

# N22000007402

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

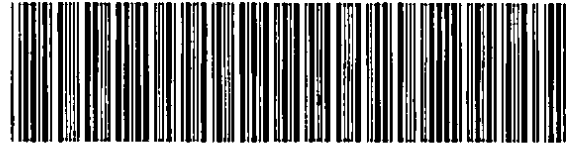
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only

HL



500389429625

06/15/22--01011--031 ++78.75

2022 JUN 15 PM 12:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

## COVER LETTER

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

**SUBJECT:** Lifespring Counseling Center 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 Graham  
\_\_\_\_\_  
Name (Printed or typed)

10051 Country Road  
\_\_\_\_\_  
Address

Weeki Wachee, FL 34613  
\_\_\_\_\_  
City, State & Zip

352-596-1388 X228  
\_\_\_\_\_  
Daytime Telephone number

nate@ccw.church  
\_\_\_\_\_  
E-mail address: (to be used for future annual report notification)

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

ARTICLES OF INCORPORATION  
OF  
LIFESPRING COUNSELING CENTER, INC.

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a non profit Corporation under Chapter 617 of the Florida Statutes.

ARTICLE 1 - NAME

The name of the Corporation is LIFESPRING COUNSELING CENTER INC., (hereinafter "Corporation").

ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation 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 the corresponding section of any future federal tax code.

ARTICLE 3 - PROHIBITIONS

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 Second hereof. No substantial part of the activities of the Corporation shall be 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.

FILED  
2023 JUN 15 PM 12:11  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

#### ARTICLE 4 - DIRECTORS

The Directors shall be appointed by the eldership of Church in the Wildwood Christian Inc., (hereinafter "CCW"). Directors shall be comprised of not-greater-than 49% of the current eldership of CCW. All Directors of the Corporation shall be appointed from the active membership rolls of CCW. The initial directors of the Corporation shall be:

David McGrew  
Jeff Jacobs  
Nathan Graham

whose mailing addresses shall be the same as the principal address of the Corporation.

#### ARTICLE 5 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 10051 Country Road, Weeki Wachee, Florida 34613 and the mailing address is the same.

#### ARTICLE 6 - INCORPORATOR

The name and street address of the incorporator of this Corporation is:

Nathan Graham  
10051 Country Road  
Weeki Wachee, Florida 34613

#### ARTICLE 7 - OFFICERS

The Officers shall be elected by a majority vote of the Directors of this Corporation. Officers must be Directors. The initial Officers of the Corporation shall be:

President:	David McGrew
Vice President:	Jeff Jacobs
Secretary:	Nathan Graham

whose mailing addresses shall be the same as the principal address of the Corporation.

#### ARTICLE 8 - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

FILED  
2022 JUN 15 PM 12:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE 9 - CAPITAL STOCK

This Corporation shall have no capital stock and shall be composed of members rather than shareholders.

## ARTICLE 10 - VOTING RIGHTS

Directors of the Corporation will have such voting rights as are provided in the By Laws of the Corporation.

## ARTICLE 11- LIABILITIES FOR DEBTS

Neither the members nor the members of the Board of Directors or officers of the Corporation shall be liable for the debts of the Corporation.

## ARTICLE 12 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is Nathan Graham located at 10051 Country Road Weeki Wachee, Florida 34613. The name and address of the registered agent of this Corporation is Nathan Graham 10051 Country Road Weeki Wachee, Florida 34613.

## ARTICLE 13 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida,

## ARTICLE 14 - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors. The eldership of CCW shall have veto power in the case of all proposed amendments to these Articles of Incorporation.

FILED  
2022 JUL 15 PM 12:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE 15 - INDEMNIFICATION

The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding. The Corporation may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee or agent, as the case may be, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the board of directors. The indemnification and advancement of attorney fees and expenses for directors, officers, employees and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, officer, employee or agent of the Corporation, as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "officer", "employee" and "agent" shall include the heirs, estates, executors, administrators, and personal representatives of such persons.

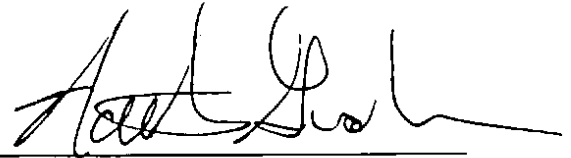
FILED  
2022 JUN 15 PM 12:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE 16 – DISSOLUTION

Upon 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 public purpose. Any such assets not so disposed of shall be disposed of by 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 organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

FILED  
2022 JUN 15 PM 12:11  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF. I have hereunto set my hand and seal. Acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 10<sup>th</sup> day of June, 2022.

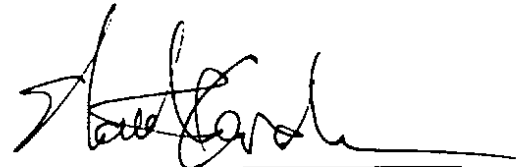


Nathan Graham, Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Nathan Graham, having an office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

Lifespring Counseling Center Inc.



Nathan Graham, Secretary

FILED  
2022 JUN 15 PM 12:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA