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SECRETARY OF STATE ALLAHASSEE, FLORIDA

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COVER LETTER

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

JBJECT:	(PROPOSED CORPORATE NAME – <u>MUST INCLUDE SUFFIX</u>)			
nclosed is an original \$70.00 Filing Fee	□ \$78.75 Filing Fee &	ticles of Incorporation and □\$78.75 Filing Fee	\$87.50 Filing Fee,	
	Certificate of Status	& Certified Copy	Certified Copy & Certificate PY REQUIRED	

1401 Maryland Avenue

(850) 265-8562

dobiphi9@gmail.com

Lynn Haven, Florida 32444

E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

Address

City. State & Zip

Daytime Telephone number

ARTICLES OF INCORPORATION OF ANOTHER LEVEL MINISTRIES INCORPORATED

The undersigned, Sodora M. Phillips, pursuant to Chapter 617, Florida Statutes, acting as incorporator, executes these Articles of Incorporation for the purpose of forming a Corporation Not-For-Profit pursuant to Chapter 617, Florida Statutes, to function as a and states, as follows:

ARTICLE I

The name of the Corporation shall be: ANOTHER LEVEL MINISTRIES INCORPORATED.

ARTICLE II TERM

The period of the duration of this Corporation is perpetual; unless terminated by the Board of Directors; and in the event of such termination, the Corporation shall be dissolved in accordance with law.

ARTICLE III PURPOSE

- 3.01 The specific and primary purposes for which this Corporation is formed are: (a) to operate exclusively for religious, charitable, and educational purposes, including, for such purposes, the making of distributions to tax-exempt organizations as indicated in Section 3.02 below; and (b) to engage in other lawful purposes related to the furtherance of the purposes set forth, herein.
- 3.02 The general purpose for which this Corporation is formed is to operate exclusively for such purposes as would qualify it as a tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code ("IRC") of 1954, as amended or corresponding provisions of any subsequent federal tax laws, including but not limited to such purpose as the making of distributions to organizations which qualify as tax-exempt organizations under said Code.
- 3.03 This Corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office. Notwithstanding provisions hereof, this Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the IRC of 1954, as amended, (or corresponding provision of any further United States Tax Law).

ANOTHER LEVEL MINISTRIES INCORPORATED

Articles of Incorporation
Page 2 of 6

ARTICLE IV PRINCIPAL OFFICE

The principal office of this Corporation street address and mailing address shall be at 1401 Maryland Avenue, Lynn Haven, Florida 32444-2043 or such other place as the Board of Directors may designate from time to time in accordance with these articles or the Corporation's By-laws.

ARTICLE V MEMBERSHIP

The initial members of this Corporation are Sodora M. Phillips, Kenneth W. Phillips and Khalil A. Phillips. Any additional members of this Corporation may include individuals, corporations, trusts or other legal entities and/or organizations having an interest in promoting and advancing the purposes of this Corporation as set forth in ARTICLE III, hereof. The By-Laws shall set forth the manner for admitting new members to the Corporation and the reasons and the manner for removing any member.

ARTICLE VI DIRECTORS AND OFFICERS

The general policy and affairs of the Corporation shall be determined by a Board of Directors to be elected as prescribed by the By-Laws. The officers of the Corporation are set forth in ARTICLE VIII (OFFICERS) hereof, and any officer may serve in more than one capacity except that the President and Secretary shall always be different persons. The directors and officers may lawfully and properly exercise their duties and responsibilities pursuant to these Articles, the Corporate By-Laws and the law under Florida Statutes Chapter 617, and other applicable provisions.

ARTICLE VII BOARD OF DIRECTORS

7.01 The initial Board of Directors shall consist of three (3) persons. The names and addresses of the persons who are to serve as such until their successors are elected and qualified are as follows:

	NAME/OFFICE	<u>ADDRESS</u>
1.	Sodora M. Phillips	1401 Maryland Avenue Lynn Haven, Florida 32444-2043
2.	Khalil A. Phillips	1401 Maryland Avenue Lynn Haven, Florida 32444-2043
2.	Kenneth W. Phillips	1401 Maryland Avenue Lynn Haven, Florida 32444-2043

ANOTHER LEVEL MINISTRIES INCORPORATED Articles of Incorporation Page 3 of 6

7.02 The number of members of the Board of Directors may be increased or decreased by amendment of the By-Laws, but shall never be less than three.

