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FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 10, 2018

PAMELA FERDINAND
7646 PLANTATION CIRCLE
UNIVERSITY PARK, FL 34201

SUBJECT: EQUIPPED BELIEVER, INC
Ref. Number: W18000043700

We have received your document for EQUIPPED BELIEVER, INC and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The title(s) in the officer/director field(s) is/are not acceptable. Please refer to the following link for acceptable officer/director title information.
<http://dos.myflorida.com/sunbiz/search/guides/corporation-records/title-abbreviations/>

Only one set of articles required.,

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Tyrone Scott
Regulatory Specialist II
New Filings Section

Letter Number: 818A00009698

Articles of Incorporation of Equipped Believer, Inc.

The undersigned, of whom are all citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of the State of Florida, do hereby certify:

ARTICLE 1: The name of the Corporation shall be Equipped Believer, Inc.

ARTICLE 2: The place in this state where the principal office of the Corporation is to be located is Manatee County.

ARTICLE 3: Said corporation is organized exclusively for charitable, religious 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 section of any future federal tax code.

ARTICLE 4: The names and addresses of the persons who are the initial trustees, henceforth described as "The Pastoral Leadership Team" of the corporation are as follows:

President:

Principal Address

Pamela Ferdinand 7646 Plantation Cir Bradenton Florida 34201

Board of Director/Secretary & Treasurer:

Sandra Deane 1541 Mellon Way Sarasota Florida 34232

Board of Director/Vice President:

Douglas Deane 1541 Mellon Way Sarasota Florida 34232

ARTICLE 5: 501(3) c IRS Adherence

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, 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 set forth in Article Third 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 or in opposition to 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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such

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organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE 6: VISION

Equipped Believer is a Christian Teaching Ministry which will empower and disciple Christians to walk in their full potential and lay hold of eternal life right now. This ministry will also prove to this World both locally and internationally through all forms of media and in person teaching that Lord Jesus is God by His Word (the Bible), acts of Love (charitable work of all kinds) and Power (prayer). We will pray to God and see blind eyes open, the deaf will hear, the mute will speak, God will create brand new body parts and heal every kind of sickness and disease. We will pray and God (Jesus Christ) will raise the dead. God will also deliver people from addiction and demonic oppression. This will be a teaching, healing and deliverance ministry. We will teach the Saints, equip and perfect them to operate in this World as true Believers.

This ministry will create generals in the faith. It will build up, educate and encourage those who have put their faith in Christ to be all that God created them to be. We will build up the beloved of God (people) of all ages. As God directs us we will also support other non-profit ministries as the Lord Jesus Christ directs.

ARTICLE 7: Specific Objectives and Purposes. The purpose of this corporation shall be to educate, equip and perfect the Body of Christ, who are altogether the real church modeled after the early Biblical, Christian community as recorded in the book of Acts, for the advancement of the Gospel of Jesus Christ by all available means, both in local and foreign communities, and to provide a platform of faith where Jesus Christ may be honored and so that God may strengthen, heal and deliver people.

ARTICLE 8: "Dissolution" means the complete disbanding of the Corporation so that it no longer functions as a corporate entity. Upon the dissolution of the Corporation, its property shall be applied and distributed as follows: (1) all liabilities and obligations of the Corporation shall be paid and discharged or adequate provision shall be made therefore; (2) pursuant to a plan adopted by the board of directors, assets shall be transferred or conveyed to one or more domestic or foreign corporation, society, or organization that qualify as exempt organizations under section 501(c)(3) of the Code and are engaged in activities substantially similar to those of the corporation.

ARTICLE 9 MEMBERSHIP

Any person who gives scriptural evidence of the saving faith in the Lord Jesus Christ, subscribes to the Statement of Beliefs as set forth in the attached Exhibit "A", shall be eligible to be Members in this corporation.

ARTICLE 10 TENETS OF FAITH

The Bible shall be the rule and guide of faith as set forth in the Statement of Beliefs. (See Exhibit "A")

ARTICLE 11 PERROGATIVES AND OVERSIGHT

Governance. Equipped Believer, Inc. shall be a Pastor led ministry and subject to Lord Jesus Christ who is the Head of the Church. Through prayer, the Pastoral Leadership Team of Equipped Believer, Inc. aka the Board of Directors, shall act as the governing authority by providing spiritual guidance, setting its major policies, and exercising responsibility for its business and activities.

Officers. The officers of this corporation shall be the Lead Pastor and members of the Pastoral Leadership Team, unless otherwise provided by the bylaws of this corporation. The terms of office shall be a period as designated by the bylaws.

