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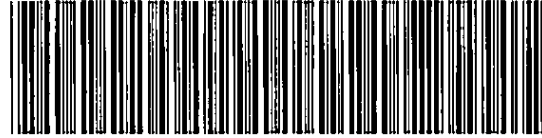
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## COVER LETTER

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

**SUBJECT:** Waterfront Outreach Inc

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** Nathan A. Thomas  
\_\_\_\_\_  
Name (Printed or typed)

909 Allison Street  
\_\_\_\_\_  
Address

Jacksonville, FL 32254  
\_\_\_\_\_  
City, State & Zip

904-444-0202  
\_\_\_\_\_  
Daytime Telephone number

waterfrontk9@gmail.com

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

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

# Waterfront Outreach LLC

909 Allison Street

Jacksonville, FL 32254

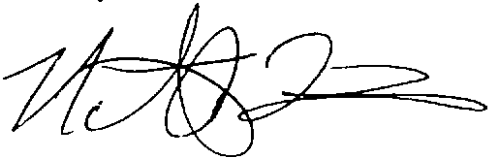
October 2, 2018

To Whom It May Concern:

We the directors of Waterfront Outreach LLC desire to establish a non-profit corporation with the same name Waterfront Outreach Inc. We are the members of the LLC & will be the directors of the non-profit corporation. Please note that Nathan Thomas' correct name is Nathan A. Thomas, not Nathan D. Thomas as listed in the LLC articles.

We thank you for your assistance in handling this process.

Sincerely,



Nathan A. Thomas

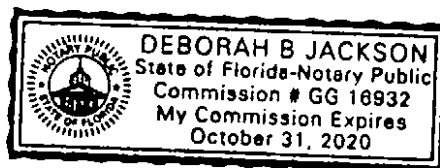


Edward Thomas

Signed this 2<sup>nd</sup> day of October, 2018 by Nathan Thomas & Edward Thomas as verification that they authorize the establishment of the non-profit corporation with the same name as their LLC.



Notary Public



**Articles of Incorporation  
of  
WATERFRONT OUTREACH, INC**

2016 OCT 26, PM 4:18  
SANDRA S. HARRIS

The undersigned do hereby associate for the purpose of becoming a not for profit corporation under the laws of the State of Florida, and do hereby certify that the following Articles of Incorporation have been adopted:

**ARTICLE I**

The organization shall be called WATERFRONT OUTREACH, INC. (Matthew 5:9, John 14:30, Psalms 46:10)

**ARTICLE II**

The duration of the corporation is perpetual. The corporation shall be a sovereign body and the regulation of the internal affairs of the corporation shall be governed by the provisions of the By-Laws of the corporation, to the extent that they are not inconsistent with these Articles.

**ARTICLE III**

The street address of the initial registered office of this corporation is 909 Allison Street, Jacksonville Florida 32254 and the name of the initial registered agent at that address is Nathan A. Thomas. The principal office address and mailing address of this corporation is 909 Allison Street, Jacksonville Florida 32254.

**ARTICLE IV**

The corporation shall have four (4) trustees (directors) initially. The number of trustees may be increased or decreased from time to time by majority vote of the association officers, but shall never be less than two (2). The names and addresses of the first members of the Board of Trustees (Directors) who, subject to the provisions of these Articles of Incorporation, the Bylaws of this corporation and the laws of the State of Florida, shall hold office until their resignation, removal from office, or death, is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Nathan A Thomas	909 Allison Street, Jacksonville, FL 32254
Clander Thomas	909 Allison Street, Jacksonville, FL 32254
Edward Thomas	2190 W 45 <sup>th</sup> Street, Jacksonville, FL 32209
Avis Commack	909 Allison Street, Jacksonville, FL 32254

#### ARTICLE V

The purposes for which the corporation is organized are to operate exclusively for religious, charitable, educational and distinct ecclesiastical purposes within the meaning of Section 501 ©(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue law thereto, and such purposes shall include the following:

This Constitution and Covenant constitutes the code of rules adopted by WATERFRONT OUTREACH, INC for the regulation and management of its affairs.

#### PURPOSE

This organization will have the purpose or powers as may be stated in this Constitution and Covenant, and such powers that are now or may be granted hereafter.

