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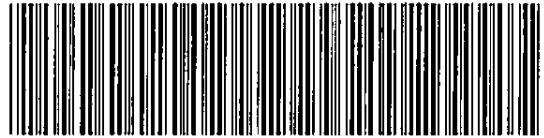
Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

8/5/2025

W25000095874

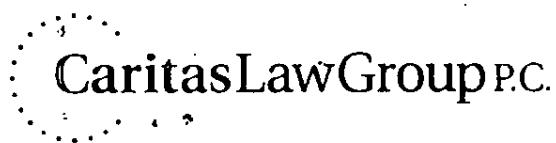
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Electronic Filing

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Ellis M. Carter

July 28, 2025

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

Re: Response to Rejection Letter for Walk on Water Ministry, Inc. - Reference Number:
W25000095874

Dear Ms. Anderson:

I am writing in response to your July 14, 2025, letter rejecting the domestication filing for Walk on Water Ministry, Inc. (Ref. No. W25000095874). The rejection appears to be based on the assertion that "only non-United States entities may become a domestic limited liability company as stated in section 605.1052, Florida Statutes." Respectfully, this reasoning is inapplicable to our filing.

To clarify, this was not a domestication of a foreign limited liability company under Chapter 605 of the Florida Statutes. Rather, this was a proper domestication of a nonprofit corporation under Section 617.1803, Florida Statutes. Walk on Water, Ltd. is a Minnesota nonprofit corporation seeking to domesticate into Florida as Walk on Water Ministry, Inc. under the Florida Not For Profit Corporation Act. We enclosed:

- A Certificate of Domestication clearly referencing Section 617.1803;
- Florida Articles of Incorporation for a nonprofit corporation; and
- The required filing fees.

There is no LLC involved, and the entity is not a non-U.S. corporation. We respectfully request that you review the submission in light of the proper statutory authority under Chapter 617 and complete the domestication filing.

If additional clarification or documentation is needed, we are happy to provide it promptly. Please do not hesitate to contact me directly. Thank you for your attention to this matter.

Sincerely,

CARITAS LAW GROUP, P.C.

A handwritten signature in cursive script that reads "Ellis M. Carter".

Ellis M. Carter



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 14, 2025

ASHLEY SPEAR
2307 S RURAL RD
TEMPIE, AZ 85282 US

SUBJECT: WALK ON WATER MINISTRY, INC.
Ref. Number: W25000095874

We have received your document for WALK ON WATER MINISTRY, INC. and check(s) totaling \$128.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Only non-United States entities may become a domestic limited liability company as stated in section 605.1052, Florida Statutes. You may want to explore one of the conversion options. Please return to our website sunbiz.org to download the appropriate form.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Monique K Anderson
Regulatory Specialist II

Letter Number: 125A00015242

**NOT FOR PROFIT
CERTIFICATE OF DOMESTICATION**


The undersigned, Debbie Kraft, President
(Name) (Title)
of WALK ON WATER, LTD. a foreign Corporation
(Corporation Name)

in accordance with section 617.1803, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was MARCH 3, 2003.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was MINNESOTA.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was WALK ON WATER, LTD.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 617.01201 and 617.0202 with this certificate is WALK ON WATER MINISTRY, INC.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was MINNESOTA.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 617.1803.

I am Debralee Kelly Kraft, of Walk on Water

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 14 day of February, 2025.


(Authorized Signature)

Filing Fee:	
Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	<u>\$78.75</u>
Total to domesticate and file	\$128.75

FILED
2025 APR 17 5:39

ARTICLES OF INCORPORATION
OF
WALK ON WATER MINISTRY, INC.
(DATE OF ADOPTION: MAY 23, 2025)

The undersigned, acting as incorporator of a nonprofit corporation under the Florida Not For Profit Corporation Act ("FNCA"), Sections 617.01011 through 617.221 of the 2024 Florida Statutes, as amended, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I
NAME

The name of the corporation is "Walk on Water Ministry, Inc.". The corporation is hereafter referred to as the "Corporation".

ARTICLE II
PURPOSE AND CHARACTER OF AFFAIRS

The Corporation is organized and shall be operated exclusively for charitable purposes within the meaning of I.R.C. § 501(c)(3). These purposes shall include but are not limited to: (i) mentoring youth through activities related to God's creations and the Bible; and (ii) providing opportunities to build relationships and have teachable moments on honesty, respect, integrity, responsibility, compassion, and faith in Christ. The Corporation may carry out its purposes directly or by making gifts, grants or other payments to other qualified organizations. In these Articles, the term "I.R.C." means the Internal Revenue Code of 1986 and references to provisions thereof are to such provisions as they are from time to time amended and to corresponding provisions of any future United States Internal Revenue Law.

ARTICLE III
ACTIVITIES AND RESTRICTIONS

Section 1. No dividends, liquidating dividends, or distributions shall be declared or paid by the Corporation to any private individual or officer or director of the Corporation.

Section 2. No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, unless by appropriate election a greater part is permitted without jeopardizing the Corporation's exemption under I.R.C. § 501(c)(3). The Corporation shall neither participate in, nor intervene in, any political campaign on behalf of (or in opposition to) any candidate for public office, including the publishing or distribution of any statements.

Section 3. No part of the net earnings or net income of the Corporation shall inure to the benefit of any private individual or officer or director of the Corporation; provided, however, that such a person may receive reasonable compensation for services rendered, or reimbursement for

reasonable expenses incurred, which are necessary to carrying out the exempt purposes of the Corporation.

