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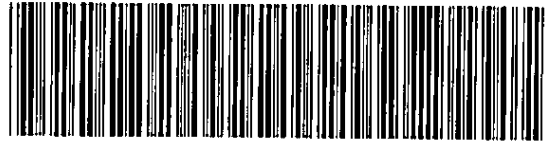
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2019 AUG 16 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

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

SUBJECT: YOUTH WITH A MISSION WEST PALM BEACH, 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: RICHARD E. POWERS

Name (Printed or typed)

11288 54TH ST N.

Address

WEST PALM BEACH, FLORIDA 33411

City, State & Zip

903-780-6661

Daytime Telephone number

ywamwestpalmbeach@gmail.com

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

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

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2019 AUG 16 AM 9:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

YOUTH WITH A MISSION WEST PALM BEACH, INC.

The undersigned incorporator executes these Articles of Incorporation for the purpose of forming, and does hereby form, a nonprofit corporation under the laws of the state of Florida with all the rights, privileges and immunities of a corporation organized within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or corresponding section of any future federal tax code), in accordance with the following provisions:

ARTICLE I

Name

The name of the corporation is Youth With A Mission West Palm Beach, Inc.

ARTICLE II

Principal Office

The mailing and street address of the initial registered office of the corporation is Youth With A Mission West Palm Beach, Inc. 11288 54th St. N West Palm Beach, Florida 33411.

ARTICLE III

Purposes and Powers

The corporation is organized and operated exclusively for religious, charitable and/or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or corresponding section of any future federal tax code). The corporation shall receive contributions and fees and shall distribute its funds for charitable and/or educational purposes. In carrying out its corporate purposes, the corporation shall have all the powers allowed corporations (Pursuant to Chapter 617.0202, F.S.).

Any other provision of these articles to the contrary notwithstanding, the corporation shall have no capital stock and no power to issue certificates of stock nor to declare dividends; no part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, trustees, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make distributions in furtherance of Section 501(c)(3) purposes; 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; and the corporation shall not carry on any activities denied to: (a) a corporation described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or corresponding section of any future federal tax code) or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended (or corresponding section of any future federal tax code).

ARTICLE IV

Manner in which Directors are Elected or Appointed

The corporation shall be governed by a Board of Directors consisting of not less than three (3) nor more than fifteen (15) members, the exact number and the terms of each to be set in the manner provided for in the Bylaws. The initial Board of Directors of the corporation shall consist of three persons who shall serve until the first annual election of Directors or until their successors are elected and qualify. The names and mailing addresses of said directors are:

ARTICLE V DIRECTORS:

Richard E. Powers, DIRECTOR
11288 54th St. N
West Palm Beach, Florida 33411

Dean Lundberg, DIRECTOR
P.O. Box 3000
Garden Valley, TX 75771

Michael Kimmet, DIRECTOR
4776 Bell Classic Dr.
Grove City, OH 43123

ARTICLE VI

Registered Office and Registered Agent

The street address of the initial registered office of the corporation is Youth With A Mission West Palm Beach, Inc. 11288 54th St. N. West Palm Beach, Florida 33411. Richard E. Powers will serve as Registered Agent.

ARTICLE VII INCORPORATOR

Richard E. Powers will serve as Registered Agent. The street address of the initial registered office of the corporation is Youth With A Mission West Palm Beach, Inc. 11288 54th St. N. West Palm Beach, Florida 33411.

Incorporator: Richard E. Powers
Richard E. Powers

ARTICLE VIII

Bylaws

The Bylaws for the corporation shall be adopted, and may be amended or repealed, by the Board of Directors.

ARTICLE IX

Exemption from Liability and Indemnification

The private property of the directors of the corporation shall be exempt from liability for any and all debts of the corporation.

The corporation shall have the power to indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative (other than an action by or on behalf of the corporation) by reason of the fact that he is or was a director, officer, employee or agent of the corporation, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement, actually and reasonably incurred by him in connection with such action, suit or proceeding. Further provisions for indemnification of officers and directors may be specified in the Bylaws.

ARTICLE X

Limitation of Director Liability

No director shall be personally liable to the corporation for monetary damages for breach of his duties as a director except for liability:

- (a) For any transaction in which the director's personal financial interest is in conflict with the financial interests of the corporation;
- (b) For acts or omissions not taken in good faith or which involve intentional misconduct or are known to the directors to be a violation of law; or
- (c) For any transaction from which the director derived an improper personal benefit.

If the Florida Revised Statutes are amended after the effective date of these Articles of Incorporation to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the Florida Revised Statutes, as amended. Any repeal or modification of this Article shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

ARTICLE XI

Dissolution

Dissolution shall be accomplished in accordance with Florida Revised Statutes or its successor.

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of, all liabilities of the corporation, dispose of all corporate assets to such organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or corresponding section of any future federal tax code), or to such organizations described under Section 170(o)(1) of the Internal Revenue Code of 1986, as amended (or corresponding section of any future federal tax code) (hereinafter in this paragraph referred to as a "Qualified Entity"), as the Board of Directors shall determine; provided however, the Board of Directors shall give preference to either (i) a Qualified Entity affiliated with Youth With A Mission, or (ii) another Qualified Entity organized and operated exclusively for religious purposes which are as similar as possible to those of this Corporation, including sharing the Gospel of Jesus Christ with those who do not know Him in a way that is in agreement with Youth With A Mission's Statement of Faith.

Any such assets not disposed of by the Board of Directors shall be disposed of by the Circuit Court of the County in which the principal office of the corporation is then located, to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall, at that time, qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or corresponding section of any future federal tax code).

ARTICLE XII

Incorporator

The name and mailing address of the incorporator is:

Richard E. Powers

11288 54th St. N

West Palm Beach, Florida 33411

Signed and acknowledged by Incorporator at Youth With A Mission West Palm Beach Inc. this

14 day of AUGUST 2019.

Signed: Richard E. Powers

Richard E. Powers