ARTICLE 12 AFFILIATION

While maintaining its inherent rights to sovereignty in the conduct of its own affairs as herein set forth, Equipped Believer, Inc. voluntarily commits to enter into fellowship and partnership with like-minded and charged organizations as it sees fit or is necessary to accomplish its mission. Equipped Believer, Inc. is autonomous and maintains the right to govern itself and to conduct its own affairs, including without limitation, the calling of a Lead Pastor, the selection of leadership, and the implementation of its own ministries. Equipped Believer, Inc. shall also have the right to purchase or acquire by gift, bequest or otherwise, either directly or as trustee, and to own, hold in trust, use, sell, convey, lease, or otherwise dispose of any real estate or property as may be necessary for the furtherance of its purposes, and to exercise all other powers conferred upon it by the State of Florida.

ARTICLE 13 AMENDMENTS

Amendments to these Articles of Incorporation will be guided by the leadership of the Lead Pastor in cooperation with the Pastoral Leadership Team, at any regular or special business meeting. Upon consideration and completion of recommended changes, an amendment will be presented for revision.

These Bylaws govern the affairs Equipped Believer, Inc. a not for profit corporation pursuant to the provisions of Chapter 617 of the Florida State Statutes Annotated, known as the State Nonprofit Corporation Act.

PREAMBLE

These Bylaws are intended to provide a simple but adequate form to govern a teaching ministry to advance strong covenantal relationships, and to assure that any issues that do arise will be quickly addressed and remedied through their application.

Accordingly, Equipped Believer, Inc. a State of Florida, non-profit corporation, by the solemn and unanimous action of its Board of Directors, hereby adopts these Bylaws. The Board of Directors and members willingly submit to be governed by them so that Equipped Believer, Inc. may effectively carry out the vision of the ministry. Furthermore, these Bylaws shall constitute and evidence the agreement by and among the Board of Directors, that its governance, business, and activities shall be conducted as provided in these Bylaws.

ARTICLE 14 PASTORAL LEADESHIP TEAM (BOARD OF DIRECTORS)

14.01. Function. The Pastoral Leadership Team (who may also be known as the “Board of the Directors”) shall provide both spiritual guidance and shall manage the affairs of the Corporation.

14.02. Qualifications. The New Testament uses the term “elder” in every instance to describe the vocational office of a Pastor. The Scriptures also clearly state that elder and pastor are interchangeable terms and that the early church was pastor-led (elderled). Therefore, the governing council of Equipped Believer consists of a Pastoral Leadership Team. In addition to the prerequisites of being a Deacon and the expectations of Pastoral Staff, Members of the Pastoral Leadership Team shall be appointed by the Lead Pastor.

14.03 Duties. The duty of the Pastoral Leadership Team is to govern the flock, which shall include the following:

- (a) Direct all the affairs of the ministry to ensure that the mission is accomplished in a spirit of unity, including business decisions.
- (b) Oversee the provision of the physical facilities needed by Equipped Believer, Inc. including the buying and selling of real estate and securing real estate leases.
- (c) Be responsible for any construction project (The actual coordination of a construction project may be delegated to a Building Team.)
- (d) Work in cooperation with the Pastor when necessary in selecting all other Leadership staff.
- (e) Appoint Helps/Exhorters as the Lord directs. This may include deacons, helpers, musicians and other important assist staff.

10.04. Number and Term of Directors. The powers of the Corporation shall be exercised by or under the authority of the Pastoral Leadership Team, and the property, business and affairs of the Corporation shall be managed under the direction of the Pastoral Leadership Team. The total number of directors shall not be less than three (3). Each director shall serve for a period of two (2) years and may serve successive terms. The Directors are to be automatic members of the corporation. Directors shall be natural persons.

14.05. Appointment of Directors. The Lead Pastor shall appoint persons whom he deems qualified to serve on the Board of Directors.

14.06. Vacancies. The Lead Pastor shall fill a vacancy occurring on the Pastoral Leadership Team. Vacancies reducing the number of Directors to less than three (3) shall be filled before the transaction of any other business. The Corporation's Pastoral Leadership Team shall be comprised solely of Directors. However, if it becomes such that a non-Director must be appointed to fill a vacancy, which shall only occur if it is necessary to raise the number of directors to at least three, said replacement shall only serve as long as necessary before a suitable Pastor selected Director replacement can be located.

14.07. Limits of Authority: The Pastoral Leadership Team is responsible for all decisions for Equipped Believer, Inc. The Lead Pastor shall preside over all decisions as long as the issue at hand does not involve a conflict of interest for the Lead Pastor.

