

# N16000001323

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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**Thrive Community Church of Lee County, Inc.**

Certificate of Status	0
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Page Count	07
Estimated Charge	\$70.00

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**ARTICLES OF INCORPORATION  
OF  
THRIVE COMMUNITY CHURCH OF LEE COUNTY, INC.**

The undersigned, for the purpose of forming a nonprofit corporation under the Florida Not for Profit Corporation Act, (Chapter 617, Florida Statutes) does hereby make and adopt the following Articles of Incorporation:

**Article 1  
NAME**

The name of the Corporation is: THRIVE COMMUNITY CHURCH OF LEE COUNTY, INC.

**Article 2  
NOT FOR PROFIT**

The Corporation is a corporation not for profit as defined in Chapter 617 of the Florida Statutes. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Directors or Officers, except to the extent permissible under law.

**Article 3  
DURATION**

The duration of the Corporation is perpetual.

**Article 4  
PURPOSES**

The Corporation is exclusively organized and shall be operated exclusively for the following religious, charitable, scientific and educational purposes:

A. To incarnate 2 Cor. 5:18-19. "Christ reconciled us to Himself and gave us the ministry of reconciliation. God was in Christ reconciling the world to Himself, not counting their trespasses against them, and entrusting to us the message of reconciliation."

B. To develop responsible disciples of Jesus Christ (Eph. 4:12-13), by the administration of the sacraments and by the religious instruction of youth and adults in God's Word, according to the confessional standards of the Evangelical Lutheran Church (See Article III), and foster Christian fellowship and charity.

C. To pass this message of reconciliation on to the lost in the world. (2 Cor. 5:20, Matt. 28:19).

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D. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by donation, contribution, bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

E. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

**Article 5  
LIMITATION**

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Directors or Officers, but 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 4 (Purposes) hereof. 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 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 of 1954 (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 1954 (or the corresponding provision of any future United States Internal Revenue Law).

**Article 6  
MEMBERS**

The Corporation shall have Voting Members who shall be admitted (and may be removed) by the Senior Pastor and ratification by the Church Council (acting as the Board of Directors of the Corporation) and who shall have all the rights and privileges of members of the Corporation as set forth in the Constitution and Bylaws of the Corporation.

**Article 7  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial Registered Office of the Corporation is 134 SW 52<sup>nd</sup> St., Cape Coral, Florida, 33914, and the name of its initial Registered Agent at that address is Robert D. Royston, Jr.

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**Article 8**  
**INITIAL BOARD OF DIRECTORS AND OFFICERS**

The management of the Corporation shall be vested in the Church Council which shall act as the Board of Directors of the Corporation. The number of Members, acting as Directors constituting the initial Church Council is five (5). The number of Church Council Members may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than five (5). The Voting Members shall elect the Church Council Members at an annual meeting of Voting Members. The name and address of each initial Church Council Member of the Corporation is as follows:

<b>Director Name and Office:</b>	<b>Address:</b>
Richard Griskie, President	28423 Verde Lane Bonita Springs, FL 34135
Jaime Rodriguez, Vice-President	17801 Castle Harbor Drive Fort Myers, FL 339676
Dee Westphal, Secretary	13300 S. Cleveland Ave. Suite 25 Fort Myers, FL 33907
Otto Kunst, Treasurer	13151 Parkline Drive Fort Myers, FL 33913
John Roth, Senior Pastor	7401 Winkler Road Fort Myers, FL 33919

**Article 9**  
**BYLAWS**

The Constitution and Bylaws of the Corporation are to be made and adopted by the Voting Members and may be altered, amended or rescinded by the Voting Members, excepting only the following Confession of Faith which must be included therein and which shall not be altered, amended or rescinded.

"As a Lutheran congregation of God's people, we accept all the prophetic and apostolic scriptures of the Old and New Testaments as the inspired Word of God and as the only trustworthy and reliable authority in all matters of faith and life, doctrine and conscience.

We also accept all the confessional writings contained in the Book of Concord, 1580, as a faithful exposition of Christian doctrine drawn from God's Word: The Apostles', Nicene, and Athanasian Creeds, The Unaltered Augsburg Confession,

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The Apology of the Augsburg Confession, The Smalcald Articles, Luther's Large Catechism, Luther's Small Catechism, and the Formula of Concord."

**Article 10**  
**AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, excepting only the Confession of Faith which shall not be amended or repealed, and all rights and privileges conferred upon the Members, Directors and Officers are subject to this reservation.

**Article 11**  
**NONSTOCK BASIS**

The Corporation is organized and shall be operated on a nonstock basis and shall not have the power to issue shares of any type or class of stock or other certificates or writings evidencing an ownership or proprietary interest in the Corporation.

**Article 12**  
**INDEMNIFICATION**

The Corporation may indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by the Florida General Corporation Act and the Florida Not For Profit Corporation Act.

**Article 13**  
**DISTRIBUTION UPON DISSOLUTION**

Upon the dissolution of the Corporation, the Church Council shall, after paying or making provision for the payment of all of the liabilities of the Corporation, 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, 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 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Church Council shall determine. Any such assets not so disposed of shall be disposed of pursuant to Florida law and exclusively for such purposes or to such organization or organizations which are organized and operated exclusively for such purposes.

**Article 14**  
**COMMENCEMENT OF CORPORATE EXISTENCE**

The date when corporate existence shall commence shall be as of the date of filing of these Articles with the Secretary of State of Florida.

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**Article 15  
INCORPORATORS**

The name and address of each Incorporator is as follows:

<b>Incorporator:</b>	<b>Address:</b>
Richard Griskie, President	28423 Verde Lane Bonita Springs, FL 34135
Jaime Rodriguez	17801 Castle Harbor Drive Fort Myers, FL 339676
Dee Westphal	13300 S. Cleveland Ave. Suite 25 Fort Myers, FL 33907
Otto Kunst	13151 Parkline Drive Fort Myers, FL 33913
John Roth	7401 Winkler Road Fort Myers, FL 33919

**Article 16  
ADDRESSES**

The initial principal office and address of the corporation is:

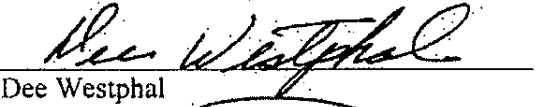

c/o Zion Lutheran Church  
7401 Winkler Road  
Fort Myers, FL 33919.

The initial mailing address of the corporation is:

c/o Zion Lutheran Church  
7401 Winkler Road  
Fort Myers, FL 33919.

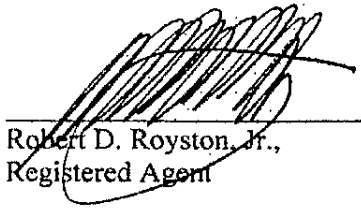
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In Witness Whereof, the undersigned Incorporators have signed these Articles of Incorporation on this 7th day of February, 2016.

  
Richard Graskie  
Jaime Rodriguez  
Dee Westphal  
Otto Kunst  
John Roth**ACCEPTANCE OF DUTIES OF REGISTERED AGENT**

Having been named to act as Registered Agent to accept service of process for the above named Corporation, at the place designated in these Articles of Incorporation, and being familiar with the obligations of this position, I hereby accept the duties of registered agent, agree to act in this capacity, and I further agree to comply with the provisions of Florida law relative to the proper and complete performance of my duties.

IN WITNESS WHEREOF, the undersigned Registered Agent has executed this Acceptance of Duties of Registered Agent on the 7th day of February, 2016.

  
Robert D. Royston, Jr.,  
Registered Agent