

N/5000011231

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

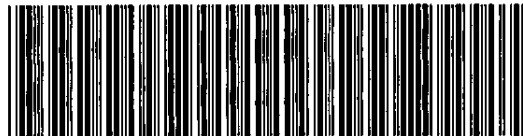
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



700278966807

11/10/15--01021--017 **78.75

FILED
CLERK OF STATE
15 NOV 10 PM 2:37
MISSOURI CORPORATIONS

h 11/23/15

ARTICLES OF INCORPORATION
OF
Parakletos.Life Inc.
A Florida Corporation Not for Profit

The undersigned incorporator hereby incorporates this corporation as a Florida corporation not for profit under the Florida Not for Profit Corporation Act pursuant to the following articles of incorporation:

ARTICLE 1

NAME

The name of this corporation is Parakletos.Life Inc.

ARTICLE 2

TERM OF EXISTENCE

The term of existence of this corporation is perpetual. The date and time of commencement of the corporate existence is the time of filing of these articles of incorporation by the Department of state of the State of Florida.

ARTICLE 3

GENERAL PURPOSES

This corporation is organized exclusively for charitable and religious purposes, including medical, educational, church and missionary purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, including 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. The general purposes for which this corporation is organized are:

(a) to operate the corporation in a manner that satisfies all the requirements of a non-for profit corporation as defined under section 508 and or section 509A of the Internal Revenue Code, to be exempt from federal income taxes under section 501(c)(3) of the Internal Revenue Code and to allow contributions to the corporation to be deductible under section 170 (C)2;

(B) to provide the directors as well as all other parties to share in the same charitable interest, within an organization that will give direct effective and ongoing financial and non-financial support to various charitable and religious medical, educational, church and missionary purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, including the making of

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
15 NOV 10 PM 2:37

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 within the meaning of section 501(c)(3) of the Internal Revenue Code, including the making of distributions for the corresponding section of any future federal tax code.

(C) to engage in all types of lawful activity and forms of conduct which may be appropriate for the above described purposes and for which corporations not-for-profit may be incorporated under Florida law, subject to the limitations and restrictions set forth in these articles.

ARTICLE 4

GENERAL POWERS

The Corporation shall have the following general powers subject to the limitations and restrictions set forth in these articles:

(A) All common law and statutory powers of the corporation not for profit not in conflict with the terms of these articles, including but not limited to all corporate powers enumerated in chapter 617, Florida statutes, and any successor statute.

(B) The power to perform all acts necessary for the accomplishment of the Christian-based religious, educational, medical, and church activities as well as other charitable purposes for which the corporation is organized, to the extent that the same are not prohibited by these articles or the laws of the state of Florida.

ARTICLE 5

LIMITATIONS

The powers of this corporation and the exercise of such power shall be subject to the following limitations and restrictions:

- (a) No part of the net income or profit of the corporation shall inure to the benefit of, or distributable to its members (if any), directors, officers, or other private person, 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 3 hereof.
- (b) Notwithstanding any other provision of these articles, the Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income taxes under section 501 (C)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or be 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.

- (c) No substantial part of the activities of the corporation shall be for that caring on propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing a distribution of statements) any political campaign on the half of any candidates for public office except as authorized under the code of 1986 or the corresponding section of any future federal tax code.

ARTICLE 6

DISSOLUTION

Upon the dissolution of the corporation, it's assess shall be distributed to 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 to a state or local government, for a public purpose. Any such assets not so disposed shall be disposed of by a court of competent jurisdiction of the county in which the principal office is then located exclusively for such purposes or to such organization or organizations, as such court shall determine, which organized and operated for such purposes. Notwithstanding The foregoing, upon dissolution of the corporation, it's assets may be distributed pursuant to a plan of distribution to the extent such plan is consistent with section 617.1406 of the Florida statutes, and any successor statute and the bylaws of the corporation.

ARTICLE 7

PRINCIPAL OFFICE

The address of the principal office of this corporation is: 301 Division St., Ormond Beach, FL 32174 and the mailing address of this corporation is: PO Box 1867, Ormond Beach, FL 32175-1867

ARTICLE 8

METHOD OF ELECTION OF DIRECTORS

The initial directors are set forth in article 11 below. The chairman of the board of directors shall serve for life. The method of election of all future directors shall be stated in the bylaws of the corporation.