14.08. Meetings. The Lead Pastor shall preside over all meetings of the Pastoral Leadership Team. If it is not possible for the Lead Pastor to attend, then the Lead Pastor shall designate a chairman for the meeting. All decisions require a simple majority of those present. Any motions passed and recorded in a meeting without the Lead Pastor may not take effect without the consent of the Lead Pastor or until the following meeting if the Lead Pastor is present and the minutes of the previous meeting are approved. The Pastoral Leadership Team will meet once a year and may meet more at the discretion of the Lead Pastor. Notification must be made at least thirty (30) days in advance of the meeting.

14.09. Action by Consent of Board Without Meeting. Any action required or permitted to be taken by the Pastoral Leadership Team may be taken without a meeting, and with the same force and effect as a unanimous vote of Directors, if all members of the Board consent in writing to the action. Such consent may be given individually or collectively.

14.10. Quorum. A majority of the number of Directors then in office shall constitute a quorum for the transaction of business at any meeting of the Pastoral Leadership Team. The Directors present at a duly called or held meeting at which a quorum is present may continue to transact business even if enough Directors leave the meeting so that less than a quorum remains. However, no action may be approved without the vote of at least a majority of the number of Directors required to constitute a quorum. If a quorum is present at no time during a meeting, a majority of the Directors present may adjourn and reconvene the meeting one time without further notice.

14.11. Proxies. Voting by proxy is prohibited.

14.12. Compensation. Directors shall not receive salaries or compensation for their services as Board members unless they are involved with the day to day administrative and spiritual duties of the ministry.

14.13. Removal of Directors. The Pastoral Leadership Team may vote to remove a Director, other than the Lead Pastor, at any time, without good cause.

14.15 Participation of Spouses. Spouses of Pastoral Leadership Team members are encouraged to participate in all relevant meetings, activities, and functions, unless otherwise requested by the Lead Pastor due to the nature of the meeting, activity, or function.

ARTICLE 15

15.01. Partners. The words "Partner" is used in these Bylaws as terms solely reflecting the individuals who participate in the spiritual activities and ministries of Equipped Believer, Inc. The word "Partnership" referenced herein reflects only a spiritual unity and shall not be deemed to have any legal status under State Law.

ARTICLE 16

16.01. Members. Members shall be all people who officially covenant together and agree, in writing to fulfill the vision of Equipped Believer, Inc. The word "Member" shall not be deemed to hold any ownership in Equipped Believer, Inc. Likewise, the word "Membership" referenced herein reflects only a spiritual unity and shall not be deemed to have any legal status under State law.

16.02 Eligibility: Individuals at Equipped Believer may become Members in good standing if they satisfy the following criteria:

- (a) Be born again, giving evidence of a consistent Christian life in line with the moral principles of Scripture.
- (b) Complete and adhere to the standards of the Leadership/Membership Course, as administered by the leadership of the ministry at various opportunities in the calendar year.
- (c) Fully subscribe to the Statement of Beliefs as set forth in the Articles of Incorporation, Exhibit A.
- (d) Be at least eighteen years of age.
- (e) Regularly attend the services.
- (f) Contribute to the financial support of Equipped Believer, Inc.

16.03 Appointment and Removal. Individuals who possess the above qualifications and desire to officially participate in the vision and mission of Equipped Believer, Inc. as a Member shall attend all required classes and or meetings as determined by the Pastoral Lead Team, then present their names to the Pastoral Leadership Team for approval. Their names added to the Membership roster after they have met the requirements of Membership. Those approved for Membership by the Pastoral Leadership Team shall be encouraged to attend a primary service to be received into the ministry publicly.

The Pastoral Leadership Team shall have the right to remove any Member that fits into the following criteria:

- a) A member's conduct and lifestyle is violating Biblical standards and the individual refuses correction.
- b) A member leaves the church as a result of relocation or other reason.
- c) A member requests to be removed.
- d) Six months pass without any record of contribution or attendance. In this case the Member is telling Equipped Believer, Inc. that He is resigning his membership due to inactivity.
- (e) A member is not in harmony with the vision or leadership of Equipped Believer, Inc.

16.04 Advice and Confirmation. Members shall provide advice and give or withhold confirmation, as the case may be, with respect to proposals made by the Pastoral Leadership Team for matters that affect the spiritual health and mission of Equipped Believer, Inc. Regarding all major decisions of Equipped Believer, Inc. the Pastoral Leadership Team may seek non-binding advice from the Members in whatever format they deem necessary at the time; however the decision of the Pastoral Leadership Team on matters other than what is set forth in this section, shall be final and at its sole discretion.

