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**FLORIDA PROFIT/NON PROFIT CORPORATION
SANCTIFICATION NETWORK, INC.**

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2024

**ARTICLES OF INCORPORATION
OF
SANCTIFICATION NETWORK, INC.
(A FLORIDA CORPORATION NOT-FOR-PROFIT)**

The undersigned, hereby make, subscribe, acknowledge and file with the Secretary of the State of Florida, these Amended and Restated Articles of Incorporation in accordance with the provisions of Chapter 617, Florida Statutes, as amended from time to time by the Legislature of the State of Florida, and to that end do hereby set forth the following:

**ARTICLE I
NAME**

The name of the corporation is SANCTIFICATION NETWORK, INC., its principal and mailing address is 17030 Lakeshore Road, Lutz, Florida 33558 (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 exclusively as a non-profit, tax exempt organization under 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) 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;

(b) to support a relational network of local churches, including their leaders and persons rooted in the Wesleyan heritage, that is passionately committed to living in unity as disciples of Jesus Christ and for the purpose of helping others live a life that is founded on and embraces God's gift of salvation through Jesus Christ;

(c) to equip, change, encourage Pastors, team leaders, ministry staff, lay leaders and persons to embrace the mission of the Corporation, its core beliefs as more particularly described in the Corporation's Bylaws and Sanctification Network Guidebook as it may be amended from time to time;

(d) to encourage the relational network of local churches, their pastors, staff leaders and leadership teams that support the Corporation's mission to encourage others to embark on a journey of spiritual personal growth and sanctification;

(e) to encourage local churches, its leaders, pastors, staff and leadership teams to adopt, implement and carry out best practices for discipleship, evangelism and team building efforts for their staff, leadership teams and lay leaders;

(f) to borrow money and issue evidences of indebtedness in furtherance of any or all of the purposes of the Corporation;

(g) to enter into any kind of activity and to perform and carry out contracts of any kind necessary to or in connection with or incidental to the accomplishment of any one or more of the non-profit purposes of the Corporation;

(h) to operate exclusively as an organization which qualifies under Section 501(c)(3) of the Code;

(i) 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;

(j) 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, shall be used and distributed exclusively to organizations that qualify under Section 501(c)(3) of the Code and provide complimentary and compatible services and programs offered by the Corporation;

(k) 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 to improve, encumber, sell, convey, use, lease, mortgage, and dispose of all such property in conformity with the Bylaws of the Corporation;

(l) 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**

The Corporation shall have members as more particularly described in the Bylaws.

ARTICLE V **INCORPORATOR**

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

NAME

Randy K. Sterns

ADDRESS

1801 North Highland Avenue
Tampa, Florida 33602

ARTICLE VI **OFFICIAL BOARD/OFFICERS**

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. Each member of the Board of Directors shall be elected in the manner and for the terms prescribed in the Bylaws, and shall hold office until their respective successors are duly elected and qualified. The affairs of the Corporation shall be managed by this official board, who shall elect officers as follows: President, Vice-President, Secretary and Treasurer, which officers shall be provided for in the Bylaws. Each officer shall be elected from time to time in accordance with the Bylaws and each officer shall hold office until his or her successor is elected and qualified.

ARTICLE VII **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.

ARTICLE VIII **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 IX
TERM

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

ARTICLE X
DISTRIBUTION OF ASSETS


In the event of dissolution of the Corporation, the residual assets of the Corporation will be distributed to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3), 509(a)(1) or (2), and 170(c)(2) of the Code, or corresponding sections of the Internal Revenue Code, for exclusive public use.

Notwithstanding any other provision of these Articles, this Corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal Income Tax under Section 501(c)(3) and 509(a)(1) and (2) of the Code, or the corresponding provision of any future United States Internal Revenue Code or (b) a corporation contributions to which are deductible under Section 170(c)(2) of the Code, or any other corresponding provision of any future United States Internal Revenue Code."

ARTICLE X
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 6th day of February, 2024.




Randy K. Sterns

CERTIFICATE DESIGNATING REGISTERED AGENT

Pursuant to the provisions of §§48.091 and 607.0501, *Florida Statutes*, **SANCTIFICATION NETWORK, 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.


SANCTIFICATION NETWORK, INC.

By: 
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. Sterns, Vice President

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