

N1400005350

(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



400257676964

05/15/14--01023--024 **43.75

03/12/14--01008--007 **35.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
14 JUN -6 AM 11:50

COVER LETTER

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

SUBJECT: Prayers By Faith Corporation

(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: **Gerard Duncan**

Name (Printed or typed)

429 NW 4th Street

Address

Gainesville, Florida

City, State & Zip

352-283-2185

Daytime Telephone number

prayersbyfaith@juno

E-mail address: (to be used for future annual report notification)

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

 **IRS** DEPARTMENT OF THE TREASURY
INTERNAL REVENUE SERVICE
CINCINNATI OH 45999-0023

Date of this notice: 04-21-2014

Employer Identification Number:
46-5445215

Form: SS-4

Number of this notice: CP 575 A

PRAYERS BY FAITH INC
PRAYERS BY FAITH MINISTRIES
% GERARD DUNCAN
429 NW 4TH ST
GAINESVILLE, FL 32601

For assistance you may call us at:
1-800-829-4933

IF YOU WRITE, ATTACH THE
STUB AT THE END OF THIS NOTICE.

WE ASSIGNED YOU AN EMPLOYER IDENTIFICATION NUMBER

Thank you for applying for an Employer Identification Number (EIN). We assigned you EIN 46-5445215. This EIN will identify you, your business accounts, tax returns, and documents, even if you have no employees. Please keep this notice in your permanent records.

When filing tax documents, payments, and related correspondence, it is very important that you use your EIN and complete name and address exactly as shown above. Any variation may cause a delay in processing, result in incorrect information in your account, or even cause you to be assigned more than one EIN. If the information is not correct as shown above, please make the correction using the attached tear off stub and return it to us.

Based on the information received from you or your representative, you must file the following form(s) by the date(s) shown.

Form 1120

03/15/2015

If you have questions about the form(s) or the due date(s) shown, you can call us at the phone number or write to us at the address shown at the top of this notice. If you need help in determining your annual accounting period (tax year), see Publication 538, *Accounting Periods and Methods*.

We assigned you a tax classification based on information obtained from you or your representative. It is not a legal determination of your tax classification, and is not binding on the IRS. If you want a legal determination of your tax classification, you may request a private letter ruling from the IRS under the guidelines in Revenue Procedure 2004-1, 2004-1 I.R.B. 1 (or superseding Revenue Procedure for the year at issue). Note: Certain tax classification elections can be requested by filing Form 8832, *Entity Classification Election*. See Form 8832 and its instructions for additional information.

IMPORTANT INFORMATION FOR S CORPORATION ELECTION:

If you intend to elect to file your return as a small business corporation, an election to file a Form 1120-S must be made within certain timeframes and the corporation must meet certain tests. All of this information is included in the instructions for Form 2553, *Election by a Small Business Corporation*.

If you are required to deposit for employment taxes (Forms 941, 943, 940, 944, 945, CT-1, or 1042), excise taxes (Form 720), or income taxes (Form 1120), you will receive a Welcome Package shortly, which includes instructions for making your deposits electronically through the Electronic Federal Tax Payment System (EFTPS). A Personal Identification Number (PIN) for EFTPS will also be sent to you under separate cover. Please activate the PIN once you receive it, even if you have requested the services of a tax professional or representative. For more information about EFTPS, refer to Publication 966, *Electronic Choices to Pay All Your Federal Taxes*. If you need to make a deposit immediately, you will need to make arrangements with your Financial Institution to complete a wire transfer.

The IRS is committed to helping all taxpayers comply with their tax filing obligations. If you need help completing your returns or meeting your tax obligations, Authorized e-file Providers, such as Reporting Agents (payroll service providers) are available to assist you. Visit the IRS Web site at www.irs.gov for a list of companies that offer IRS e-file for business products and services. The list provides addresses, telephone numbers, and links to their Web sites.

To obtain tax forms and publications, including those referenced in this notice, visit our Web site at www.irs.gov. If you do not have access to the Internet, call 1-800-829-3676 (TTY/TDD 1-800-829-4059) or visit your local IRS office.

IMPORTANT REMINDERS:

- * Keep a copy of this notice in your permanent records. **This notice is issued only one time and the IRS will not be able to generate a duplicate copy for you.** You may give a copy of this document to anyone asking for proof of your EIN.
- * Use this EIN and your name exactly as they appear at the top of this notice on all your federal tax forms.
- * Refer to this EIN on your tax-related correspondence and documents.

If you have questions about your EIN, you can call us at the phone number or write to us at the address shown at the top of this notice. If you write, please tear off the stub at the bottom of this notice and send it along with your letter. If you do not need to write us, do not complete and return the stub.

Your name control associated with this EIN is PRAY. You will need to provide this information, along with your EIN, if you file your returns electronically.

Thank you for your cooperation.

Florida Department of State
Division of C Florida Department of State

April 18, 2014

Dear Cathy A. Carrothers

Thank you for sending the materials back; we sent the wrong material. We applied for a new EIN numbers under this entity which is now registered with the Division Corporation. Please apply my \$35.00 to the 43.75 money order I am sending to finish paying for my filing fee.

Thank you

A handwritten signature in black ink, appearing to read "Gerard Duncan", with a stylized flourish at the end.

