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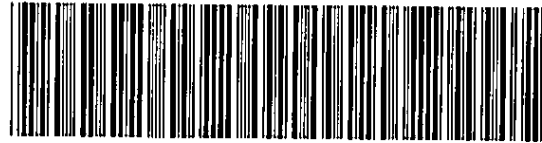
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ATTORNEYS AT LAW
BULLARD & MULKEY, P.A.

310 S.E. 8th Street, Ocala, FL 34471
P.O. Box 1538, Ocala, Florida 34478
(352) 732-5900
Fax (352) 622-5769

J. Warren Bullard

Warren@probatelawyerocala.com

Shannon Mulkey

Shannon@probatelawyerocala.com

June 24, 2020

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Articles of Organization
Prophecy United Church of God, Inc.

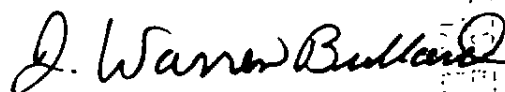
Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the Articles of Organization for Prophecy United Church of God, Inc., together with a check in the amount of \$70.00 for the filing and registered agent fees. Please file the Articles and return the copy to my office in the enclosed self addressed, postage paid envelope.

Thank you for your assistance and should you have any questions, please do not hesitate to contact me.

Sincerely,

BULLARD & MULKEY, P.A.



J. Warren Bullard

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TALLAHASSEE, FL

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JWB/mem
Enclosures

**ARTICLES OF INCORPORATION
OF
PROPHECY UNITED CHURCH OF GOD, INC.**

The undersigned subscribers to these Articles of Incorporation of **PROPHECY UNITED CHURCH OF GOD, INC.**, each a natural person competent to contract, hereby voluntarily associate themselves for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes.

ARTICLE I - NAME

The name of this Corporation is **PROPHECY UNITED CHURCH OF GOD, INC.**

ARTICLE II - PURPOSE

This Corporation is organized for the following purpose:

(a) The primary purpose for which the corporation is established is to fund, support and subsidize a religious organization to hold church services and to conduct other charitable, religious and educational activities.

(b) 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 this Article II 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.

ARTICLE III - POWERS

This Corporation shall have and exercise all rights and powers conferred now and hereafter upon corporations not for profit under the laws of the State of Florida consistent with these Articles. This Corporation shall also have all of the powers and authority reasonably necessary or appropriate to carry out its corporate purposes including, but not limited to, the following:

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(a) To exercise all the powers and privileges and to perform all duties and obligations of the Corporation as defined in the By-Laws.

(b) To acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Corporation.

(c) To borrow money, and with the assent of majority vote of those present at a regular meeting of the Board of Directors, to mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.

(d) To dedicate, sell or transfer all or any part of the real property owned by the Corporation, if any.

(e) To participate in mergers and consolidations with other non-profit corporations organized for the same purpose.

ARTICLE IV - MEMBERSHIP

The members of the Corporation shall be the individuals serving on the Board of Directors of the Corporation. The members shall not be personally liable for the debts of the Corporation. The By-Laws shall set forth how members, i.e., Directors are admitted, elected and dismissed.

ARTICLE V - VOTING RIGHTS

Members shall all be entitled to one vote each.

ARTICLE VI - BOARD OF DIRECTORS

The affairs of this Corporation shall be managed by a Board of Directors, who must be members of this Corporation. The initial board shall consist of four (4) directors. The number of directors may be increased by the By-Laws of this Corporation, but shall never be less than four (4) directors. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>Name</u>	<u>Address</u>
Alda Bartley	1 Bahia Terrace Ocala, Florida 34472
Headley Manhertz	210 Locust Pass Lane Ocala, Florida 34472
Shirley Campbell	2212 SW 7 th Street Ocala, Florida 34471
Jennifer Barnes	8090 SE 62 nd Loop Ocala, Florida 34472

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Unless contrary provisions are made by law, each director's term of office shall be for one (1) year, but all directors shall continue in office until their successors are duly elected and installed. There shall be held at each annual meeting of the general membership of this Corporation, an election of Board of Directors.

A majority of the directors currently serving as such shall constitute a quorum. Except as herein otherwise specified, the decision of a majority of the directors present at a meeting at which a quorum is present shall be required and shall be sufficient to authorize any action on behalf of the Corporation. Each director shall be entitled to one vote on every matter presented to the Board of Directors.

Any meeting of the members or of the Board of Directors of the Corporation may be held within or without the State of Florida.

ARTICLE VII - 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 elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the By-Laws. The name and title of each initial officer of the Corporation who shall serve until their successors are designated by the Board of Directors are as follows:

<u>Name</u>	<u>Title</u>
Alda Bartley	President
Headley Manhertz	Vice President
Shirley Campbell	Treasurer
Jennifer Barnes	Secretary

ARTICLE VIII - DISSOLUTION

In the event of dissolution of this Corporation, the 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 Internal Revenue Code or to the Federal, state or local government for exclusive public purpose.

ARTICLE IX - BY-LAWS

The first By-Laws of this Corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the By-Laws.

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ARTICLE X - DURATION

This Corporation shall have perpetual existence.