The primary purpose of this organization is to:

1. Teach the essential foundation for each and every person to become an overcomer in faith, healing, prosperity, redemption, righteousness, and principles of victorious living. (Hebrews 11:1; Isaiah 53:5. Deuteronomy 29:9; Hebrews 9:12; Romans 1:17; 1 John 5:4; Hebrews 13:7, 17)
2. Establish a place of worship for all that desire to worship God in Spirit and in Truth. (Matthew 18:20; Romans 15:5-7)
3. Ordain, license and appoint Elders, Pastors, Deacons, Prophets, Apostles, Evangelists, and Teachers divinely called and set apart according to their gifts and callings who shall be required to teach and preach the doctrine set forth in the Word of God. (Acts 14:23; Romans 10:15; Ephesians 4:11-12; John 2:27)
4. To acquire and hold such property, either real or personal, for church purposes, as may be necessary for its membership and the worship of God.
5. To enforce the sacraments enacted by Christ and practiced by the Holy Apostles and fathers of the early Church, such as:
  - a. Baptism (Matthew 3:13-17; Acts 8:12-39)

- b. Administration of the Lord's Supper (I Corinthians 11:24-29; Luke 22:15-20; Mark 14:22-26)
- 6. Adhere to the ordinances enacted by Christ and practiced by the Holy Apostles and fathers of the early Church, such as:
  - a. Washing the Saints feet (John 13:4-15)
  - b. Holy Matrimony Service (Titus 2:4-6; I Peter 2:13-15; I Peter 3:7-9; John 2:1-2; Hebrews 13:4; Ephesians 5:21-25)
  - c. Other ordinances practiced by the early Church, such as: deliverance, witnessing, intercessory prayer, fasting, etc. (Mark 16:15-20; Proverbs 11:30; I Timothy 2:1-2; Isaiah 58:5-6; Matthew 6:16; Luke 10:13; Jonah 3:5-8)
- 7. Establish a Christian Training Center for religious educational purposes. (Proverbs 22:6)
- 8. Establish programs to aid the community such as:
  - a. A pantry to provide help to the elderly as well as needy individuals and families.
  - b. Temporary shelter referrals and information regarding referrals to community services.
  - c. Identifying community agencies available to assist in providing necessary services which are not available on-site.
- 9. Promote the Gospel through recordings, tapes, CD's, radio, and newsletters for such purposes. (Matthew 28:19-20)

#### ARTICLE VI

In accordance with and in addition to the powers conferred by the laws of the State of Florida, the Non-Profit Corporation shall have the following powers:

- 1. To receive and accept gifts of money and property and to hold the same for any of the purposes of the Corporation and its work.
- 2. To raise and assist in raising funds for the purposes herein set forth, including the issuance of bonds or other instruments of credit.
- 3. To acquire, own, lease, mortgage and dispose of property, both real and personal.
- 4. To conduct and carry on religious services and instruction through the public media, including electronic broadcasting, AM and FM radio, telecasting, microwave distribution, closed circuit transmission and cable television.
- 5. To acquire, own and operate such broadcasting and/or telecasting facilities.
- 6. To accept property and donations in trust for religious and charitable purposes.

## ARTICLE VII

Said organization is organized exclusively for charitable, religious, educational, and scientific 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 corresponding section of any future federal tax code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be in the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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 this document, the organization shall not carry on any other activities not permitted to be carried on (a) an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or (b) by an organization, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed 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, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principle 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.

## ARTICLE VIII

### MEMBERSHIP

The members of this organization are those persons having membership rights in accordance with the provisions of this Constitution and Covenant.

### CLASS OF MEMBERSHIP

This organization shall have one class of members. Membership in this corporation may be obtained by natural persons of all races, creeds and colors, who shall publicly profess belief in Jesus Christ as their Personal Savior, and who shall further profess their belief in the purposes of this organization as set forth herein and who shall thereafter be accepted into membership in such manner

as provided by the Board of Trustees of this corporation.

### QUALIFICATIONS OF MEMBERS

The qualifications and rights of members of the membership class of this organization are as follows:

To become a member of the church, one must repent (to change your mind and change your conduct) and be baptized in the name of the Father, Son and of the Holy Spirit in Jesus name and receive the endowment of power by the infilling and baptism of the Holy Spirit.

### MEMBERS' FINANCIAL OBLIGATIONS

There will be no dues, but members are required to give tithes and offerings as commanded in the scriptures. (Malachi 3:8-10; Hebrews 7:4-8)

### ARTICLE IX

1. The business and property of the corporation shall be managed by a Board of Trustees (Directors). All corporate power shall be exercised by or under the authority of, and all affairs of the corporation shall be managed under the direction of the Board of Trustees. The present Trustees now duly constituted and elected shall constitute the Board of Trustees and they shall hold their offices permanently or until other or further election. The Trustees of this corporation are as follows: Nathan A. Thomas, Edward Thomas, Clander Thomas & Avis Commack.
2. The trustees of this corporation have sole voting power, and no other members of the corporation, other than the trustees, have the power to vote on any matters pertaining to the corporation.
3. In the event of the inability of any trustee to act, or in the event of the death or incapacity of any trustee, the remaining trustees shall elect another trustee, or trustees to fill the vacancy or vacancies thus created. A quorum of trustees for purposes of a general vote on the affairs of the corporation shall consist of three trustees; however for the purpose of filling a vacancy on the Board of Trustees, and for the purpose of selecting a Senior Assistant Pastor, a quorum shall consist of all the remaining trustees who are filling the vacancy or vacancies.
4. With respect to the hiring and appointment of a Senior Pastor, the sole responsibility for hiring the Senior Pastor shall rest with the Board of Trustees. In the event that the Senior Pastor dies or becomes incapacitated or otherwise unable to perform the duties of the office, then and in that event the trustees shall automatically forthwith appoint the Senior Assistant



Pastor as the Senior Pastor of the Church. In such event, the trustees shall then, after prayerful consideration, appoint a new Senior Assistant Pastor. In this way, there will not be any doubt or uncertainty concerning who the successor Senior Pastor will be in the event of any calamity that befalls the Senior Pastor of the Church.

