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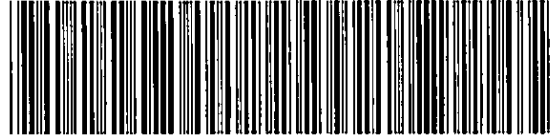
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## COVER LETTER

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

SUBJECT: Prophetic Holistic Faith, Ministry, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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 of Status

ADDITIONAL COPY REQUIRED

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FROM: Austin Phillips  
Name (Printed or typed)

245 Pond Pine St.  
Address

Tallahassee FL 32310  
City, State & Zip

813-297-8523  
Daytime Telephone number

Phillipsaustine@outlook.com  
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

PROPHETIC, HOLISTIC, FAITH, MINISTRY, INC.,  
a 501c3 nonprofit corporation.

The undersigned, having associated ourselves together under and by virtue of the laws of the State of Florida, hereby adopt these Articles of Incorporation to be legally binding as of the date of filing with the state.

## ARTICLE 1. Name and Principal Place of Business.

The name of the corporation is: PROPHETIC, HOLISTIC, FAITH, MINISTRY, INC.,  
(a nonprofit corporation).

Its principal place of business is: 245 Pond Pine Street Tallahassee Florida 323

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## ARTICLE 2. Purpose and Character of Initial Affairs.

2.1. Purpose: This Corporation is organized, and at all times shall be operated exclusively as a "Charitable Organization, for charitable, religious, educational and scientific purposes within the meaning of Section 501(c)(3) under the applicable provisions of the United States Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue law) and its regulations (as they now exist or may hereafter be amended) (collectively, the "Code"). Any activity which is inconsistent with the designation as a Charitable Organization is prohibited and is void.

2.2. Character of Affairs: The character of the affairs that the Corporation initially intends to conduct as a Religious Organization is as a Spiritual Holistic Non-Denominational movement dedicated to the redemption and restoration of the seed of Abraham uniting them through Preaching and Teaching the Word of God, Operating and in the Spirit and demonstrating the power of the Holy Spirit with signs, wonders, miracles, deliverance, healing as well as administering the sacraments, and carrying out God's prophetic mission, in the name of the Father and of the Son and the Holy Spirit (Yes Hua Messiah/Jesus Christ following the Holy scriptures. (Holy Bible)

**ARTICLE 3. Board of Directors.**

For corporate law, the phrases “Board,” or “Board of Administration” refer to the “Directors,” or “Board of Directors,” of the Corporation, as the case may be. The Bylaws shall specify the number of Directors. Despite the expiration of a director’s term, a director may continue to hold office until that Director’s successor is elected, designated, or appointed and qualified.

**The names and addresses of current Directors are:**

**Name/Address**

Austin Phillips Chairman     D  
245 Pond Pine Street  
Tallahassee, Florida 32310

Marion King Phillips     D  
245 Pond Pine Street  
Tallahassee Fl.32310

John Phillips     D  
107 East Clinton Street  
Tampa Florida 33604  
Le Brad Knight     D  
810 Wadsworth Street Apt. 2030  
Tallahassee Florida 32304

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**Article IV**

The names and addresses of current Officers are:

**Name/Address**

Austin Phillips, President  
245 Pond Pine Street  
Tallahassee Fl.32310

Marion King Phillips, Vice President/Treasurer  
245 Pond Pine Street  
Tallahassee Fl.32310

Latoria Mordica, Secretary  
3001 Pasco Street  
Tallahassee Fl. 32305

## **ARTICLE VI. Members.**

Members of the Church will serve as members of the Corporation.

## **ARTICLE VII. Limitation on Director Liability.**

To the fullest extent that the law of the State of Florida, as it now exists or as it may hereafter be amended, permits the elimination of or limitation on the liability of directors, no director of the Corporation shall be liable for monetary damages for any action taken or for any failure to take any action. Repeal or modification of this Article shall be prospective only and shall not adversely affect any limitation on the personal liability of a director of the Corporation existing at the time of repeal or modification. For this Article VII, "director" includes a person who serves on the board or council of the Corporation in an advisory capacity.

## **ARTICLE VIII. Exempt Organization.**

8.1. This Corporation is organized not for pecuniary profit, is not a moneyed corporation (as defined by the United States Bankruptcy Code) and it shall not have the power or authority to issue shares of stock or to declare or pay dividends. No part of the net earnings or assets of the Corporation shall inure to the benefit of, or be distributable to, its 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 payments and distributions in furtherance of the purposes outlined in these Articles of Incorporation.