16.05. Member Meetings. The Lead Pastor shall preside over and solely call all Member meetings. (a) The Annual State of the Ministry Meeting shall be held in the first quarter of every year at such time and place, as the Pastoral Leadership Team shall decide, to present information pertaining to the business of the Ministry. Due notice of said meeting shall be given for at least two (2) successive Sundays immediately preceding it, by church by publication and announcement.

(b) Special membership meetings may be called by the Senior Pastor in cooperation with the Pastoral Leadership Team. Due notice shall be given for two successive Sundays immediately preceding the meeting by church publication and announcement. Notice of said meetings shall state the purpose for such meeting.

(c) Membership meetings of the church shall be governed by acceptable procedures in keeping with the spirit of Christian love and fellowship.

(d) It is understood that all active Members should be able to voice any concern or seek additional information from the Lead Pastor or Pastoral Leadership Team prior to official meetings.

16.06. Voting and Quorum. A quorum shall consist of all Members in good standing that is present. No vote shall be taken at any Member meeting except as shall be authorized by the Pastoral Leadership Team. In order to be eligible to vote, a Member must be present to participate in discussions prior to a vote.

16.07. Establishing Initial Membership. For the purpose of adopting these bylaws provisional Membership shall be granted to the Pastoral Staff and the individuals who made up the original Equipped Believer, Inc. Launch Team. Their Membership status will be confirmed upon completion of special leadership training when offered by the Pastoral Leadership Team.

ARTICLE 17 DEACONS

17.01. Function. Deacons are a specialized group of Members who are appointed by the Pastoral Leadership Team to assist in the spiritual ministry of Equipped Believer, Inc. They are to be considered Servant Leaders and are selected to serve as Deacons due to their already proven value and ministry in the church. They are the spiritual lay backbone of Equipped Believer.

17.02. Prerequisites for Deacons. Being a Member in good standing is a prerequisite for serving as a Deacon. Furthermore, in order to be eligible to serve in said roles, a Member must possess the following qualities:

- (a) Demonstrate the calling, character, competence, chemistry, and culture of leadership conducive to the Equipped Believer, Inc. environment.
- (b) Support the Pastor(s) and refrain from divisive attitudes and behavior.
- (c) Have wisdom, a good reputation, exemplary conduct, and self-control.
- (d) Be committed to a covenant relationship with his/her spouse if married.
- (e) Manage his own household wisely – being attentive to his/her own children, having their respect, and keeping them under control with true dignity.
- (f) Not given to drinking of alcoholic beverages and abstain from all illegal drugs.
- (g) Abstain from all forms of extra-marital sensual behavior.
- (h) Not be a new convert.
- (i) Be a member for at least six months
- (j) Hold firmly to sound Scriptural doctrine so that he will be able to exhort and encourage others to good works and disprove those who speak against the Tenets of Faith of Equipped Believer, Inc.
- (k) Contribute financially to the mission of Equipped Believer, Inc.

17.03. Duties. The duties of the Deacons include the following:

- (a) Prayer and intercession for the Pastoral Leadership team and Equipped Believer, Inc.
- (b) Special Ministry projects as directed from the Pastoral Leadership Team.
- (c) Prayer and counseling of the church Partners and Members.

17.04. Appointment and Removal of Deacons. The Pastoral Leadership Team appoints the individual/couple to be a Deacon. There are no term limits; their appointment lasts as long as they or the Lead Pastor so desires. The Pastoral Leadership Team may remove any Deacon at its sole discretion at any time unless otherwise specified herein.

17.05. Meetings. The Lead Pastor shall call and preside over all Deacon meetings. The Deacons will meet at least once per year to hear the heart of the Lead Pastor. They may meet more often at the discretion of the Lead Pastor.

ARTICLE 18 LEAD PASTOR

18.01. Function. The Lead Pastor shall serve as the Spiritual Overseer of Equipped Believer, Inc. the President of the Corporation and the Chairman of the Board of Directors (Pastoral Leadership Team).

18.02. Duties. The Duties of the Lead Pastor include the following:

(a) Spiritual Oversight: The Lead Pastor shall work cooperatively with the Pastoral Leadership Team, Deacons, Members and Partners. The Lead Pastor shall establish and communicate the God-given vision and mission of the ministry. Oversee and coordinate the day-to-day ministry and coordinate the day-to-day administration.

(b) Corporate Oversight: The Lead Pastor shall also serve as the Chief Executive Officer of the Corporation, Chairman of the Pastoral Leadership Team, and Chairman of Member Meetings, according to the Articles of Incorporation. He shall oversee all the ongoing activities related to the development, the implementation, and the maintenance of the spiritual and temporal mission and business of the church. He shall follow and adhere to the policies and procedures, both assumed and specifically outlined by these Bylaws herein, in compliance with federal, state, and municipal laws.