Section 4. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under I.R.C. § 501(c)(3) or by a corporation contributions to which are deductible under I.R.C. Section 170(c)(2).

Section 5. Whenever the Corporation is a private foundation as defined in I.R.C. § 509(a), the income of the Corporation shall be distributed at such time and in such manner as not to subject it to tax under I.R.C. § 4942 and the Corporation shall not engage in any act of self-dealing, or retain any excess business holdings, or make any taxable expenditures as defined in I.R.C. § 4941(d), 4943(c) and 4945(d), respectively, or make any investments in such manner as to subject it to tax under I.R.C. § 4944; or make any indemnification which would give rise to a penalty excise tax under I.R.C. Chapter 42.

ARTICLE IV MEMBERS

The Corporation shall have no members.

ARTICLE V BOARD OF DIRECTORS

Section 1. The affairs of the Corporation shall be managed by its Board of Directors, which shall consist of such number of persons as shall be fixed by the Bylaws from time to time but shall not be less than three (3). The terms of office, qualifications and method of election of the directors shall be as specified in the Bylaws.

Section 2. The directors constituting the initial Board of Directors shall be three (3). The names and addresses of the initial directors are:

Catherine Watson Lund
3631 Wild Pines Drive, #105
Bonita Springs, Florida 34134

Patricia Kelley Bettendorf
3631 Wild Pines Drive, #105
Bonita Springs, Florida 34134

Debbie Kraft
3631 Wild Pines Drive, #105
Bonita Springs, Florida 34134

ARTICLE VI INCORPORATOR

The name and address of the incorporator is:

Debbie Kraft
3631 Wild Pines Drive, #105
Bonita Springs, Florida 34134

ARTICLE VII AMENDMENT

These Articles of Incorporation may be amended by the directors of the Corporation by vote of a majority (51%) of the number of directors in office at the time that the amendment is adopted, provided that no amendment shall substantially change the Corporation's original purposes.

ARTICLE VIII DISSOLUTION

In the event of the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, distribute all of the assets of the Corporation exclusively to one or more organizations then described in I.R.C. §§ 170(c)(2), 501(c)(3), 2055(a)(2) and 2522(a)(2) having purposes substantially similar to those of the Corporation (except that no private foundation as defined by I.R.C. § 509(a) shall be a recipient) or to one or more units or agencies of federal, state or local government to be used exclusively for public purposes, as the Board of Directors shall determine. Any of such assets not so distributed shall be distributed to one or more of such organizations as determined by the Superior Court of the county in which the principal office of the Corporation is then located.

ARTICLE IX PRINCIPAL OFFICE; REGISTERED AGENT'S OFFICE; REGISTERED AGENT

The mailing and street address of both the principal office and the statutory agent's office is 3631 Wild Pines Drive, #105, Bonita Springs, Florida 34134. The statutory agent at such address is Debbie Kraft.

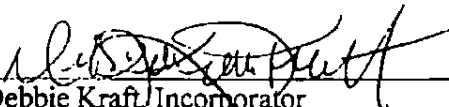
ARTICLE X DIRECTOR LIABILITY

To the fullest extent permitted by law as the same exist or may be hereafter amended, no director of the Corporation shall be liable to the Corporation for monetary damages for any action taken or any failure to take any action as a director. No repeal, amendment or modification of this article, whether direct or indirect, shall eliminate or reduce its effect with respect to any act or failure to act of a director of the Corporation occurring prior to such repeal, amendment or modification.

ARTICLE XI INDEMNIFICATION

The Corporation shall, to the fullest extent permitted or required by law, indemnify its current and former Directors or Officers against any and all Liabilities, and advance any and all reasonable Expenses, incurred thereby in any Proceeding to which any Director or Officer is a Party because such Director or Officer is a Director or Officer of the Corporation; provided, however, that the Corporation's obligation of indemnification shall be conditioned upon its receipt of prompt written notice of the threat or filing of an action, suit or Proceeding as to which rights of indemnification are sought. The Corporation may indemnify its employees and authorized agents, acting within the scope of their duties as such, to the same extent as Directors or Officers hereunder. The rights to indemnification granted hereunder shall not be deemed exclusive of any other rights to indemnification against Liabilities or the advancement of Expenses which such Director or Officer may be entitled under any written agreement, board resolution, law, or otherwise. All capitalized terms used in this section and not otherwise defined herein shall have the meaning set forth in Section 607.0850 of the 2024 Florida Statutes, as amended.

Dated: May 23, 2025.


Debbie Kraft, Incorporator

CONSENT TO SERVE AS REGISTERED AGENT

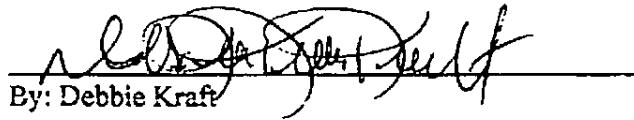
OF

WALK ON WATER MINISTRY, INC.

The undersigned hereby consents to serve as Registered Agent, in the State of Florida for Walk on Water Ministry, Inc. The undersigned understands that as agent for said corporation, she will be responsible to receive service of process in the name of said corporation; to forward all mail to said corporation; and to immediately notify the office of the Department of State in the event of her resignation, or of any changes in the registered office address of Walk on Water Ministry, Inc.

DATED: May 23, 2025.

By: Debbie Kraft



2025 AUG -3 PM 5:35
TALLAHASSEE, FLORIDA