

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 222-8870 • 1-800-342-8062 • Fax (850) 222-1222

N980000005024

Bull DeConna Ministries
Inc.

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Signature _____

Requested by: LS

Name _____

Date 9/1/98

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- _____ RA Resignation _____
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

SEP 1 1998

Articles of Incorporation
of
BILL DeCONNA MINISTRIES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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ARTICLE I - NAME

Section 1. The name of this corporation shall be BILL DeCONNA MINISTRIES, INC.

ARTICLE II - STATEMENT OF CORPORATE NATURE

Section 1. This is a nonprofit corporation organized solely for general charitable purposes pursuant to the Florida Not for Profit Corporation Act set forth in Chapter 617 of the Florida Statutes.

ARTICLE III - GENERAL AND SPECIFIC PURPOSE

Section 1. The general purposes for which this corporation is organized are to operate exclusively 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 1954 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

Section 2. The specific and primary purpose for which this corporation is formed is to operate for the advancement of religion, charity, and education, and for other charitable purposes, by the distribution of its funds for such purposes, and particularly for the advancement of Christianity. This corporation shall further be empowered to purchase, improve, rent, lease, own, mortgage, hold, enjoy, maintain, sell, and develop real estate and deal in real property of every description; to borrow money and contract debts, and to issue bonds, promissory notes or other obligations and evidences of indebtedness; and to do all and everything necessary and proper for the accomplishment of the objectives enumerated herein or necessary or incidental to the specific powers and privileges which are, can be or may be granted to corporations under the laws of the State of Florida.

Section 3. Specifically, the primary purposes for which this corporation is formed are: To hold revival meetings in various churches and various places in order to build up the body of Christ and to lead people to a saving faith in Jesus Christ; to minister the Gospel of Jesus Christ on the American Indian reservations, preaching the good news of the Gospel; teaching in all and various places the message of the Bible that God Saves, heals and delivers, and what it means to live by Faith. To establish churches, ordain pastors, elders, deacons as well as any other action or activity normally associated with the functioning of a church or missionary organization. To build schools, and other buildings needed to educate, instruct, and prepare individuals for Christian service. To aid and/or oversee the operation of these churches and school's. To limit its activities to those of an exempt organization defined by the Federal Income Tax laws.

Section 4. This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE IV - TERM

Section 1. This corporation shall have a perpetual existence.

ARTICLE V - SUBSCRIBER

Section 1. The names and residence addresses of the subscribers of this corporation are as follows:

Bill DeConna 11816 SE County Road 234 Micanopy, FL 32667

Rebekah DeConna 11816 SE County Road 234 Micanopy, FL 32667

Courtney Roberts 5523 SW 37th Lane Gainesville, FL 32608

Bill Olander 3931 NW 40th Court Gainesville, FL 32606

ARTICLE VI. - LOCATION OF PRINCIPAL OFFICE AND
IDENTIFICATION OF REGISTERED AGENT

Section 1. The County in the State of Florida where the principal office for the transaction of the business of this corporation is to be located is the County of Alachua.

Section 2. The address of the corporation's principle office is 11816 SE CR 234 Micanopy, FL 32667. The mailing address for the corporation's principle office is P.O. Box 215 Micanopy, Florida 32667.

Section 3. The name and address of this corporation's registered agent is Donna DeConna 6300 NW CR 318 Orange Lake, FL 32618; whose mailing address is P.O. Box 39 Orange Lake, FL 32681.

ARTICLE VII. - MANAGEMENT OF CORPORATE AFFAIRS

Section 1. Board of Directors. The powers of this corporation -shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of directors of the corporation shall be three (3); provided, however, that such number may be changed, but not decreased below three (3), by a bylaw duly adopted by the directors.

Because of their interest in the objectives of this corporation and their willingness to serve as the initial directors of this corporation the following individuals are hereby appointed to serve as directors for BILL DeCONNA MINISTRIES, Inc. on a perpetual basis:

Bill DeConna	Courtney Roberts
Bill Olander	Rebekah DeConna

The term of service for directors, the conditions for their removal, the conditions for their replacement, and the conditions for the adding of additional directors is governed by the conditions set forth in Article III of the bylaws of BILL DeCONNA MINISTRIES INC.

Any action required or permitted to be taken by the 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 bylaws of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

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

Bill DeConna 11816 SE CR 234 Micanopy, FL 32667

Rebekah DeConna 11816 SE CR 234 Micanopy, FL 32667

Courtney Roberts 5523 SW 37th Lane Gainesville, FL 32608

Bill Olander 3931 NW 40th Court Gainesville, FL 32606

Section 2. Corporate Officers. The officers of this corporation shall consist of a president, vice president, treasurer, secretary and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time. The officers shall hold office until their successors are elected, within the discretion of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

Bill DeConna - President

Courtney Roberts - Vice President

Bill Olander - Vice President

Rebekah DeConna - Secretary/Treasurer

ARTICLE VIII - BYLAWS

Section 1. The bylaws of this corporation shall be adopted, altered, or rescinded by a majority vote of the Board of Directors at a regular or special meeting called for said purpose called at least twenty one days prior to said meeting for said purpose or per written action pursuant to Article VII, Section 1.

ARTICLE IX - STOCK

This corporation shall not have any power to issue certificates of stock or declare dividends.

ARTICLE X. - MEMBERS

Section 1. The membership of BILL DeCONNA MISISTRIES, INC., shall consist of the founding individuals, and those organizations and individuals who are voted to membership by the directors. Voting privilege is limited to one vote per individual or organization currently in good standing. An individual may not vote as a representative for an organization and also vote as an individual on the same vote. Each member organization shall forward in writing the name of that organizations voting representatives (delegates).