(c) The Lead Pastor shall preside over all meetings of the Pastoral Leadership Team who serve as the Board of Directors for the Corporation, assuring that all orders and resolutions of that team are fulfilled. The Lead Pastor shall also call the meetings for the Pastoral Leadership Team and determine the agenda for each meeting. He shall execute in the name of Equipped Believer, Inc. all deeds, contracts, loans and other documents under the advice and confirmation from the Pastoral Leadership Team. He shall also serve as an ex-officio member of the Deacons as well as all Ministry Teams, connection groups or any other group that meets within the body of Equipped Believer, Inc. and shall have the general powers and duties of supervision and management usually vested in the executive office of any corporation.

d) Budget and Expenditures: Since the Lead Pastor is primarily responsible for the spiritual life of Equipped Believer, Inc. he shall also have corporate authority to make expenditures, within the approved budget by the Pastoral Leadership Team ensuring that financial strength is directed toward the ministry directives of the Pastoral Leadership Team. The Lead Pastor, shall be responsible for the preparation of an annual budget and its submission to the Pastoral Leadership Team.

(e) Compensation: The Pastoral Leadership Team will serve as the Compensation Team for the function of the review of salary packages for all staff of the church, which is determined by the Lead Pastor or his designee.

18.03. Qualifications. The Lead Pastor must be called by God into the Fivefold Ministry and must be in good moral standing.

18.04. Appointment and/or Removal. In the event Lead Pastor is deceased while in office, resigns, or if the position becomes vacant for any other reason, then the remaining Pastoral Leadership Team members will locate a new Lead Pastor. If the Lead Pastor resigns or is in good standing with the church and wishes to be a part of the pastoral search process he may do so as long as it is not deemed a conflict of interest. Given the latitude for leadership the Lead Pastor is given under these Bylaws and the leadership and ministry qualities needed by the Lead Pastor to empower the church, the process of selection of a new Lead Pastor shall be conducted in the most careful manner.

Once the Pastoral Leadership Team has determined its choice of Lead Pastor, they shall present their Appointment to Equipped Believer, Inc. at a duly called meeting or Public service.

If a situation should arise where immoral or illegal conduct is committed, it shall be the duty of the Pastoral Leadership Team to call for the resignation of the Lead Pastor.

18.05. Transition between Lead Pastors. To ensure the unity of the ministry by a smooth transition between Lead Pastor appointments, the following procedures shall be followed:

(a) Governance During the Interim: At their discretion, the Pastoral Leadership Team, may select an Interim Lead Pastor from outside or inside the Pastoral Leadership Team to fulfill the basic duties of the Lead Pastor until a new Lead Pastor is selected.

(b) Function and Limits of an Interim Lead Pastor: The Interim Lead Pastor shall not alter the philosophy of Equipped Believer to reflect his own personal views. The Interim Lead Pastor shall cover the primary teaching/preaching schedule, discharge the basic pastoral care duties, and ensure that the ministries of Equipped Believer, Inc. continue to function. The Interim Lead Pastor shall not possess any other corporate powers granted to the Lead Pastor by these Bylaws. In the event that an Interim Lead Pastor is secured from outside Equipped Believer, Inc. he shall be remunerated for his service at a fair salary mutually agreed upon by the Interim Lead Pastor and the Pastoral Leadership Team.

(c) Administration during the Interim Period: During the interim period between Lead Pastor appointments, members of the Pastoral Leadership Team are to continue in their positions. Should leadership or financial problems arise, the Pastoral Leadership Team shall have the authority to alter the duties, roles, and/or terms of employment of all employees and the terms of service for all volunteer leadership positions, including dismissal if necessary.

ARTICLE 19 PASTORAL STAFF

19.01. Function. A Staff Pastor includes a staff member that is assigned a ministerial responsibility by the Senior Pastor.

19.02. Qualifications. A Staff Pastor must meet the qualifications of a Deacon and must be called by God to minister. All additional qualifications will be determined by the Lead Pastor.

19.03. Responsibilities. The responsibilities and duties shall be assigned by the Lead Pastor.

19.04. Appointment/Dismissal. Staff Pastors shall be appointed or dismissed by the Lead Pastor with the consideration of the Pastoral Leadership Team.

ARTICLE 20 OFFICERS

20.01. Officer Positions. The officers of the Corporation shall be a President, a Secretary/Treasurer, and a Vice President. This Pastoral Leadership Team may create additional officer positions, define the authority and duties of each such position, and elect or appoint persons to fill the positions.

