of the organization should neither solicit nor accept gratuities, favors, or anything of monetary value from contractors/vendors.

Section 3 – No officer, employee, or agent of the organization shall participate in the selection, award, or administration of a purchase or contract with a vendor where, to his knowledge, any of the following has a financial interest in that purchase or contract.

Section 4 – Disclosure – Any possible conflict of interest shall be disclosed by the person or persons concerned.

Section 5 – Board Action – When a conflict of interest is relevant to a matter requiring action by the Board of Directors, the interested person(s) shall call it to the attention of the Board of Trustees and said person(s) shall not vote on the matter. In addition, the person(s) shall not participate in the final deliberation or decision regarding the matter under consideration and shall retire from the room during the vote of the Board of Trustees. When there is a doubt as to whether a conflict exists, the matter shall be resolved by vote of the Board of Directors, excluding the person(s) concerning whose situation the doubt has arisen.

Section 6 – Record of Conflict- The official minutes of the Board of Directors shall reflect that the conflict of interest was disclosed and the interested person(s) was (were) not present during the final discussion or vote and did not vote on the matter.

Section 7 – Violations of Conflict of Interest Policy- If the governing board has reasonable cause to believe a member has failed to disclose actual or possible

Leap International Ministries, Inc.

conflicts of interest; it shall inform the member of the basis for such belief and allow the member the opportunity to explain the alleged failure to disclose. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

ARTICLE XXXV

By Laws

Bylaws, not inconsistent with law of these Articles, shall be adopted by the Board of Directors to provide for the administration of the affairs of the Corporation and the exercise of its corporate powers. Upon proper notice Pastors and members of the Board of Directors may amended, altered, or rescinded any bylaws at any regular or special meeting that can be called for that purpose. Final approval must be completed by 2/3 votes.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with, accept the appointment as registered agent, and agree to act in this capacity

Signature/Registered Agent Bishop Samuel McCreese **Date** 7/5/12

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Signature/Incorporator Bishop Samuel McCreese **Date** 7/13/12

12:13 PM 4:29
BIRTH OF THE CHURCH