ARTICLE VIII OFFICERS

The Officers of the Corporation shall consist of a President, Vice-President, Secretary, Treasurer and such other Officers and Assistant Officers as may be provided in the By-Laws. Each Officer shall be appointed by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be proscribed by the By-Laws. The name and address of each initial Officer of the Corporation is as follows:

	NAME/OFFICE	ADDRESS
1.	Sodora M. Phillips,	1401 Maryland Avenue
	President	Lynn Haven, Florida 32444-2043
2.	Khalil A. Phillips,	1401 Maryland Avenue
	Vice President	Lynn Haven, Florida 32444-2043
2.	Kenneth W. Phillips,	1401 Maryland Avenue
	Secretary and Treasurer	Lynn Haven, Florida 32444-2043

ARTICLE IX BY-LAWS

The By-Laws of the Corporation shall be adopted by the Board of Directors, and may be amended, altered or restricted by a majority vote of the Board of Directors and ratified by the member(s) by a majority vote at a duly called meeting.

ARTICLE X LIMITATION

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Directors, Officers, Members, or Trustees, 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 THREE (PURPOSES) hereof.

ANOTHER LEVEL MINISTRIES INCORPORATED Articles of Incorporation Page 4 of 6

ARTICLE XI AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended, altered or rescinded by the approval of not less than a two-thirds (2/3) vote of the member(s) of the Corporation. However, the Board of Directors may amend, alter or rescind the Articles of Incorporation notwithstanding the approval or lack of approval by the members.

ARTICLE XII INDEMNIFICATION

Every Director of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including attorney fees and costs reasonably incurred by and imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a party or in which he may become involved by reason of his being or having been a Director or Officer of the Corporation, whether or not he is a Director or Officer of the Corporation at the time such expenses were incurred, except when the Director or Officer is adjudged guilty of willful malfeasance in the performance of his duties; provided that in the event of a settlement indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled.

ARTICLE XIII NON-RESIDENT DIRECTORS

The Directors need not be residents of this State or members unless the By-Laws so require.

ARTICLE XIV DISTRIBUTION OF ASSETS

- 14.01 In the event of dissolution, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State, or Local Government for exclusive public purpose.
- 14.02 The Board of Directors shall determine which organization(s) will receive the residual assets of the Corporation pursuant to the provisions of Section 14.01.

ARTICLE XV LIMITATION INCORPORATORS

The name and street address of the Incorporator is a natural person whose physical address is Sodora M. Phillips, 1401 Maryland Avenue, Lynn Haven, Bay County, Florida 32444-2043.

ANOTHER LEVEL MINISTRIES INCORPORATED Articles of Incorporation Page 5 of 6

ARTICLE XVI REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the initial Registered Agent and Registered Office is as follows:

Thomas J. Brown, Esq. BROWN AND BROWN ATTORNEYS AT LAW, P.A. Attorney at Law 1102 East Tennessee Street Tallahassee, Florida 32308

IN WITNESS WHEREOF, the undersigned Incorporators, has executed these Articles of Incorporation this _24/_ day of January. 2018.

Sociona M. Hillers Sodora M. Phillips, Incorporator

Kenneth W. Phillips, Incorporator

Prepared by:

Thomas J. Brown, Esq. BROWN AND BROWN ATTORNEYS AT LAW, P.A. Attorney at Law 1102 East Tennessee Street Tallahassee, Florida 32308 (850) 224-2800

18 FEB 16 PM 4: 13
SECRETARY OF STATE
ALL AHASSEF FLORIDA



CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 617.0501, Florida Statutes, the undersigned natural person and as incorporator who resides in this state, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the individual is: Thomas J. Brown, Esq.
- 2. The name and address of the registered agent and office is:

Thomas J. Brown, Esq. BROWN AND BROWN ATTORNEYS AT LAW, P.A. Attorney at Law 1102 East Tennessee Street Tallahassee, Florida 32308 (850) 224-2800

18 FEB 16 PM 4: 13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sodora M. Phillips, Incorporator

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

THOMAS J. BROWN, ESQ.