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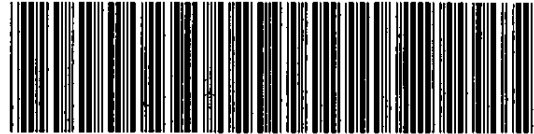
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**ANTIOCH BREAKTHROUGH MINISTRIES, INC.**

1828 Powell Place  
Jacksonville, FL 32205

Bryan Schwartz, Executive Director  
(303)993-9011

March 15, 2016

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

SUBJECT: Articles of Incorporation for Antioch Breakthrough Ministries, Inc.

**Enclosed is an original and one (1) copy of the Articles of Incorporation** as signed by me as the Executive Director and Incorporator. I have also enclosed a check for \$87.50 for your published Filing Fee, a Certified Copy and a Certificate of Incorporation.

Please return the same to me at:

Bryan Schwartz, Executive Director/ Treasurer  
Antioch Breakthrough Ministries, Inc.  
1828 Powell Place  
Jacksonville, FL 32205

E-Mail: for future annual report notification: jagmlb58@gmail.com.

Thank you for your professionalism and courtesies.

Sincerely,

A handwritten signature in black ink, appearing to read 'BSA', with a long horizontal flourish extending to the right.

Bryan Schwartz

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**ARTICLES OF INCORPORATION OF  
ANTIOCH BREAKTHROUGH MINISTRIES, INC.**

A Florida Not For Profit Corporation Formed For Religious,  
Charitable, Benevolent, and Educational Purposes  
In compliance with Chapter 617, F.S., (Not for Profit)

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TO THE DEPARTMENT OF STATE OF THE STATE OF FLORIDA:

1. Name. The name of the corporation is Antioch Breakthrough Ministries, Inc.
2. Registered Office and Agent. The address of the registered office in Florida is 1828 Powell Place, Jacksonville, FL 32205, and the name of the registered agent at such address is Bryan Schwartz.
3. Location of Offices. The principal location of Antioch Breakthrough Ministries, Inc. is 1828 Powell Place, Jacksonville, FL 32205.
4. E-Mail. The E-mail address of the primary contact for the corporation shall be Bryan Schwartz, Executive Director/ Treasurer, E-mail: jagmlb58@gmail.com.
5. Duration. The duration of the corporation is perpetual.
6. Organization Exclusively for Tax-Exempt Purposes. This corporation is organized exclusively for religious, charitable, 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 provision of any future United States Internal Revenue Law (Internal Revenue Code). Included among the charitable, religious, and educational purposes for which this Corporation is organized, as qualified and limited by the foregoing paragraph, are the following:
  - a. To spiritually equip, train, mentor, empower and inspire Christian leaders to enable them to better advance the kingdom of God in their ordained spheres of spiritual influence in multiple arenas of the American culture including the family, churches, Christian and church entertainment, politics and government, athletics, corporate and business, and not for profit institutions;
  - b. To have spiritual ministry partnership relationships with churches and Christian ministries to help them "strengthen their net" and to bring in a Christian spiritual

awakening and spiritual harvest. We will do both Stateside and Oversees ministry with an equipping and consulting focus;

- c. To see individual leaders and influencers be delivered from spiritual captivity where their influence is limited by anti-Christian spiritual forces and where these individuals are developed into fully functioning followers of Jesus Christ and deployed to powerfully transform our culture";
- d. To work with these leaders and participating churches and ministries to powerfully share and witness the truth and love of the gospel of Jesus Christ, and to empower them to help them lead the churches and other entities in which they are involved to carry out Christian spiritual, missionary, educational, and social work, as informed by the New Testament;
- e. To perform other evangelistic and related religious work and religious activity such as will promote the Christian influence, social and spiritual welfare of the local community, the State of Florida, the United States and internationally, all of which shall be of purely Christian evangelistic beneficent character;
- f. To encourage our participating leaders and influencers to seek to bring glory to God the Father and Jesus Christ the Son by fulfilling the Great Commission (Matthew 28:18-20) through all that they do in sharing the love of Christ and teaching the biblical truth that a personal saving relationship with Christ is the only way an individual will enter into the heavenly eternal presence of the Lord;
- g. For all ministry participants to come together as God leads and empowers to know and worship God, to pray with each other and for each other, to have fellowship and share our lives with each other and others, and to study His Word so we may individually understand Him better and individually grow to be more like Jesus Christ;
- h. To encourage all who participate in our ministry to live lives of powerful Christian testimony such that we each share the love and good news of Jesus Christ with fervent prayer for those individuals who do not have a personal, eternal relationship with Jesus Christ as their Lord and Savior, wherever our influence extends;
- i. To individually seek to become more like Christ and to accomplish the tasks that He created each of us to accomplish for His glory;
- j. To unselfishly serve and minister to the spiritual, physical and emotional needs of people in our God ordained sphere of influence in our community and around

the world as a witness in the name of Jesus and in the life transforming power of the Holy Spirit; and

- k. To do any and all lawful acts that may be necessary and proper for the attainment of the foregoing purposes.

