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**FLORIDA PROFIT/NON PROFIT CORPORATION  
THE JOSEPH PROJECT FUND, INC.**

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**ARTICLES OF INCORPORATION  
OF  
THE JOSEPH PROJECT FUND, INC.  
(A FLORIDA CORPORATION NOT FOR PROFIT)**

The undersigned, hereby make, subscribe, acknowledge and file with the Secretary of the State of Florida, these Articles of Incorporation for the purpose of forming a not for profit corporation in accordance with the provisions of Chapter 617, Florida Statutes, as amended from time to time by the Legislature of the State of Florida, for the sole purpose of organizing a non-profit corporation and to that end do hereby set forth the following:

**ARTICLE I  
NAME**

The name of the corporation is **THE JOSEPH PROJECT FUND, INC.**, its principal and mailing address is 3223 Gallagher Road, Dover, Florida 33527 (the "**Corporation**").

**ARTICLE II  
NOT FOR PROFIT CORPORATION**

This Corporation is organized as a not for profit corporation pursuant to the Florida Not For Profit Corporation Act set forth in Chapter 617 of the Florida Statutes and shall have all of the powers, duties, authorizations, and responsibilities as provided therein. Notwithstanding the foregoing, the Corporation shall neither have nor exercise any power, nor engage directly or indirectly in any activity that would invalidate its status as an organization exempt from federal income tax and described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision or provisions of any subsequent United States Internal Revenue Law or Laws (the "**Internal Revenue Code**").

**ARTICLE III  
PURPOSE**

The Corporation shall be organized and shall be operated exclusively as a nonprofit, tax-exempt organization for charitable, educational and religious purposes within the meaning of Section 501(c)(3) of the U.S. Internal Revenue Code of 1986, as amended, and shall be operated exclusively for the following exempt purposes:

(a) serve as a faithful steward for the purposes of supporting the ministries and mission of the First Baptist Church Dover, Inc. and its mission to glorify God and make disciples of Jesus Christ and support its mission and outreach programs;

(b) foster the Biblical principles of stewardship and purposeful management of charitable and religious resources as evidenced by the story of Joseph's leadership in preparing a nation for a time of famine as told in Chapter 41 of the Book of Genesis;

(c) inspire the members and supporters of First Baptist Church Dover, Inc. ("First Baptist Dover") and other potential donors and contributors to the Corporation to develop a Christ-centered attitude and focus on making charitable gifts, and making financial and estate planning decisions that will make an eternal difference in their charitable giving endeavors;

(d) to receive and administer funds for charitable, and religious purposes, and to that end to take title to and hold, by contract, bequest, devise, gift, purchase or lease, either absolutely or in trust, any property, real, personal and mixed, without limitations as to amounts or value, except as to such limitations, if any, as may be imposed by law;

(e) make charitable contributions to First Baptist Dover and its mission and outreach programs that serve the purposes of the Corporation;

(f) no part of the funds of the Corporation shall inure to the benefit of any private individual, and no part of the activities shall consist of carrying on propaganda, or otherwise attempting to influence legislation, or of participating in any political campaign on behalf of any candidate for public office;

(g) the Corporation is not organized for pecuniary profit, nor shall it have any power to issue certificates of stock or declare dividends, and no part of its net earnings shall inure to the benefit of any individual and the balance, if any, of all money received by the Corporation from its operations, after the payment in full of all debts and obligations of the Corporation of whatever kind and nature, may be used and distributed to organizations that qualify under Section 509(a)(1) or (2) of the Code;

(h) the Corporation shall have the power to acquire and hold title in fee simple, in trust, acquired by gifts, or otherwise, to both real and personal property; and

(i) the Corporation shall further be authorized to invest, reinvest, and administer the principal or the income of the Corporation's assets in such manner as, in the judgment of the Board of Directors, will best promote the purposes of the Corporation and shall be further authorized to exercise each and every power and right granted to a not for profit corporation under the laws of the State of Florida as may be necessary for the furtherance of its purposes; all in accordance with its Bylaws or as the same may be hereafter modified or amended; provided; however, that such activities conform to the provisions of Section 501(c)(3) of the Code.

**ARTICLE IV**  
**MEMBERSHIP**

Section 1. Sole Member. First Baptist Dover, a Florida not for profit corporation, shall serve as the sole member of the Corporation.

Section 2. Actions Requiring Approval of Sole Member.