Gerard Duncan

COVER LETTER

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

SUBJECT: Prayers By Faith Corporation

(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: **Gerard Duncan**
Name (Printed or typed)

429 NW 4th Street
Address

Gainesville, Florida
City, State & Zip

352-283-2185
Daytime Telephone number

prayersbyfaith@juno
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
In compliance with Chapter 617, F.S., (Not for Profit)

FILED
SECRETARY OF STATE
OFFICE OF CORPORATIONS
14 JUN -6 PM 11:50

ARTICLE I NAME

The name of the corporation shall be: Prayers By Faith Corporation

ARTICLE II PRINCIPAL OFFICE

Principal street address:
429 NW 4th Street
Gainesville, Florida 32609

Mailing address, if different is:

ARTICLE III PURPOSE

Said organization is exclusively for charitable, religious and educational purposes, including, for the purpose for which the corporation is organized is: such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected and appointed: The directors shall be elected by a majority vote of the members of this corporation.

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: _____ Name and Title: _____

Address _____ Address: _____

Name and Title: _____ Name and Title: _____

Address _____ Address: _____

Name and Title: _____ Name and Title: _____

Address _____ Address: _____

In Compliance with Pursuant to Chapter 617 F.S., Not for Profit

1
RECEIVED
SECRETARY OF STATE
OFFICE OF CORPORATIONS
14 JUN -6 AM 11:50

ARTICLE 1

The name of the corporation is Prayers by Faith Corporation

ARTICLE 2 PURPOSE OF CORPORATION

Said organization is exclusively for charitable, religious and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

STATEMENT OF FAITH

This corporation shall continually and steadfastly uphold and maintain the Declaration of Faith and teachings of Prayers by Faith Corporation as set forth in the General Assembly minutes as adopted by Prayers by Faith Corporation Gainesville, Florida as the same may be modified from time to time.

ARTICLE 2 PROHIBITIONS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that 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 second hereof.

No substantial part of the activities of the Prayers by Faith Corporation shall be 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 or in opposition to any candidate for public office.

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, or the corresponding section of any future federal tax code, or (B) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ARTICLE 3
DIRECTORS**

The directors shall be elected by a majority vote of the members of this corporation.

**ARTICLE 4
TERM OF EXISTENCE**

This corporation shall have perpetual existence.

**ARTICLE 5
CAPITAL STOCK**

This corporation shall have no capital stock and shall be composed of members rather than stockholders.

**ARTICLE 6
QUALIFICATIONS OF MEMBERSHIP**

The categories of membership, qualifications for membership and the manner of admission shall be as set forth in and regulated by the bylaws of the corporation.

**ARTICLE 7
VOTING RIGHTS**

Members of the corporation will have such voting rights as are provided in the bylaws of the corporation.

**ARTICLE 8
LIABILITIES FOR DEBTS**

Neither the members nor the members of the board of directors or officers Prayers by Faith Corporation shall be liable for the debts of the corporation.

**ARTICLE 9
REGISTERED OFFICE AND REGISTERED AGENT**

The name and address of the registered agent of this corporation is

Anthony R. Ray
429 NW 4th Street Gainesville, Florida 32601

**ARTICLE 10
PRINCIPAL OFFICE**

The address of the principal office and the mailing address of this corporation is
429 NW 4th Street Gainesville, Florida 32601

**ARTICLE 11
INCORPORATOR**

The name and address of the incorporator of this corporation is

Gerard Duncan
429 NW 4th Street Gainesville, Florida 32601

**ARTICLE 12
AMENDMENT**

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of directors, proposed by them to the voting members, and approved at a members meeting by a majority of the members, unless all the directors and all the members sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

**ARTICLE 13
INDEMNIFICATION**

The corporation shall indemnify a director or officer of the corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer was a party because the director or officer is or was a director or officer of the corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding.

The corporation may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, employee or agent of the corporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee or agent, as the case may be, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the board of directors, officers, employees and agents of the corporation shall apply when such persons are serving at the corporation's request while a director, officer, employee or agent of the corporation as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the corporation.

The corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the corporation who is a party to a proceeding in advance of final disposition of the proceeding. The corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee, or agent of the corporation, whether or not the corporation would have power to indemnify the individual against the same liability under the law.

All references in these articles of incorporation are deemed to include any amendment or successor thereto. Nothing contained in these articles of incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee, or agent of the corporation or the ability of the corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "officer", "employee", and "agent" shall include the heirs, estates, administrators, executors, and personal representatives of such persons.

ARTICLE 14

COVENANT NOT TO SUE

The corporation agrees that it will never institute any action or suit at law or in equity against any director or officer of the corporation, nor institute, prosecute, or in any way aid in the institution or prosecution of any claim, demand, action, or cause of action for damages, costs, loss of services, expenses, or compensation for or on account of any damage, loss or injury to person or property, or both, whether developed or undeveloped, resulting or to result, known or unknown, past, present, or future, arising out of a director or officer of the corporation's service to the corporation.

ARTICLE 15 DISSOLUTION

Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or so disposed of shall be disposed of by court of competent Jurisdiction of the county in which the principal officer of the corporation is then located, exclusively for such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

The incorporator(s) of this corporation is/are:
Gerard Duncan
429 NW 4th Street Gainesville, Florida 32601

The undersigned incorporator(s) certify (ies) that she/he/they execute(s) these articles for the purposes herein stated.

Signature Incorporator: Gerard Duncan Date 5/4/14

Signature Registered Agent: Anthony Day Date 5/4/14

Name and Title: _____ Name and Title: _____

Address _____ Address: _____

Name and Title: _____ Name and Title: _____

Address _____ Address: _____

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: Anthony R. Ray

Address: 429NW 4th Street

Gainesville, Florida 32609

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Name: Gerard Duncan

Address: 429NW 4th Street

Gainesville, Florida 32609

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 and accept the appointment as registered agent and agree to act in this capacity



Required Signature of Registered Agent

5/4/14

Date

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.



Required Signature of Incorporator

5/4/14

Date