5. The founding Senior Pastor of the Church and the President of this corporation is Pastor Nathan A. Thomas. In the event that the President of the corporation dies or becomes incapacitated or otherwise unable to perform the duties of her office, then and in that event the trustees shall automatically appoint the Senior Assistant Pastor as the President of the corporation. At this time, the Senior Assistant Pastor is Edward Thomas.
6. The trustees shall have power and authority to hold an annual meeting of the Board of Trustees and may likewise hold special meetings as may be determined by the Board of Trustees. The annual meeting shall be held at the offices of the corporation in Jacksonville, Florida, on the first Thursday in May of each year at the hour of 7:00 p.m., of such day, or as soon thereafter in each year as is possible for the trustees to call such meeting; and any special meetings may be held at such time as the trustees may determine, and all meetings shall be held at the offices of the corporation in Jacksonville, Florida.
7. Any amendments to the Articles of Incorporation may be made only by the Board of Trustees of this Corporation. Likewise the By-Laws may be made, altered or rescinded only by the vote of a majority of the Board of Trustees in office.
8. The Board of Trustees shall have authority and power, which is hereby given, to provide suitable and proper means and religious ceremony and required tests and qualifications for entrance into the ministry of the church, hereby being established and organized and by through the means as established and administered that any and all applicants may be inducted into the ministry thereby license, commission or full ordination with all church authority possible for any church or ecclesiastical body to be given or to possess or to administer, giving therein authority to administer all sacred services of ecclesiastical bodies and to include all sacred and sacramental services, and to further include the marriage services and together with the sacred services of baptism.
9. The Board of Trustees shall have the authority and power, which is hereby given, to establish, institute, operate and maintain any and all such additional departments, associations, institutions, schools, mission stations, programs and/or any and all such vehicles as may be deemed appropriate and advisable by said Board of Trustees for the propagation of the Gospel and Christian and religious worship and where within the United

States of America and/or in any other country.

10. The Board of Trustees of WATERFRONT OUTREACH, INC., shall have power and authority which is hereby given to negotiate or designate agents to negotiate all of the business transactions, all receipts and all disbursements, for any such additional departments, associations, institutions, schools, mission stations, programs and/or any and all such other vehicles established or instituted by this corporation.

#### ARTICLE X

The name and address of the incorporator is as follows:

NAME

ADDRESS

Deborah B Jackson

1705 E Adams Street, Jacksonville, FL 32202

#### ARTICLE XI

This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter provided by law, and all rights conferred on trustees herein are granted, subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal this 2nd day of October, 2018, for the purpose of forming this corporation under the laws of the State of Florida, and he hereby makes and files, in the office of the Secretary of State of Florida, these Articles of Incorporation, and certifies that the facts herein stated are true.

Date Oct 2, 2018

Signature 

Deborah B. Jackson

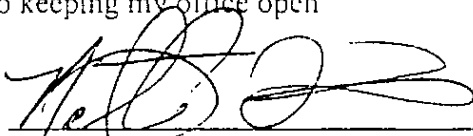
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF  
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM SERVICE OF PROCESS  
MAY BE SERVED.

---

Pursuant to Chapter 48.091, Florida Statutes, WATERFRONT OUTREACH, INC. desiring to  
organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of  
Incorporation, at the City of Jacksonville, County of DUVAL, State of Florida, has named Nathan A.  
Thomas located at 909 Allison Street, Jacksonville Florida 32254, as its resident agent to accept service  
of process within this state.

ACKNOWLEDGEMENT

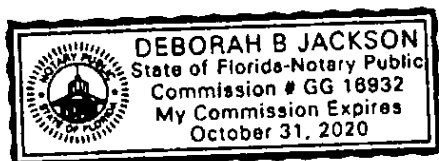
The undersigned having been named to accept service of process for the above state  
corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree  
to comply with the provisions of said Act relative to keeping my office open

  
Nathan A. Thomas

STATE OF FLORIDA  
COUNTY OF DUVAL

BEFORE ME, personally appeared, to me well known and known to me to be the individual  
described in and who executed the foregoing Certification of Registered Agent status, and  
acknowledged before me that she executed the same for the purposes herein expressed.

WITNESS my hand and official seal this 2nd day of October, 2018.



  
Notary Public State of Florida