- (a) Amendments to the articles of incorporation of the Corporation;
- (b) Any amendment to the Corporation's bylaws;

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- (c) Approval of annual operating and capital budgets of the Corporation;
- (d) The incurrence by the Corporation of any indebtedness;
- (e) Transfer by the Corporation of a material portion of its assets;
- (f) Appointment of the Chief Executive Officer or principal executive officer of the Corporation and the appointment, if any, of an interim Chief Executive Officer or principal executive officer of the Corporation;
- (g) The sale, lease, or other transfer of, or the entering into of any partnership, joint venture or other arrangement involving the Corporation's assets;
- (h) The merger of the Corporation into another entity, or of another entity into the Corporation, or the consolidation of the Corporation and any other entity;
- (i) The liquidation or dissolution of the Corporation; or
- (j) The mortgaging of, encumbering or grant of liens which encumbers the assets of the Corporation.

**ARTICLE V**  
**INCORPORATOR**

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

<u>NAME</u>	<u>ADDRESS</u>
Randy K. Sterns	1801 North Highland Avenue Tampa, Florida 33602

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**ARTICLE VI**  
**OFFICIAL BOARD**

The powers of this Corporation shall be exercised, its properties controlled and affairs supervised by a Board of Directors, the precise number of which shall be set by the Bylaws of the Corporation, provided that there shall be a minimum of three directors at all times. The initial members of the Board of Directors are:

Ed Keiser  
Rodney English  
Steve Wooten  
Joe Hobson  
Tina Sikes  
Chris Moyer  
Valerie Went  
Dr. T.J. Francis (Ex Officio)

The initial members of the Board of Directors will serve the Corporation until their successors are duly elected and seated in the manner and for the terms prescribed in the Bylaws.

**ARTICLE VII**  
**PRIVATE FOUNDATION PROVISIONS**

The Corporation will:

- (a) distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code;
- (b) not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code;
- (c) not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code;
- (d) not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code; and
- (e) not make any taxable expenditures as defined in section 4945 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ARTICLE VIII**  
**AMENDMENTS**

The Articles of Incorporation of this Corporation may be amended, altered or rescinded by the Board of Directors in a manner provided in the Bylaws, subject to approval of First Baptist Dover.

**ARTICLE IX**  
**BYLAWS**

Subject to any limitations set forth in the Florida Not For Profit Corporation Act, the Corporation's Bylaws shall be adopted by the Board of Directors and may be altered, amended, or rescinded by the Board of Directors in a manner provided by the Bylaws.

**ARTICLE X**  
**TERM**

The term of the Corporation shall be perpetual or until dissolved by due process of law.

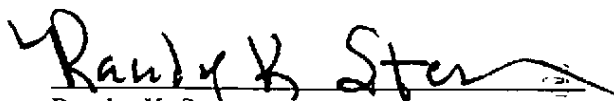
**ARTICLE XI**  
**DISTRIBUTION OF ASSETS**

In the event of the dissolution of this Corporation, no funds shall be distributed, directly or indirectly, to any member, officer or director of the Corporation. After paying or making provisions for the payment of the liabilities of the Corporation, any funds remaining shall be distributed to First Baptist Dover or, if it is no longer in existence, for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or shall be distributed for the purposes for which the Corporation was organized.

**ARTICLE XII**  
**INDEMNIFICATION**

The Corporation shall defend, indemnify and hold harmless every registered agent, director or officer and his or her heirs, personal representatives and administrators against liability and against expenses reasonably incurred by him or her in connection with any action, suit or proceeding to which he or she may be made a party by reason of his or her having been a director or officer of this Corporation, except in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to be liable for willful misconduct.

IN WITNESS WHEREOF, the undersigned, being the incorporator of this Corporation, for the purpose of forming this not for profit charitable corporation under the laws of the State of Florida, has executed these Articles of Incorporation on this 23rd day of August, 2022.

  
Randy K. Steins

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**CERTIFICATE DESIGNATING REGISTERED AGENT**

Pursuant to the provisions of §§48.091 and 607.0501, *Florida Statutes*, **THE JOSEPH PROJECT FUND, INC.**, desiring to organize under the laws of the State of Florida, hereby designates BUSH ROSS REGISTERED AGENT SERVICES, LLC, as its Registered Agent for the purpose of accepting service of process within such State and designates 1801 N. Highland Avenue, Tampa, Florida 33602, the business office of its Registered Agent, as its Registered Office.

**THE JOSEPH PROJECT FUND, INC.**

By: Randy K. Stern  
Randy K. Sterns, Incorporator

**ACKNOWLEDGMENT**

BUSH ROSS REGISTERED AGENT SERVICES, LLC hereby accepts the appointment as Registered Agent of the above named corporation and agrees to act as such in accordance with the provisions of §§48.091 and 607.0505, *Florida Statutes*.

BUSH ROSS REGISTERED AGENT SERVICES,  
LLC

By: Randy K. Stern  
Randy K. Sterns, Vice President

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