20.02. Election and Term of Office. The officers of the Corporation shall be appointed by the Lead Pastor and confirmed by the Pastoral Leadership Team. Each officer shall hold office until a successor is duly selected and appointed.

20.03. Removal. Any officer, other than the President, may be removed by the Lead Pastor with the confirmation of the Pastoral Leadership Team.

20.04. Removal of the President. The President who is the Lead Pastor may only be removed for good cause upon unanimous consent of the Pastoral Leadership Team.

20.05. Resignation. Any officer may resign at any time by giving written notice to the Board of Directors. Such resignation shall take effect at the time specified in the notice. The acceptance of such resignation shall not be necessary to make it effective.

20.06. President. The President shall be the Chief Executive Officer of the Corporation. The President shall supervise and control all of the business and affairs of the Corporation and may execute any deeds, mortgages, bonds, contracts, or other instruments that the Pastoral Leadership Team authorizes to be executed. The President shall provide spiritual leadership to the Corporation. The President shall perform other duties prescribed by the Pastoral Leadership Team and all duties incident to the office of President.

20.07. Vice-President. When the President is absent, is unable to act, or refuses to act, the Vice President shall perform his duties. When the Vice President acts in place of the President, he shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall perform other duties as assigned by the President.

20.08. Secretary/Treasurer. The secretary/treasurer should be an officer of the corporation on the Pastoral Leadership Team. As Secretary, the Secretary/Treasurer shall act as clerk and record (or have recorded) all votes and the minutes of all proceedings in a book to be kept for that purpose. He shall oversee the keeping of the membership rolls of the corporations, and in general perform the duties usually incident to the office of secretary. He shall also oversee such further duties as shall be prescribed from time to time by the Pastoral Leadership Team or by the President. Treasurer's role over Accounting. As Treasurer, the secretary / treasurer shall oversee the keeping of full and accurate accounts of the receipts and disbursements in books belonging to the Corporation, and shall oversee the deposit of all monies and other valuable effects in the name and to the credit of the corporation in such banks and depositories as may be designated by the president. He will assist the President in the creation of the annual budget by providing the necessary information to create such a budget. He does not determine expenditures, but he shall oversee the disbursement of the funds of the corporation as may be ordered by the Pastoral leadership Team or the president. He shall perform the duties usually incident to the office of Treasurer and such other duties as may be prescribed from time to time by the Pastoral Leadership Team or by the president.

ARTICLE 21 TRANSACTIONS OF THE CORPORATION

21.01. Contracts. The Pastoral Leadership Team may authorize any officer or agent of the Corporation to enter into a contract or execute and deliver any instrument in the name of and on

behalf of the Corporation. This authority may be limited to a specific contract or instrument or it may extend to any number and type of possible contracts and instruments.

22.02. Deposits. All funds of the Corporation shall be deposited to the credit of the Corporation in banks, trust companies, or other depositories that the Pastoral Leadership Team selects.

22.03. Gifts. The Pastoral Leadership Team may accept any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the Corporation.

22.04. Loans and Related Parties. The Corporation shall not make any loan to a Director or officer of the Corporation.

22.05. Prohibited Acts. As long as the Corporation is in existence, and except with the prior approval of the Board of Directors, no Director, officer, or committee member of the Corporation shall:

- (a) Do any act in violation of the Bylaws or a binding obligation of the Corporation.
- (b) Do any act with the intention of harming the Corporation or any of its operations.
- (c) Do any act that would make it impossible or unnecessarily difficult to carry on the intended or ordinary business of the Corporation.
- (d) Receive an improper personal benefit from the operation of the Corporation.
- (e) Use the assets of this Corporation, directly or indirectly, for any purpose other than carrying on the business of this Corporation.
- (f) Wrongfully transfer or dispose of property of the Corporation, including intangible property such as good will.
- (g) Use the name of the Corporation (or any substantially similar name) or any trademark or trade name adopted by the Corporation, except on behalf of the Corporation in the ordinary course of the Corporation's business.
- (h) Disclose any of the Corporation's business practices, trade secrets, or any other information not generally known to the business community to any person not authorized to receive it.

ARTICLE 23 ACQUISITION AND DISPOSITION OF PROPERTY

23.01. Authority. No asset, real estate or otherwise, valued in excess of 10% of the current approved operating budget, or \$250,000, whichever amount is lower, shall be purchased by Equipped Believer, Inc. nor shall a contract to sell said major Equipped Believer, Inc. assets be entered into, unless the same shall be first approved by the Pastoral Leadership Team. Furthermore, the Pastoral Leadership Team has the authority to unilaterally accept major assets, including real property, valued in excess of the current approved operating budget if it is partially or entirely being donated, provided that it has clear title and that any funding used to augment the donation does not exceed available funding.