ARTICLE XI - AMENDMENTS

Amendments to these Articles shall be proposed by a member of the Board of Directors and be adopted by two-thirds (2/3) of the members of the Board of Directors of the Corporation at any regular or special meeting called for that purpose, provided that the full text of any proposed amendment shall be included in the notice of such regular or special meeting and provided further that the voting requirements specified for any action under any provision of these Articles shall apply also to any amendment of such provision.

ARTICLE XII - INCORPORATORS

The name and address of each incorporator is as follows:

<u>Name</u>	<u>Address</u>
Alda Bartley	1 Bahia Terrace Ocala, Florida 34472
Headley Manhertz	210 Locust Pass Lane Ocala, Florida 34472
Shirley Campbell	2212 SW 7 th Street Ocala, Florida 34471
Jennifer Barnes	8090 SE 62 nd Loop Ocala, Florida 34472

ARTICLE XIII - INDEMNIFICATION

Any person made a party, or threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, and whether or not brought by or in the right of the Corporation, brought to impose any liability or penalty on such person for any act or acts alleged to have been committed (including alleged omissions or failures to act) by such person in his capacity as director, officer, employee, or agent of the Corporation, or of any other corporation, partnership, joint venture, trust or other enterprise which he served as such at the request of the Corporation, shall be indemnified by the Corporation, unless the conduct of such person is finally adjudged to have been grossly negligent or to constitute willful misconduct, against judgment, for the cost of fines, reasonable amounts paid in settlement, and reasonable expenses, including attorneys' fees actually and necessarily incurred as a result of such action, suit or proceeding, including any appeal thereof. The Corporation shall pay such expenses, including attorneys' fees, in advance of the final disposition of any such action, suit or

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proceeding upon receipt of an undertaking satisfactory to the Board of Directors by or on behalf of such person to repay such amount, unless it shall ultimately be determined that he/she is entitled to indemnification by the Corporation for such expense. Indemnification hereunder shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, personal representatives and administrators of such person. The Board of Directors may authorize the purchase and maintenance of insurance on behalf of any person who is or was a director, officer, employee, or agent of another corporation, partnership, limited partnership, joint venture, trust or other enterprise against liability asserted against him/her and incurred by him/her in any such capacity or arising out of his/her status as such, whether or not the corporation would have the power to indemnify him/her against such liability hereunder.

ARTICLE XIV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is 310 SE 8th Street, Ocala, Florida 34471, and the name of its initial Registered Agent at that address is J. Warren Bullard.

ARTICLE XV - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

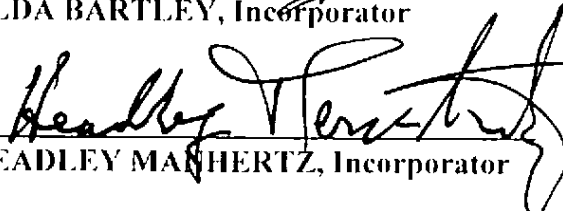
The principal place of business of this Corporation is 6780 SE 58th Avenue, Ocala, Florida 34480 and the mailing address of this Corporation shall be 6780 SE 58th Avenue, Ocala, Florida 34480.

ARTICLE XVI - NONSTOCK BASIS

This Corporation is organized on a nonstock basis. This Corporation shall not issue shares of stock.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation this 24th day of June, 2020.


ALIDA BARTLEY, Incorporator


HEADLEY M. HERTZ, Incorporator


SHIRLEY CAMPBELL, Incorporator


JENNIFER BARNES, Incorporator

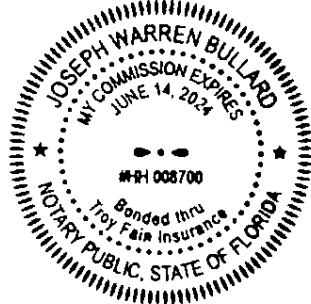
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COUNTY OF MARION

The foregoing Articles of Incorporation was acknowledged before me this 24th day of June, 2020 by ALDA BARTLEY by means of ☒ physical presence or ☐ online notarization, who is personally known to me or who has produced Florida Driver License as identification, by HEADLEY MANHERTZ by means of ☒ physical presence or ☐ online notarization, who is personally known to me or who has produced Florida Driver License as identification, by SHIRLEY CAMPBELL by means of ☒ physical presence or ☐ online notarization, who is personally known to me or who has produced Florida Driver License as identification, and by JENNIFER BARNES by means of ☒ physical presence or ☐ online notarization, who is personally known to me or who has produced Florida Driver License as identification, and who all executed the foregoing instrument and they acknowledged before me that they executed same freely and voluntarily for the purpose therein expressed.

My commission expires:



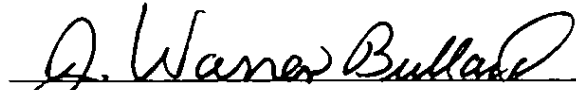
J. Warren Bullard
Notary Public State of Florida
Printed Name of Notary: J. Warren Bullard

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ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of **PROPHECY UNITED CHURCH OF GOD, INC.** which is contained in the foregoing Articles of Incorporation.

Dated this 24th day of June, 2020.


J. WARREN BULLARD

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