7. Powers. The corporation shall have and exercise all powers authorized by law to be conferred upon or exercised by such a corporation, including those enumerated in all the applicable laws of the State; and shall have and exercise the following:

- a. To receive by gift, devise, bequest or otherwise, and to hold, barter, convey, exchange, expand, distribute, sell, invest, and otherwise dispose of all money or property, real, personal, or mixed, either absolutely or in trust to be used, either the principal or income therefrom, as may be directed in the furtherance of any of the above-mentioned purposes or any other purpose within its corporate powers;
- b. To enter into contracts or trust agreements with individuals, churches, ministries, corporations, or partnerships for the purposes of building and acquisition, as well as disposition, of any property which would be advantageous to the furtherance of Christian principles and doctrines;
- c. To enter into contracts or trust agreements with individuals, corporations, or partnerships, and to act as trustee, in order to carry out and promote the purposes of this corporation;
- d. To prosecute or defend any actions or suits in which the Corporation is involved; and
- e. To exercise any and all powers (including the borrowing of money and securing the same; the holding, administration, and disposition of property; the making of conveyances, assignments, and contracts; and incurring of obligations) which may be conferred by law, or which may be necessary, incidental or convenient to the general powers and object of this Corporation.

8. No Capital Stock. This corporation is formed for religious, charitable, benevolent and educational purposes, shall have no stockholders and does not have authority to issue capital stock.

9. Nonprofit. This corporation shall be strictly a nonprofit and non-political organization that shall operate as follows:

- a. No pecuniary gain, incidentally or otherwise, and no part of the net earnings of the corporation shall inure to the benefit of or be distributable to any director,

officer, trustee 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 for which it is organized;

- b. 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; and
- c. Notwithstanding any other provision of this Certificate, the corporation shall not carry on 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 (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law.)

10. No Members. The ministry shall have a number of people who will be actively participating in and with the ministry, and those participants shall be actively influencing a number of other ministries and entities, but none of the individuals ministered to or trained by the ministry and none of the churches and entities that the participants impact, shall be "members" and none shall have the right to vote on internal governance of the ministry's operations.

11. Number of Directors. The number of Directors of this corporation, the manner of their election, and their terms of office shall be specified in the Bylaws, and such number may from time to time be increased or decreased under the Bylaws or any amendment or change thereof, upon resolution of the members, provided the number of Directors shall not be less than one (1).

12. Self-Perpetuating Board of Directors. The Board of Directors shall be self-perpetuating with the current directors being empowered to nominate, select, elect or appoint successor or new directors, by majority vote of the current Board of Directors, in accordance with the ministry's corporate bylaws.

13. Number, Names and Mailing Addresses of Initial Directors. Until action to the contrary, the number of Directors to be elected at the first meeting is four (4). The following listed persons are the current Directors, namely:

Bryan Schwartz  
1828 Powell Place  
Jacksonville, FL 32205

Mark Brunell  
4550 Ortega Forest Drive  
Jacksonville, FL 32210

Patrick Beaulieu  
2929 Tierra Ridge Ct  
Superior, CO 80027

Diane Schwartz  
1828 Powell Place  
Jacksonville, FL 32205

14. Dissolution. Upon a vote by its directors to dissolve the corporation, the remaining assets of the corporation shall be distributed solely for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, and shall be distributed to a qualifying Christian mission or institution, agency, charity or organization as directed by the Board of Directors of Antioch Breakthrough Ministries, Inc. In the event the Board does not make any such designation, the remaining assets of the corporation shall be distributed to such other Christian mission or institution, agency, charity or organization that exists to fulfill 501(c)(3) exempt purposes like those of Antioch Breakthrough Ministries, Inc., as set forth in this Certificate of Incorporation. No disbursements shall be made to any entity that does not at that time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code. In no event shall any of said assets or property, in the event of dissolution thereof, go or be distributed to the directors or officers, either for the reimbursement of any sum subscribed, donated or contributed by such members, or for any other purpose.

Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization 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.

15. Limitation of Governing Board's Liability. No member of the Governing Board shall be personally liable to the corporation for monetary damages for breach of fiduciary duty as a member of the governing board of the corporation, any negligent act or omission of any other employee or agent of the corporation; or any negligent act or omission of another member of the governing board. Provided however, that a member of the governing board shall not be exempt from personal liability for:

- a. any breach of the governing board member's duty of loyalty to the corporation or its members;
- b. acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law;
- c. any transaction from which the governing board member derived an improper personal benefit.;
- d. intentional torts or grossly negligent acts or omissions personal to any member of the governing board; or

e. as otherwise provided by law.

16. Conflict of Interest Policy. The Board of Directors shall adopt a Conflict of Interest Policy which the members of the Board shall be required to sign a form showing they have been informed of and agree to comply with the ministry's corporate conflict of interest policy.

17. Notice of Annual Report. The corporation shall file an Annual Report with the Division of Corporations between January 1st and May 1st of every year to maintain "active" status. The corporation's first annual report will be due between January 1st and May 1st of the calendar year following the year the corporation is formed and must be filed online.

18. Effective Date. These Articles of Incorporation are being delivered to the Florida Department of State in March, 2016 and shall be effective on the date of filing.

**I, THE UNDERSIGNED INCORPORATOR**, for the purpose of adopting the Certificate of Incorporation of Antioch Breakthrough Ministries, Inc. of Jacksonville, Florida, affirm and certify that the facts herein stated 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., and I have accordingly hereunto set my hand this \_\_\_\_ day of March, 2016.

I acknowledge that I have read the above "Notice of Annual Report" statement and understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.



BRYAN SCHWARTZ, Executive Director  
/Treasurer 1828 Powell Place  
Jacksonville, FL 32205

**Verification by Registered Agent**. 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.

Dated this 15<sup>th</sup> day of March, 2016.



BRYAN SCHWARTZ, Registered Agent