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LAW OFFICE OF  
GREGORY G. GAY, P.A.  
BALSAM TREE  
TALLAHASSEE, FLORIDA 32301

FILED

TELEPHONE (813) 849-1122  
Board Certified Wills, Trusts, Estate Lawyer

96 NOV 18 AM 9:57  
FACSIMILE (813) 848-4466  
E-Mail: gregg@sanctum.com

November 11, 1996

SECRET  
STATE  
TALLAHASSEE, FLORIDA

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32301

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-11/19/96--01023--009  
\*\*\*122.50 \*\*\*122.50

Re: THE INSTITUTE FOR GRIEF MINISTRIES, INC.

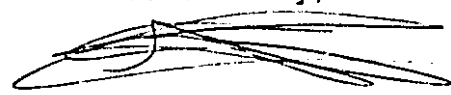
Dear Sir:

Enclosed please find for filing Articles of Incorporation of The Institute for Grief Ministries, Inc. and the Certificate Designating Resident Agent. I have also enclosed a check in the amount of \$122.50 to be applied to the following:

1. Filing Articles of Incorporation
2. Filing Certificate Designating Resident Agent
3. Tax on Incorporation
4. Certified copy of Articles of Incorporation reflecting date filed with Secretary of State

With very best regards, I am

Yours truly,



Gregory G. Gay, Esquire

GGG/mb

11-27-96

Articles of Incorporation  
of  
THE INSTITUTE FOR GRIEF MINISTRIES, INC.

FILED  
96 NOV 18 AM 9:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

CORPORATE NAME

The name of this corporation is THE INSTITUTE FOR GRIEF MINISTRIES, INC.

ARTICLE II

CORPORATE NATURE

This is a nonprofit corporation, organized solely for general religious, charitable and educational purposes pursuant to the Florida Corporations Not for Profit Law set forth in Section 617 of the Florida Statutes.

ARTICLE III

DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV

GENERAL AND SPECIFIC PURPOSES

The specific and primary purposes for which this corporation is formed are:

A. For the advancement of religious, charitable, educational and any other related or corresponding charitable purposes by the dissemination of the gospel and the distribution of its funds for such purposes.

B. To operate exclusively in any other manner for such religious, charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended.

ARTICLE V

MANAGEMENT OF CORPORATE AFFAIRS

Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by

a Board of Directors, consisting of not less than three (3) persons. The number of Directors of the Corporation shall be 3, provided however, that such number may be changed by a By-Law duly adopted by the members.

The Directors names herein as the first Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Directors and until the qualification of the successors in office. Annual meetings shall be held at 2430 Trinity Oaks Blvd. New Port Richey, Florida on the 1st day of May of each year at 1:30 P.M., or at such other place or places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by one Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the By-Laws of this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and address of such initial members of the Board of Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Jack B. Dundas	39231 Ferris Clinton Township, MI 48036
David Rosser	1609 Indian Rocks Rd. Clearwater, FL 34616
John Hammer	1002 S. Harbor Island Rd. #1605 Tampa, FL 33602-5716

#### ARTICLE VI

##### EARNINGS AND ACTIVITIES OF CORPORATION

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, 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 set forth in Article IV hereof.

B. No substantial part of the activities of the corporation shall be the carrying on or 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 any candidate for public office.

C. 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 of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, 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 State Internal Revenue Law).

D. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

## ARTICLE VII

### DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

## ARTICLE VIII

### MEMBERSHIP

The qualification for members and the manner of their admission shall be regulated by the bylaws for this corporation.

## ARTICLE IX

### SUBSCRIBERS

The names and residence addresses of the Subscribers of this corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Jack B. Dundas	39231 Ferris Clinton Township, MI 48036

## ARTICLE X

### AMENDMENT OF BYLAWS

Subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporation Not for Profit Laws of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, Bylaws of this corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefor in the Bylaws.

## ARTICLE XI

### DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to religious, educational, charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

## ARTICLE XII

### REGISTERED AGENT AND OFFICE

The address of the corporation's registered office shall be 2430 Trinity Oaks Blvd., New Port Richey, FL 34655, and the name of the registered agent at said address shall be JACK B. DUNDAS.


## ARTICLE XIII

### AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote in the manner set forth in the Bylaws of this corporation.

I, the undersigned, being the Incorporator of this corporation, for the purpose of forming this nonprofit corporation under the

laws of the State of Florida, have executed these Articles of Incorporation, this 12<sup>th</sup> day of NOVEMBER, 1996.

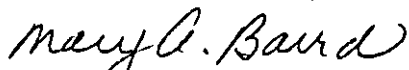
  
JACK B. DUNDAS, Incorporator

STATE OF FLORIDA

COUNTY OF PASCO

BEFORE ME, the undersigned authority, personally appeared and JACK B. DUNDAS, to me known to be the person who executed the foregoing Articles of Incorporation and he acknowledged to and before me that he entered such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 12<sup>th</sup> day of NOVEMBER, 1996.

  
\_\_\_\_\_  
Notary Public

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE,  
NAMING AGENT UPON WHOM SERVICE MAY BE SERVED

FILED  
96 NOV 18 AM 9:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA


In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That THE INSTITUTE FOR GRIEF MINISTRIES, INC., desiring to organize under the laws of the State of Florida with its principal place of business as 2430 Trinity Oaks Blvd., New Port Richey, FL 34655, has named JACK B. DUNDAS, 2430 Trinity Oaks Blvd., New Port Richey, FL 34655, as its agent to accept service of process within this State at that address.

  
JACK B. DUNDAS

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

  
JACK B. DUNDAS