23.02. Documentation. Title to all real property acquired by Equipped Believer, Inc. shall be deeded to Equipped Believer, Inc. and held in its name. The Lead Pastor and/or the Treasurer shall certify all documents relating to the purchase, sale, or lease of real property, and that the same has been duly authorized in accordance with these Bylaws.

ARTICLE 24 BOOKS AND RECORDS

24.01. Required Books and Records. The Corporation shall keep correct and complete books and records of account. The Corporation's books and records shall include:

- (a) A file-endorsed copy of all documents filed with the State Secretary of State.
- (b) A copy of the Bylaws, and any amendments to the same.
- (c) Minutes of the proceedings of the Board of Directors, and of any committees having the authority of the Board of Directors.
- (d) A list of the names and addresses of the Directors, Members and Officers of the Corporation.
- (e) A balance sheet for the three (3) most recent fiscal years.
- (f) An income statement for the three (3) most recent fiscal years.
- (g) All rulings, letters, and other documents relating to the Corporation's federal, state, and local tax status.

ARTICLE 25 SPECIAL PROCEDURES CONCERNING MEETINGS

25.01. Meeting by Electronic Means. The Board of Directors, and any committee of the Corporation, may hold a meeting by telephone conference call or other electronic means in which all persons participating in the meeting can hear each other.

ARTICLE 26 AMENDMENTS TO BYLAWS

26.01. Amendments. The Bylaws may be altered, amended, or repealed, and new Bylaws may be adopted by the Pastoral Leadership Team. The notice of any meeting at which the Bylaws are altered, amended, or repealed, or at which new Bylaws are adopted shall include the text of the proposed Bylaw Sections as well as the text of any existing sections proposed to be altered, amended, or repealed or a fair summary of those sections.

ARTICLE 27 MISCELLANEOUS

27.01. Legal Authorities Governing Construction of Bylaws. The Bylaws shall be construed in accordance with the laws of the state of Florida. All references in the Bylaws to statutes, regulations, or other sources of legal authority shall refer to the authorities cited, or their successors, as they may be amended from time to time.

27.02. Legal Construction. If any section of the Bylaws is held to be invalid, illegal, or unenforceable in any respect, the invalidity, illegality, or unenforceability shall not affect any

other section and the Bylaws shall be construed as if the invalid, illegal, or unenforceable section had not been included in the Bylaws.

27.03. Dispute Resolution. Any controversy, claim, or dispute arising from or related to these Bylaws shall be settled by mediation and, if mediation is unsuccessful, by legally binding Christian arbitration. Judgment upon an arbitration decision may be entered in any court otherwise having jurisdiction. The parties understand that these methods shall be the sole remedy for any controversy, claim, or dispute arising out of these Bylaws and they expressly waive their rights to file a lawsuit in any civil court against one another for such controversies, claims or disputes, except to enforce an arbitration decision.

27.04. Gender. Wherever the context requires, all words in the Bylaws in the male gender shall be deemed to include the female or neuter gender, all words in the female gender shall be deemed to include the male or neuter gender, all singular words shall include the plural, and all plural words shall include the singular.

ARTICLE 28 EMERGENCY POWERS AND BYLAWS

An “emergency” exists for the purposes of this section if a quorum of the directors cannot readily be obtained because of some catastrophic event. In the event of an emergency, the Pastoral Leadership Team may: (a) modify lines of succession to accommodate the incapacity of any director, officer, employee or agent; and (b) relocate the principal office, designate alternative principal offices or regional offices, or authorize officers to do so. During an emergency, notice of a meeting of the Pastoral Leadership Team only needs to be given to those directors whom it is practicable in any manner including by publication or radio. One or more officers of the Corporation present at a meeting of the Pastoral Leadership Team may be deemed directors for the meeting, in order of rank and within the same rank and order of seniority, as necessary to achieve a quorum. Corporate action taken in good faith during an emergency binds a corporation and may not be the basis for imposing liability on any director, officer, employee or agent of the Corporation on the ground that the action was not authorized. The Pastoral Leadership Team may also adopt emergency bylaws, subject to amendments or repeal by the full Board of Directors, which may include provisions necessary for managing the corporation during an emergency including; (a) procedures for calling a meeting of the Board of Directors; (b) quorum requirements for the meeting; and (c) designation of additional or substitute directors. The emergency bylaws shall remain in effect during the emergency and shall be revoked after the Pastoral Leadership Team has deemed that the emergency has ended.

