

N98000001516

TRANSMITTAL LETTER

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

800002425888--3  
-02/10/98--01004--011  
\*\*\*131.25 \*\*\*131.25

SUBJECT: Restoration Ministries, Inc  
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

- |  |   |   |  |
|--|---|---|--|
| <input type="checkbox"/> \$70.00<br>Filing Fee | <input type="checkbox"/> \$78.75<br>Filing Fee<br>& Certificate | <input type="checkbox"/> \$122.50<br>Filing Fee<br>& Certified Copy | <input checked="" type="checkbox"/> \$131.25<br>Filing Fee,<br>Certified Copy<br>& Certificate |
|--|---|---|--|

FROM: \_\_\_\_\_  
Jennie Goodman \_\_\_\_\_  
1510 Jenkins Road \_\_\_\_\_  
Bonifay, Florida 32425 \_\_\_\_\_  
850-547-4877 \_\_\_\_\_  
Daytime Telephone number

FILED  
98 MAR 13 PM 1:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
1996-02-25  
3-7-98  
H. P. 1000

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

February 11, 1998

JENNIE GOODMAN  
1510 JENKINS ROAD  
BONIFAY, FL 32425

SUBJECT: RESTORATION MINISTRIES, INC.  
Ref. Number: W98000003087

We have received your document for RESTORATION MINISTRIES, INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

CONFLICTS WITH RESTORATION MINISTRIES, INC., #N96000001259, FILED 03/07/96, FT. PIERCE, FL.

Please return the original and one copy of 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) 487-6933.

Dana Calloway  
Document Specialist

Letter Number: 198A00007891



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

February 18, 1998

JENNIE GOODMAN  
1510 JENKINS ROAD  
BONIFAY, FL 32425

SUBJECT: RESTORATION MINISTRIES, INC.  
Ref. Number: W98000003087

We have received your document for RESTORATION MINISTRIES, INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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Dana Calloway  
Document Specialist

Letter Number: 198A00007891

# ARTICLES OF INCORPORATION

The undersigned, acting as incorporator of a corporation not for profit pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

## Article 1

The name of the corporation shall be: ~~Restoration Ministries, Inc.~~ Seasons of Opportunity Ministries, Inc.

## Article 2

The principal place of business and the mailing address for the corporation shall be:

1570 Jenkins Road  
Bonifay, Florida 32425

## Article 3

### Purposes and Membership

Section 1. Purposes. The purposes for which this corporation is organized are these:

- (a) to maintain an organization for the mutual benefit of its members who are the wives of athletic coaches or of former athletic coaches;
- (b) to provide for members a network of communication and information useful to members in their duties of support to their families;
- (c) to accomplish these objectives by the application of religious, spiritual and charitable principles; and
- (d) to use all means of communication, annual and other meetings, and the good will of all of the members to assist each other in the special tasks and problems that accompany the coaching profession.

Section 2. Members. Membership shall be limited to the wives of athletic coaches who agree to the purposes, terms and conditions of membership contained in this charter and the by-laws and are elected to the Board of Directors.

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98 MAR 13 PM 1:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **Article 4**

### **Board of Directors**

**Section 1.** The governance of this corporation and the exercise of all its powers shall be by its self perpetuating board of directors. The board shall never number less than 3 members, but may be increased in numbers by the board. A majority vote of the board shall be sufficient to constitute board action.

**Section 2.** The board shall exercise its powers only through the acts of its officers and not by the chairman of the board or any individual board member. But any director elected by the Board as both a director and an officer may carry out her offices notwithstanding the preceding sentence.

**Section 3.** Board members shall be elected every two years by the board after nomination by either the Board, an individual Board member, or a member of the advisory board described below. Failure of the corporation to elect new officers shall not relieve board members then in office, who shall hold office until their successors are elected or appointed.

**Section 4.** No election shall be valid unless a list of proposed new directors has been submitted to the board by the Team Chairman described in article 30 days before any election of the board of directors. The board may provide additional details respecting elections in the by-laws.