8.2. 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 distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office.

8.3. Notwithstanding any other provision of these Articles, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on (a) by an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law) and its regulations (as they now exist or may hereafter be amended) or (b) an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law) and its regulations (as they now exist or may hereafter be amended).

**ARTICLE 8. INCORPORATOR**

The Name and Address of the Incorporator  
Austin Phillips  
245 Pond Pine St. Tallahassee FL 32310

**ARTICLE 9. Registered Agent.**

The name and address of the registered agent of the Corporation is:

Marion King Phillips  
245 Pond Pine Street  
Tallahassee FL 32310

Having been named as Register agent to accept service of process for the above-named corporation at the place designated in this certificate, I am familiar with and I hereby accept the appointment as registered agent and agree to act in this capacity.

Name: Marion King Phillips  
Officer: REGISTERED AGENT

X Marion King Phillips Date: 11/8/24  
Register Agent Signature

I submit this document of PROPHETIC, HOLISTIC, FAITH, MINISTRY, INC., a 501c3 nonprofit corporation. and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third-degree felony as provided for in s.817.155.f.s

Austin Phillips Incorporator

X Austin Phillips Date: 11/8/24  
Incorporator Signature

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TALLAHASSEE, FL

# Bylaws

## PROPHETIC, HOLISTIC, FAITH, MINISTRY, INC.

### Article I: Name and Purpose

1. Name: The name of this organization shall be PROPHETIC, HOLISTIC, FAITH MINISTRY, INC.
2. **Purpose:** The purpose of this church is to *proclaim the Gospel of Jesus Christ through our witness, our worship, and our practical expression of His love within the community we serve - and the world.*

*We will seek to fulfill this mission by:*

1. *Creating environments where people are encouraged and equipped to pursue intimacy with God, community with insiders, and influence with outsiders. Creating irresistible environments led by skilled staff and volunteers to develop Holy Ghost-filled, faith-based communities established in the foundation of truth. John 17:17*
  2. *Supporting members of the Church family and creating opportunities to study, pray together, and work towards improving the quality of life among our members and the surrounding communities.*
  3. *Helping people to learn about and develop their faith and encouraging them to enter the kingdom of God through a Spirit-filled and Spirit-led life. Turn them from darkness to light. Acts 26:18 (Colossians 1:13)*
  4. *Working with God-fearing neighbors and Christian Churches both local and the wider community of saints and the family of believers throughout the world.*
- *Identifying and responding to opportunities to show commitment to our neighborhoods and their spiritual and material needs.*
  - *Raising awareness within the congregation of world issues that concern peace and justice.*
  - *Uniting and opening the eyes of the lost seed of Abraham to the prophetic promises made to him as found in Geneses 15:13*

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- By the teachings of the Holy Bible both Old and New Testaments], and to qualify as a tax-exempt organization under Section 501© (3) of the Internal Revenue Code.

## **Article II: Membership**

1. **Eligibility:** Membership is open to all individuals who believe by faith in the death and resurrection of Jesus and abide in the doctrine of truth being born again by water and Spirit. (John 3:5, 2 Cor. 5:17)
2. **Rights and Responsibilities:** Members vote, participate in church activities, and receive pastoral care. Members are expected to; live holy and blameless lives before God and man. Live by the laws of God both spiritually and naturally. (The law of the Spirit of life in Christ Jesus Rom. 8:2 and the Ten Commandments and statutes handed down by Moses. Members are relied upon to live truthful and holy lives.

## **Article III: Governance**

1. **Board of Directors:** The church shall be governed by a Board of Directors consisting of five members.
2. **Duties:** The Board of Directors shall oversee the administration, finances, and strategic direction of the church.
3. **Meetings:** The Board shall meet every three months at a pre-selected location. Special meetings may be called by the lead pastor and a combination of assistant pastor, treasurer, secretary, and head deacon in the absence of the pastor.

## **Article IV: Officers**

1. **Officers:** The officers of the church shall include a President, Vice President, Secretary, and Treasurer.
2. **Duties:**
  - o **President:** Presides over meetings, represents the church, and ensures the implementation of Board decisions.
  - o **Vice President:** Assists the President and assumes duties in their absence.
  - o **Secretary:** Maintains records, minutes of meetings, and official documents.
  - o **Treasurer:** Manages financial records, prepares budgets, and oversees financial transactions.

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TALLAHASSEE, FL

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## Article V: Committees

1. **Standing Committees:** The church shall have the following standing committees: [list committees: Finance, Outreach, Worship Neighborhood development, Youth Development].
2. **Ad Hoc Committees:** The Board may establish ad hoc committees as needed.

