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TO: DIVISION OF CORPORATIONS FAX #: (850) 922-4001

FROM: HALLLEE, FORGES, HAMLIN, KNOWLES, BALD & PRO ACCT#: 076077002227

CONTACT: TOM PUTNAM

PHONE: (941) 748-3770 FAX #: (941) 746-4160

NAME: AGAPE MISSION FOUNDATION, INC.

AUDIT NUMBER.....H98000008001

DOC TYPE.....FLORIDA NON-PROFIT CORPORATION

CERT. OF STATUS..0 PAGES..... 5

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**ARTICLES OF INCORPORATION**  
**OF**  
**AGAPE MISSION FOUNDATION, INC.**  
**A FLORIDA NONPROFIT CORPORATION**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I. - NAME**

The name of the Corporation is: AGAPE MISSION FOUNDATION, INC.

**ARTICLE II. - PRINCIPAL OFFICE**

The mailing address and principal office of the Corporation is: 7990 15th Street East, Sarasota, Florida 34243.

**ARTICLE III. - CORPORATE EXISTENCE AND DURATION**

The Corporation shall exist perpetually, unless dissolved sooner as authorized by law.

**ARTICLE IV. - PURPOSES AND POWERS**

A. This Corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purpose of this Corporation is to benefit AGAPE FLIGHTS, INC., and its mission of providing assistance to under-privileged areas, needy countries and persons, by

Steven W. Prouty, Esquire  
HARLEE, PORGES, HAMLIN,  
KNOWLES, BALD & PROUTY, P.A.  
1205 Manatee Avenue West  
Bradenton, Florida 34205  
(941)748-3770/FI Bar # 404667

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providing, as a way of example, but not by way of limitation, financial resources to AGAPE FLIGHTS, INC., and other support services to AGAPE FLIGHTS, INC., financial as well as non-financial, and to assist AGAPE FLIGHTS, INC., directly or indirectly, in carrying out its function and purpose of operation. In carrying out such purpose, the Corporation shall have the power to exercise all rights conferred by the laws of the State of Florida upon non-profit corporations.

B. The purposes for which AGAPE MISSION FOUNDATION, INC., is organized are exclusively charitable within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

C. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.

D. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Director of the Corporation or any member of the Corporation or any private individual (except that reasonable compensation may be paid for services

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rendered to or for the Corporation affecting one or more of its purposes), and no Director of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

E. No substantial part of the activities of the Corporations 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office.

F. In the event of dissolution, the residual assets of the Corporation will be turned over to one or more Organizations which themselves are exempt as Organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any subsequent Internal Revenue Code or Regulation.

#### **ARTICLE V. - QUALIFICATION OF MEMBERS**

The terms, conditions and qualifications with respect to the membership (if any) of this Corporation shall be as provided for by the By-laws of the Corporation.

#### **ARTICLE VI. - INITIAL REGISTERED AGENT**

The name and address of the individual who is currently serving as this Corporation's registered agent is: Charles Gardner, 7611 3rd Avenue NW, Bradenton, Florida 34209.

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**H98000008001****ARTICLE VII. - BOARD OF DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the business of the Corporation shall be managed under the direction of a Board of Directors. The number of the Directors on this Corporation's Board of Directors shall initially be three (3), provided, however, that the number of Directors may be increased or decreased from time to time, as provided in this Corporation's By-laws, but shall never be less than three (3) nor more than nine (9). Such Directors are to be elected or appointed in the manner provided for by the Corporation's By-laws.

**ARTICLE VIII. - INCORPORATORS**

The names and addresses of the incorporators of this Corporation are as follows:

1. Bob Spencer (Director)  
4820 Riverview Blvd. West, Bradenton, FL 34209
2. Craig D. Stanley (Director)  
2708 27th Avenue Drive West, Bradenton, FL 34205
3. Richard Healy (Director)  
1516 Tarpon Avenue, Sarasota, FL 34237

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APR. 29. 1998 9:32AM

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NO. 0496 P. 6/6

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IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 27 day of April, 1998.

[Signature]  
Richard A. Bealy  
Bob Wene

#### ACKNOWLEDGMENT BY REGISTERED AGENT

The undersigned hereby acknowledges that, as set forth in the foregoing Articles of Incorporation, he is presently serving as Registered Agent of THE AGAPE MISSION FOUNDATION, INC. Pursuant to Section 617.0501(3), Florida Statutes (1995), I hereby state that I am familiar with and will continue to perform the duties, obligations and responsibilities as Registered Agent for said corporation.

DATED this 27 day of April, 1998.

Charles Gardner

Registered Agent

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