**Section 5.** The initial board of directors to serve for 2 years shall be

|    | Name           | Address                                    |
|----|----------------|--|
| 1. | Diane Andrews  | 3057 Shamrock North, Tallahassee FL 32308  |
| 2. | Patty Gladden  | 404 Cloverdale Drive, Tallahassee FL 32312 |
| 3. | Jennie Goodman | 1510 Jenkins Road, Bonifay FL 32425        |
| 4. | Kim Cornett    | PO Box 1149, Oglethorpe GA 31068           |

**Section 6.** Advisory Board.

The Board of Directors of the corporation shall publish from time to time a list of members of the Advisory Board which shall be composed of all persons interested in the objects of the corporation. Directors may be members of the Advisory Board. The duties of members of the Advisory Board shall be to:

- (a) recommend to the Directors means for advancing the corporation's objectives;
- (b) nominate persons to be Directors of the corporation;

- (c) advise and assist the Directors in their duties; and
- (d) have such other duties as provided in the by-laws.

## **Article 5**

### **By-laws**

**Section 1.** By-laws may be adopted, amended, added or deleted by the board of directors upon a majority vote after written notice of intention to so act has been furnished by the board to all Board members at least 15 days before any board action.

**Section 2.** The by-laws shall delegate to a secretary or other officer the responsibility for preparing minutes of the minutes of meetings of the board of directors and of the members, for authenticating corporate records, and for maintaining those records required by section 617.1601, Florida statutes, which are:

- (a) minutes of boards and committees for the preceding 3 years
- (b) accurate accounting records
- (c) a membership list, alphabetical of the Board of Directors
- (d) the articles of incorporation
- (e) the by-laws
- (f) written communications and financial reports furnished to all members within the preceding 3 years
- (g) a list of the names and addresses of the officers and board of directors
- (h) the most recent annual report furnished to the Secretary of State.

## **Article 6**

### **Officers**

**Section 1.** The board shall at least every two years nominate as many officers as it considers necessary to carry out the directives of the board. It may assign to its officers in written resolution or in the by-laws such duties, titles, powers, and reimbursement for expenses as the board finds suitable. Election of officers shall be by a majority of the full Board after at least 30 days written notice. The provisions of this section may be amended by the by-laws.

**Section 2.** The board at a minimum however, shall nominate and the members elect at least the following officers:

(a) The Team Chairman who shall be the organizer, responsible for overall execution of the Board's policies and directives, advancing the objectives of the corporation, contacting speakers and interest groups and making concession arrangements. The first Team Chairman is Diane Andrews.

(b) The Athletic Director (secretary and treasurer) is the financial officer, responsible for:

- preparing an annual budget of expected income and expense, and any amended annual budget approval by the board;

- preparing an annual report to members of the Board of actual income and expenses for the preceding fiscal year including the payment of taxes and fees to the state of Florida, corporate obligations, expenses for bookkeeping and monies receivable and payable;

- recruiting and for keeping prospect lists of new members;

- the taking and recording of minutes of the meetings of the Board of Directors;

- and the maintenance of records listed in article 6, section 2 of this charter required by law or by board resolution. The first Athletic Director is Jennie Goodman.

(c) The Team Coordinator is responsible for the corporation's property, decorations, music, game tickets (name tags), weekend game plan schedules, and legal matters such as not-for-profit status and copyright requirements. The first Team Coordinator is Patty Gladden.

(d) The Team Chaplain is responsible for the pre-game warmup (devotions), game plan studies, memory verses, extra point signs, cheerleaders, goal line stance share groups and retreat booklets. She is the overall spiritual leader. The first Team Chaplain is Kim Cornett.

## **Article 7**

### **Limitation of Powers**

The corporate powers of the corporation shall include all those powers provided for corporations not for profit under chapter 617, Florida Statutes, except those in conflict with any of the limitations imposed upon this corporation by these articles.

**Article 8**

**Registered agent and street address**

The name and address of the initial registered agent and her street address are: Jennie Goodman, 1501 Jenkins Road, Bonifay, Florida 32425.

**Article 9**

**Name and Address of Incorporator**

The name and address of the incorporator of this corporation is Jennie Goodman, 1501 Jenkins Road, Bonifay, Florida 32425.

The undersigned has executed these articles this 28<sup>th</sup> day of January, 1998.

Jennie Goodman  
Jennie Goodman

State of Florida  
County of Holmes

The foregoing instrument was acknowledged before me this 28th day of January, 1998, by Jennie Goodman who is personally known to me and did not take an oath.

Alice F. Sellers  
Notary Public

My Commission Expires:





**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

~~Restoration Ministries, Inc.~~

SEASONS of Opportunity Ministries, Inc.  
(must include suffix)

FILED  
MAR 13 PM 1:00  
98  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2. The name and address of the registered agent and office is:

Jennie Goodman

1510 Jenkins Road

Bonifay, Florida 32425

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

Jennie Goodman  
(SIGNATURE)

1-28-98  
(DATE)