EXHIBIT A STATEMENT OF BELIEFS.

The Inspired Scriptures - The Scriptures, both Old and New Testaments, are the inspired and infallible revelation of God to man and the authority of faith and conduct. Equipped Believer, Inc. accepts the Bible as the revealed will of God, as the all-sufficient rule of faith and standard for daily living. (2 Timothy 3:15-17; 1 Thessalonians 2:13, 2 Peter 1:21)

The One True God - The one true God has revealed Himself as the "I Am," the Creator and Redeemer of mankind. We believe God eternally exists in three persons called God the Father, God the Son (Jesus) and God the Holy Spirit. (Isaiah 43:10,11; Genesis 1:1; Ephesians 4:5-6)

The Deity of Jesus - The Lord Jesus Christ is the eternal Son of God and God Himself. The Scriptures declare His virgin birth, sinless life, miracles, death, resurrection, and ascension to the right hand of God. (Revelation 1:8; Hebrews 1:3)

The Fall of Man - Man was created good and upright; however, man voluntarily transgressed and fell, and thereby, is spiritually dead and away from God. (Genesis 1:26-27, 2:17, 3:6; Romans 5:12-19)

The Salvation of Man - Man's only hope is through the shed blood of Jesus Christ. Salvation is by faith through grace and demonstrated in repentance leading to a relationship with Jesus Christ. (John 3:3; Romans 12:13-15; Ephesians 2:8)

Ordinances of the Church - We believe that following faith in the Lord Jesus Christ, the new believer is commanded by the Word of God to be baptized in water by full immersion. We believe in a unique time of communion in the presence of God when the elements of bread and grape juice (the body and blood of Jesus Christ) are taken in remembrance of Jesus' sacrifice on the cross. (Mark 16:16; 1 Corinthians 11:23-26)

The Baptism of the Holy Spirit - Given at Pentecost, we believe the baptism in the Holy Spirit is the promise of the Father available to all Christians. It was sent by Jesus after His Ascension to empower the Church to preach the gospel throughout the whole earth. In scripture the Baptism in the Holy Spirit is accompanied by speaking in tongues (unknown prayer language) (Acts 1:4-8; 2:1-4; John 14:15-17).

Sanctification - The act of separation from that which is evil and dedicating oneself to God and that which is good, upright, and morally pure. (Romans 12:1, 2; 1 Peter 1:16; Hebrews 12:14)

The Church and Its Mission - The Church is the representative of Jesus on earth and is to carry out the Great Commission. (Matthew 28:19; Luke 19:10) **The Ministry** - A divinely called and scripturally ordained minister has been provided by God to lead the church in evangelization, worship, building the body, and general leadership of the church. (Mark 16:15-20; John 4:23-24; Ephesians 4:11, 16)

Divine Healing - Is provided for today by the Scriptures and included in the atonement for our sins. (Isaiah 53:4-5; Matthew 8:16-17; James 5:14-16)

The Blessed Hope and Second Coming - The resurrection and rapture of all Christians dead and alive to meet Christ in the air is the Blessed Hope. The Second Coming of Christ includes the rapture and a return to earth by Christ with His saints for a thousand-year reign. (Romans 8:23; 1 Corinthians 15:51-52; Zechariah 14:5; Matthew 24:17, 30)

The New Heaven and Earth - All of God's children will reign forever in a new heaven and a new earth. (2 Peter 3:13; Revelation 21, 22)

CERTIFICATE OF SECRETARY

I certify that, I, Sandra Deane am the duly elected Director and Secretary/Treasurer of Equipped Believer, Inc. and that the foregoing bylaws constitute the Bylaws of the Corporation. The Bylaws were duly adopted at a meeting of the Pastoral Leadership Team held on April 27th, 2018.

In witness whereof, we have hereunto subscribed our names this 16th day of May, 2018.

Sandra Deane- Director/Secretary/Treasurer

x Sandra Deane

Date:

5/16/18

Douglas Deane- Director/Vice President

x Douglas Deane

Date:

5/16/18

Pamela Ferdinand- President

x Pamela Ferdinand

Date:

5/16/18

Name of Registered Agent: Pamela Ferdinand

I agree to be the registered agent of Equipped Believer, Inc.

Florida Address: 7646 Plantation Circle University Park, FL 34201

x Pamela Ferdinand

Name of Incorporator: Pamela Ferdinand

I agree to be the incorporator of Equipped Believer, Inc.

Florida Address: 7646 Plantation Circle University Park, FL 34201

x Pamela Ferdinand

[REDACTED]

[REDACTED]

[REDACTED]