ARTICLE 9

INDEMNIFICATION

Every director and officer of the corporation shall be indemnified by the corporation against and reimburse all reasonable expenses and liabilities, including attorneys fees reasonably incurred or imposed upon them in connection with any person meeting to

which they may be a party, or in which they may become involved, by reason of there being or having been a director and officer of this Corporation or any settlement thereof, whether or not they are directors and officers of the corporation at the time such are incurred, except in such cases where the director and officer is adjudged guilty of willful malfeasance or malfeasance in the performance of duties provided that in the event of a settlement indemnification here and applies only when the board of directors of the corporation approve such settlement and reimbursement as being in the best interest of the corporation. With prior approval of the Board of Directors, costs, charges and expenses (including attorneys fees) incurred by a director or officer may be paid by the corporation in advance of the final disposition of the Final disposition of such action, suit, or proceeding upon receipt of an undertaking by or on behalf of such director or officer to repay all amounts so advanced in the event it shall ultimately be determined that such director or officer is not entitled to be indemnified by the corporation as authorized in this article or under state law, and upon satisfaction of such other conditions as are required by current or future legislation. The decision by the corporation to indemnify a director or officer or to make advances to a director or officer shall be final and shall not be subject to judicial review. The foregoing right of indemnification shall be in addition to and nonexclusive of all other rides to which such directors or officers shall be entitled. Notwithstanding the foregoing, The Board of Directors of the corporation shall have the power to consolidate the representation of individual directors and officers so that the corporation shall not incur unreasonable attorneys fees and other costs. Prompt written notice, by registered mail, of all claims for which indemnification is or maybe sought shall be given to the corporation and no settlement of any such claim shall be entered into without reasonable prior written notice, by registered mail, having been given to the corporation.

ARTICLE 10

REGISTERED OFFICE, REGISTERED AGENT

The street address of those corporations initial registered office is 301 Division Ave. Suite 4 Ormond Beach, FL 32174, and the name of its initial registered agent is Kleyn B. Russell.

ARTICLE 11

Directors

There is one chairman of the board of directors in addition to three directors constituting the initial Board of Directors, four total, and their names and addresses are as follows:

<u>Name.</u>	<u>Address</u>
Kleyn B. Russell Chairman	P O Box 1867 Ormond Beach FL 32175

David Boswell

110 Addison St, Ormond Beach FL 32174

Gina T Strasser.

1316 John Anderson Dr. Ormond Beach FL 32176

Caroll "Cal" Fisher.

1220 Riverbreeze Blvd, Ormond Beach FL 32176

ARTICLE 12

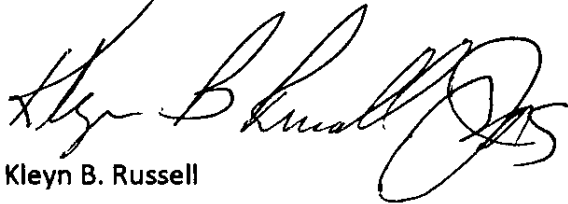
Incorporator

The name and address of the incorporator is as follows:

Kleyn B. Russell
1213 Riverbreeze Blvd
Ormond Beach FL 32176

PO Box 1867, Ormond Beach FL 32175

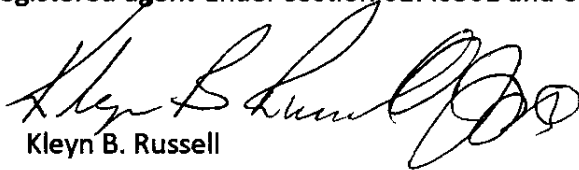
The undersigned incorporator has executed these articles of incorporation this 7 Day of November 2015.

A handwritten signature in black ink, appearing to read 'Kleyn B. Russell', with a large, stylized flourish at the end.

Kleyn B. Russell

Acceptance of registered agent designated
In articles of incorporation

Kleyn B. Russell having a business office identical with the registered office of the corporation named above, and having been designated as the registered agent then the above and foregoing articles, is familiar with and excepts the obligations of the position of registered agent under section 617.0501 and 617.0503, Florida statutes.



Kleyn B. Russell
301 Division Ave. Suite 4
Ormond Beach, FL 32174

Mailing address: PO Box 1867
Ormond Beach, FL 32175-1867

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
15 NOV 10 PM 2:37