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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**Emmaus Ministries, Inc.**

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12/23/2015 10:38:19 AM From: To: 8506176381( 2/7 )

## ARTICLES OF INCORPORATION

OF

### EMMAUS MINISTRIES, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation not for profit under the "Florida Not For Profit Corporation Act", Chapter 617, Florida Statutes.

#### ARTICLE I

##### NAME

The name of this corporation (the "Corporation") is: EMMAUS MINISTRIES, INC.

#### ARTICLE II

##### PURPOSES

This Corporation is organized exclusively to operate a non-denominational residential school for Bible study; to provide educational programs, and other activities designed to increase the understanding of the Bible, including hosting classes, lectures, conferences, retreats, and other public programming and to receive and maintain a fund or funds of real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, and educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 and its regulations as they now exist or they may hereafter be amended.

No part of the net earnings of the Corporation shall inure to the benefit of any director or officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation effecting one or more of its purposes), and no director or officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office. Except as above provided, the Corporation shall not afford pecuniary gains, incidentally or otherwise, to its directors, officers or other private persons.

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**ARTICLE III**

**MEMBERS**

Pursuant to the provisions of Florida Statutes § 617.0601, the Corporation shall have no members.

**ARTICLE IV**

**TERM OF EXISTENCE**

The effective date upon which this Corporation shall come into existence shall be the date these Articles of Incorporation are filed with the Secretary of State and it shall exist perpetually thereafter unless dissolved according to law.

**ARTICLE V**

**INCORPORATOR**

The name and address of the subscriber is:

**NAME**

**ADDRESS**

Tom Phillips

918 poinsettia dr Chuluota fl 32766

**ARTICLE VI**

**OFFICERS**

The affairs of the Corporation shall be managed by a President, a Secretary, a Treasurer, and such other officers as may be provided for by the Directors from time to time as permitted by the bylaws of the Corporation. An officer may hold one or more offices. The Officers shall be elected by the Directors annually in accordance with the provisions of the bylaws.

President: Tom Phillips  
Vice President: Jonathan Black  
Secretary: Caleb Ives  
Treasurer: Iman Green

**ARTICLE VII**

**DIRECTORS**

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The Board of Directors of the Corporation shall consist of not less than three (3) persons nor more than twenty-five (25) persons, the exact number and the manner of their election or appointment to be determined in accordance with the provisions of the bylaws.

**ARTICLE VIII**

**BYLAWS**

The bylaws of the Corporation shall be made, altered, or rescinded by affirmative vote of a majority of the directors of the Corporation.

**ARTICLE IX**

**AMENDMENTS**

These Articles of Incorporation may be amended by the affirmative vote of a majority of the directors of the Corporation, after no less than fifteen (15) days prior written notice to all Directors.

**ARTICLE X**

**MISCELLANEOUS**

Section 1. Neither the directors nor the officers of the Corporation shall be personally liable for any obligations of the Corporation of any nature whatsoever; nor shall any of the property of any director or officer of the Corporation be subject to the payment of the obligations of the Corporation to any extent whatsoever.

Section 2. The Corporation shall have no capital stock.

Section 3. This Corporation shall have all powers to carry out its purposes and activities incidental to its purposes in furtherance, and not in limitation of, the powers conferred by law and by the "Florida Not For Profit Corporation Act", Chapter 617, Florida Statutes, or as the same may be amended.

Section 4. 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 of 1986 (or the corresponding provision of any future United States Internal Revenue Law), or
- (b) by a corporation, contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Laws).

**ARTICLE XI**

**DISSOLUTION**

Upon the dissolution of this Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, pursuant to the procedure of provisions of Florida Statutes §617.1406, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, literary, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of the assets not so disposed of shall be disposed of by the Circuit Court 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 XII**

**INITIAL PRINCIPAL OFFICE;  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial principal office of the Corporation is 1601 Alafaya Trail, Oviedo FL 32765. The mailing address is 1601 Alafaya Trail, Oviedo FL 32765. The initial registered office of the Corporation shall be 1601 Alafaya Trail, Oviedo FL 32765, and the registered agent of the Corporation at that office shall be Tom Phillips.

IN WITNESS WHEREOF, the Incorporator has executed these Articles of Incorporation the 7th day of December, 2015.

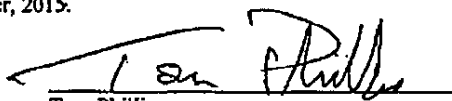
  
Tom Phillips, Incorporator

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**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

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

DATED this \_\_7th\_\_ day of December, 2015.

  
Tom Phillips