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FLORIDA PROFIT/NON PROFIT CORPORATION

Progress and Joy In the Faith Ministries, Inc.

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**ARTICLES OF INCORPORATION OF
PROGRESS AND JOY IN THE FAITH MINISTRIES, INC.**

The undersigned hereby forms a corporation not for profit under Chapter 617 of the Florida Statutes, and, for these purposes, does hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the Corporation is **PROGRESS AND JOY IN THE FAITH MINISTRIES, INC.** (the "Corporation"), a Florida not for profit corporation.

ARTICLE II - PURPOSES

The purposes for which the Corporation is organized are:

Religious, educational and charitable purposes within the meaning of §501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding Section of any future United States Internal Revenue law), including the making of distributions to organizations that qualify as exempt organizations under §501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law).

The Corporation shall promote, encourage, foster and engage in the dissemination of religious and moral teaching and instruction for members of the churches of Christ and other Christian fellowships and for church leaders in developing strong and healthy marriages and families, in developing a personal relationship with God based on the teachings of Jesus Christ found in the Bible, developing a vision for local congregations of the churches of Christ and other Christian fellowships, and assisting in developing leadership skills for men and women through all legitimate means including teaching, preaching, and writing. In general, to do any and all acts and things, and to exercise any and all powers which now or hereafter are lawful for the Corporation to do or exercise under and pursuant to the laws of the State of Florida for the purpose of accomplishing any of the purposes of the Corporation.

The purposes for which this Corporation is organized shall be limited to those which are strictly charitable. In no event shall this Corporation engage in any activity which would be contrary to the purposes and activities: (1) permitted to be engaged in by any organization the activities of which are exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986; or (2) of a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder.

The Corporation shall not engage, nor shall any of its funds, property, or income be used, in carrying on propaganda or otherwise attempting to influence legislation, nor shall the Corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office, nor shall the Corporation engage in subversive activities. The Corporation shall not conduct its business or affairs in such a manner as to discriminate against any person on the basis of race, color, sex, or age.

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The Corporation shall not be operated for the primary purpose of carrying on an unrelated trade or business as defined in Section 513 of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder.

No compensation shall be paid to any officer, Trustee, creator or organizer of the Corporation or substantial contributor to it except as a reasonable allowance for services actually rendered to or for the Corporation.

The Corporation is organized to serve public interests. Accordingly, it shall not be operated for the benefit of private interests.

It is the specific intention of the Corporation that the purposes and application of the Corporation be as broad as permitted by the Florida Not For Profit Corporation Act, Section 617.0301, Florida Statutes, but only to the extent that the Corporation qualifies as a tax exempt organization within the meaning of Section 501(c)(3) and Section 170 of the Code.

ARTICLE III - POWERS

The Corporation shall have all the powers granted to not for profit corporations under the laws of the State of Florida which are necessary or convenient to effect any and all purposes for which the Corporation is organized. In no event, however, shall the Corporation have or exercise any power which would cause it not to qualify as a tax-exempt organization under Section 501(c)(3) or Section 170 of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder; nor shall the Corporation engage directly or indirectly in any activity which would cause the loss of such qualification. No part of the assets or the net earnings, current or accumulated, of the Corporation shall inure to the benefit of any private individual.

ARTICLE IV - MEMBERS

The Corporation shall have no Members.

ARTICLE V - TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE VI - OFFICERS AND TRUSTEES

The affairs of the Corporation shall be managed by the Board of Trustees subject to the conditions set forth herein. The number of Trustees and the manner of their election and removal shall be set forth in the Bylaws of this Corporation.

The officers of the Corporation shall consist of a President, one (1) or more Vice Presidents, a Secretary, a Treasurer, and, at the discretion of the Board of Trustees, a Chairman of the Board. The manner of election and removal of officers shall be set forth in the Bylaws of this Corporation. Officers may be re-elected to serve subsequent terms.

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ARTICLE VII - BOARD OF TRUSTEES

The number of persons constituting the initial Board of Trustees of the Corporation shall be five (5), but shall never be less than three (3). The names and addresses of the persons elected to serve as Trustees until the next election pursuant to the Bylaws of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
Samuel D. Laing, II	8558 Cypress Springs Road Lake Worth Florida 33467
Robert J. Davidson	1509 Georgia Avenue West Palm Beach, Florida 33401
Kenneth J. Session	247 Conniston Road West Palm Beach, Florida 33405
John E. Brush	1800 NW 119 th Terrace Pembroke Pines, Florida 33206
Geraldine A. Laing	8558 Cypress Springs Road Lake Worth, Florida 33467

ARTICLE VIII - BYLAWS

The Bylaws of the Corporation shall be initially approved by majority vote of the Board of Trustees. The Bylaws may be altered, amended or repealed, from time to time, in whole or in part, by majority vote of the Board of Trustees then in office. Any Bylaw provision that requires the vote of a larger proportion of, or all of, the Trustees than is otherwise required by the Florida Not for Profit Corporation Act, shall not be altered, amended, or repealed except by the greater vote.

ARTICLE IX - AMENDMENTS TO THE ARTICLES OF INCORPORATION

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto. Said amendment shall be prepared and approved by a two-thirds (2/3) majority vote of the Board of Trustees of the Corporation. No amendment shall be allowed which would in any way jeopardize the Corporation's tax exemption under Section 501(c)(3) or Section 170 of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder.

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ARTICLE X - DISSOLUTION

Upon the liquidation or dissolution of the Corporation, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the Corporation, shall be distributed as directed by the Board of Trustees to any designated church of Christ or Association of churches of Christ and other Christian fellowships that are organized and operated exclusively for religious purposes and is tax exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder. Any such assets not so disposed of shall be distributed by the Circuit Court of the county in which the principal office of the Corporation is located to such organization or organizations as said Court shall determine. No part of the assets or the net earnings, current or accumulated, of the Corporation shall inure to the benefit of a private individual.

ARTICLE XI - REGISTERED OFFICE AND AGENT

The street address of the registered office of this Corporation is:

301 E. Pine Street, Suite 1400
Orlando, Florida 32801

The name of the registered agent of this Corporation is:

William A. Boyles, Esq.

**ARTICLE XII - CORPORATION'S PRINCIPAL OFFICE
AND MAILING ADDRESS**

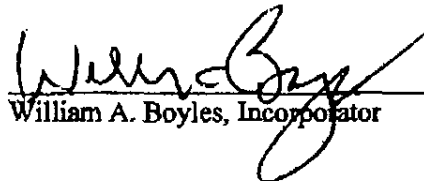
The principal office and mailing address of this Corporation is: 8558 Cypress Springs Road, Lake Worth, Florida 33467.

ARTICLE XIII - INCORPORATOR

The following is the name and street address of the incorporator who signed the original Articles of Incorporation:

William A. Boyles
301 E. Pine Street, Suite 1400
Orlando, Florida 32801

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 1st day of December, 2016.


William A. Boyles, Incorporator

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STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing Articles of Incorporation were acknowledged before me this 12th day of December, 2016, by William A. Boyles, incorporator, ☒ who is personally known to me or ☐ who produced a Florida driver's license as identification and who did not take an oath.

(Affix Notary Seal)



[Signature]
NOTARY PUBLIC, State of Florida

Print Name: Peter R. Law

My commission expires: 2/12/18

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

The undersigned, having been named as Registered Agent and to accept service of process for the above stated Corporation at the place designated in the foregoing Articles of Incorporation, hereby accepts this appointment as such Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties. The undersigned further certifies that the undersigned is familiar with and accepts the obligations of such position as Registered Agent.

[Signature]
William A. Boyles, Esq.