### A. Programs and Services:

- *Worship Services:* Held every Saturday at 11:00 and Tuesdays at 7:00 [to be announced].
  - *Youth Programs:* Activities and education for children and teens.
  - *Community Outreach:* Initiatives to support those in need within our community.
  - *Bible Study Groups:* Weekly meetings to explore and discuss scripture.
3. *Counseling Services:* Available for individuals and families.

## Article VI: Finances

1. **Fiscal Year:** The fiscal year of the church shall be January 1 to December 30.
2. **Budget:** The Board shall prepare an annual budget for approval by membership.
3. **Financial Records:** The Treasurer shall maintain accurate financial records and provide regular reports to the Board and membership.

## Article VII: Amendments

1. **Amendment Process:** These bylaws may be amended by a two-thirds vote of the members present at a duly called meeting, provided that the proposed amendments have been distributed to the membership at least 30 days in advance.

## Article VIII: Dissolution

1. **Dissolution:** Upon dissolution of the church, any remaining assets shall be distributed to one or more organizations that qualify as exempt under Section 501(c)(3) of the Internal Revenue Code, as determined by the Board of Directors.

### Distribution of Assets.

2. **8.1.** In the event of dissolution or final liquidation of the Corporation, neither the property of the Corporation nor any proceeds thereof shall be distributed or divided among the Directors, employees or officers of the Corporation or inure to the benefit of an individual.

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3. **8.2.** Upon the dissolution of the Corporation, assets shall be distributed to any of the sister churches of like faith and purpose. The Assets shall be used for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code.
4. **8.3.** If the Organization(s) does not meet these requirements, then upon the winding up and dissolution of the Corporation, after paying or adequately providing for the debts and obligations of the Corporation, the remaining assets shall be distributed in order of priority:
  5. **8.3.1.** First, to any African American Religious organization of similar beliefs and purposes organized to fulfill the promise to Abraham's seed based on Geneses 15:13. Next, to another organization seeking African American organization seeking reparation for the slave descendant advocating for sovereignty I.e. the Navajo/Cherokee nations with tribal land and sovereignty to perpetuate their traditions and customs endemic to them yet enjoying all the benefits and protections as United States citizens) with land (eventually becoming a state because we are very many) and finances to build a legacy for their descendants (State) to pass unto their descendants perpetually as an inheritance for their ancestor's years of slave labor and historical denial to gain wealth.
  6. **8.3.2.** Finally, to one or more nonprofit companies licensed to do business in which is (i) organized and operated as a Christian church for charitable purposes, Under tax-exempt status under Section 501(c) (3) of the Internal Revenue Code; (ii) which seeks to fulfill the same or similar purposes of the Corporation.

## Article 1X

### Core Values:

1. **Faith:** We believe in one God the creator of Heaven and Earth. (Apostle Creed)
2. **Community:** We strive to build a supportive and inclusive community.
3. **Service:** We are committed to serving others through holistic activities and programs.
4. **Integrity:** We uphold the highest standards of honesty and integrity.
5. **Robert's Rules of Order** will be used to conduct meetings and we uphold all Biblical moral and righteous standards.
6. We will **not** be performing any services that contradict or are not in harmony with our faith by the teachings of the law and the prophets.

## Article X

### Programs and Services:

- *Worship Services:* Held every Saturday at 11:00 and Tuesdays at 7:00 at [location].
- *Youth Programs:* Activities and education for children and teens.
- *Community Outreach:* Initiatives to support those in need within our community.
- *Bible Study Groups:* Weekly meetings to explore and discuss scripture.
- *Counseling Services:* Available for individuals and families.

### B. Leadership Team:

- *Pastor/Minister:* Austin Phillips
- *Assistant Pastor:* Marion King Phillips
- *Youth Director:* TO BE ANNOUNCED

**F. Community Outreach Coordinator:** [Name: TO BE ANNOUNCED]

### G. Contact Information:

- **Address:** 245 Pond Pine St Tallahassee FL 32310
- **Phone:** (850) 933-3270 / (813) 297-8523
- **Email:** Katurah6@yahoo.com
- **Website:** WWW.Prohetaustinphillips.com

### H. Social Media:

- **Facebook:** Prophet Phillips Austin/Austin Phillips
- **Twitter:** TO BE ANNOUNCED
- **Instagram:** Prophet Phillips Austin

**I. Donation Information:** We appreciate your support. Donations can be made via: the CASH App CSCbooks

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