

N15000006534

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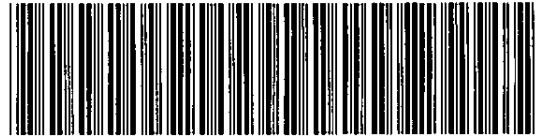
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DIVISION OF CORPORATIONS  
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AUG 3 2015  
C LEWIS



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

July 28, 2015

NANCY M. POWERS / RISE UP YOUNG CHURCH INC  
1050 TALLEYRAND AVE  
JACKSONVILLE, FL 32206 US

SUBJECT: RISE UP YOUNG CHURCH, INC.  
Ref. Number: N15000006534

We have received your document for RISE UP YOUNG CHURCH, INC. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please file the document as either Articles of Amendment or Restated Articles of Incorporation pursuant to applicable Florida Statutes.

You can not file new articles, you can file amended or amended & restated articles. But you can't file both.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Carolyn Lewis  
Regulatory Specialist II

Letter Number: 215A00015757

July 21, 2105

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

To Whom It May Concern:

Attached are our original Articles of Incorporation. I am submitting them as an Amendment because when I originally applied online, I was not able to upload these Articles. Instead there was a simple form which was required and submitted. I did not understand the online process when applying and therefore was not able to submit these Articles in their entirety.

Please accept these Articles in order to remedy this mistake on my part. Thank you.



Nancy M. Powers  
President  
Rise Up Young Church, Inc.  
N15000006534

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** RISE UP YOUNG CHURCH, INC.

**DOCUMENT NUMBER:** N15000006534

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

NANCY M. POWERS

(Name of Contact Person)

RISE UP YOUNG CHURCH

(Firm/ Company)

1050 TALLEYRAND AVE

(Address)

JACKSONVILLE, FL 32206

(City/ State and Zip Code)

POWERS N @ ATT.NET

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

For further information concerning this matter, please call:

NANCY M. POWERS

(Name of Contact Person)

at 904 353-5353

(Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- |  |  |   |   |
|--|--|---|---|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input checked="" type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>Enclosed) |
|--|--|---|---|

**Mailing Address**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

# Amended And Restated

ARTICLES OF INCORPORATION  
of  
RISE UP YOUNG CHURCH, INC.  
A Florida "Not-For-Profit" Corporation

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The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation and acting as incorporator of a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation:

## Article I

The name of the corporation is Rise Up Young Church, Inc.

## Article II

The address of the Corporation's principal office is 1050 Talleyrand Avenue, Jacksonville, Florida 32206 in the County of Duval.

## Article III

The purpose for which this Corporation is formed are exclusively charitable, religious and educational in nature including but not limited to the following:

1. To provide transformational experiences in order for young people to connect, activate and share their faith in God.
2. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining the foregoing purposes, either directly or indirectly, and either alone or in conjunction or in cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations or governmental bureaus, departments or agencies.
3. All of the foregoing charitable and religious purposes shall be exercised in such a manner that the Corporation will qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue law.

## Article IV

The number of directors shall be set forth in the bylaws of the Corporation. The method of selecting the Directors shall be set forth in the bylaws.

#### Article V

The names of the initial Board of Directors are:

Nancy M. Powers, President / Treasurer  
Oneilia Lee, Vice President / Secretary  
Reverend Jason C. Trull, Chaplain / Advisor

Notwithstanding any other provision of these articles this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and State income tax under section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law.

#### Article VI

The registered agent at this address is Nancy M. Powers, 1050 Talleyrand Avenue, Jacksonville, Florida 32206 in the County of Duval.

#### Article VII

The name and address of the incorporator is Nancy M. Powers, 1050 Talleyrand Ave., Jacksonville, FL 32206 in the County of Duval.

#### Article VIII

The period of duration is perpetual. The Corporation is organized pursuant to applicable Not For Profit Corporation laws of the State of Florida. The qualification for members, if any, and the manner of their admission shall be regulated by the bylaws.

#### Article IX

The Corporation is organized exclusively for charitable and religious purposes. Therefore, 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 III hereof. The property, assets, profits and net income of the Corporation are irrevocably dedicated to the charitable and religious purposes and no part of which shall inure to the benefit of any individual.

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 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 X

Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code to be used exclusively for charitable and religious purposes. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

#### Article XI


In the event that this Corporation shall become a "private foundation" within the meaning of section 509 of the Internal Revenue Code, the Corporation shall distribute its income for each taxable year at such time and in such manner as not to subject it to tax under section 4942 of the Internal Revenue Code; shall not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code; shall not make any investments in such manner as to subject it to tax under section 4955 of the Internal Revenue Code; and shall not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code.

#### Article XII

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he/she is or was a Director or Officer of the Corporation shall be indemnified of the expenses, including attorney's fees and disbursements, incurred by him/her (or by his/her heirs, executors or administrators: in connection with the defense of settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his/her duties. Such right of indemnification shall not be deemed exclusive or any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from the Article.

#### Article XII

Rise Up Young Church was established on June 24, 2015, the Feast Day of St. John the Baptist. These Articles of Incorporation were approved and are hereby executed by the incorporator on this 30th day of June, 2015.

  
Nancy M. Powers

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STATE OF FLORIDA  
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgements personally appeared NANCY M. POWERS, who is personally known to me and who executed the foregoing instrument as incorporator and acknowledged before me that she executed the same.

30<sup>th</sup> WITNESS my hand and official seal in the County and State last mentioned this day of June, 2015.

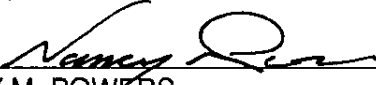
NOTARY PUBLIC STATE OF FLORIDA  
My commission expires: 6/23/17



Romona M. Jackson  
State of Florida  
MY COMMISSION # FF 18535  
Expires: June 23, 2017

REGISTERED AGENT'S ACCEPTANCE OF APPOINTMENT

I, Nancy M. Powers, having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of section 607.325, Florida Statutes.

  
NANCY M. POWERS  
1050 Talleyrand Ave.  
Jacksonville, FL 32206

Date JUNE 30, 2015

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