Section 2. Application for membership shall be made to the directors in writing with a copy to the Secretary thirty (30) days prior to a meeting of the directors.

Section 3. Qualifications for membership shall be based on the applicant's interest and participation in the ministry activities of BILL DeCONNA MINISTRIES, Inc., expressed desire to become a Member, compatibility with other members and subscribing to the statement of faith of BILL DeCONNA MINISTRIES, Inc.

Section 4. Upon qualification election to membership shall be by a two-thirds (2/3) vote of the directors at any regular or special meeting of the directors. The Secretary shall maintain the list of all active members including address and date elected.

Section 5. Membership in BILL DeCONNA MINISTRIES, Inc., may terminate by voluntary withdrawal on the part of a member in writing. On termination of membership, all rights, privileges and interest of a member in or to the organization, and it's property shall cease.

Section 6. Any member may be suspended or expelled from BILL DeCONNA MINISTRIES, Inc., for immoral, illegal, or unethical deportment, by a two-thirds (2/3) vote of the directors.

Section 7. Membership in this corporation is not transferable or assignable.

Section 8. Voting members who desire to submit membership nominations to the directors, must present the same to the Secretary of the Directors no later than thirty (30) days prior to a regularly scheduled meeting of the Board of Directors. Allowing time for investigation and approval by the directors of said nominees .

ARTICLE XI. - DEDICATION OF ASSETS

Section 1. The property of this corporation is irrevocably dedicated to religious and charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director or officer thereof, or to the benefit of any private individual, except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes. Specifically; a director, an officer of the corporation or any other individual can receive reasonable remuneration for, services rendered to or for the corporation for work done in a capacity other than that of a director or officer of this corporation. This remuneration may be made in but is not limited to the following forms: wages, salary, housing allowance, travel allowances, and/or stipends.

ARTICLE XII. - MEMBER MEETINGS

Section 1. An Annual Meeting of this organization shall be held during the first quarter of each year unless otherwise ordered by a majority decision. The Secretary shall send written notice of the time and place to each member two (2) months in advance. At the Annual Meeting, an annual report shall be given, officers shall be elected, and any other business may be transacted.

Section 2. Special meetings may be called by the Board of Directors or by a majority of the members at any time necessary to transact special business.

Section 3. At any duly called meeting, members and delegates present and voting shall constitute a quorum.

Section 4. The order of business shall follow the rules decided by the Directors, generally using the "Roberts Rules of Order", when not in conflict with the by-laws.

Section 5. Each member organization may be represented by one (1) delegate who shall have one vote each, and each individual member shall have one (1) vote each, in all annual and special meetings. Voting by proxy is not allowed at any Corporate meeting.

Section 6. The Board of Directors may designate any place as the place of meeting for any Annual Meeting or for any special meeting. If no designation is made, the place of meeting shall be the official home office.

Section 7. Written or printed notice stating the place, day and hour of any meeting of members shall be delivered, either personally or by mail, to each member sixty (60) days before the date of such meeting by or at the direction of the Moderator or persons calling the meeting. In the case of a special meeting, the purpose or purposes for which the meeting is called shall be stated in the notice.

Section 8. If mailed, the notice of a meeting shall be deemed to be delivered when deposited in the United States Mail addressed to the member as his address appears on the records of the corporation with postage thereon prepaid.

ARTICLE XIII. - DISTRIBUTION OF ASSETS

Section 1. Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for religious or charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

ARTICLE XIV. AMENDMENT OF ARTICLES

Section 1. Amendments to these articles of incorporation may be adopted by the majority vote of the Board of Directors at a regular or special meeting called at least twenty one days prior to said meeting for said purpose or per written action pursuant to Article VII, Section 1.

We, the undersigned, being the incorporators and subscribers of this corporation, for the purpose of forming this nonprofit charitable corporation under the Laws of Florida, have executed these articles of incorporation this 31st day of AUGUST establishing September 1, 1998 as the effective date for the activation of this corporation.

Bill DeConna

Bill DeConna

Courtney A. Roberts

Courtney Roberts

Bill Olander

Bill Olander

Rebekah DeConna

Rebekah DeConna

STATE OF FLORIDA
COUNTY OF ALACHUA

and William Olander
I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared Bill DeConna, Rebekah DeConna, and Courtney Roberts, to me known to be the persons described as the Subscribers in and who executed the foregoing Articles of Incorporation and they acknowledged before me that they subscribed to those Articles of Incorporation.

Carla A. Mullins

Notary



CARLA A. MULLINS
COMMISSION # CC 440929
EXPIRES FEB 22, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

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.

James L. DeConna
Registered Agent

August 31, 1998
Date

UNANIMOUS CONSENT OF
THE BOARD OF DIRECTORS OF
BILL DeCONNA MINISTRIES, INC.

The undersigned, being all the Directors of BILL DeCONNA MINISTRIES, INC., hereby consent to the adoption and approval of the following resolutions in accordance with Florida Statute Section 607.134:

Articles of Incorporation

RESOLVED, that a copy of the Articles of Incorporation of this corporation and Certificate of Incorporation of this corporation are hereby ordered to be entered in the minute book of this corporation preceding the minutes of this written action.

Bylaws

RESOLVED, that the Bylaws set out in this minute book following the Certificate of Incorporation and immediately preceding the minutes of this meeting are hereby ratified and approved.

Directors

RESOLVED, that the individuals whose names are set forth below are hereby ratified as the initial members of the Board of Directors, to hold such positions until their respective successors are elected and have qualified, or until their death, resignation or removal:

Bill DeConna, Courtney Roberts, Bill Olander, Rebekah DeConna

Seal

RESOLVED, that the corporate seal shall have inscribed thereon the name of the corporation, the year of its incorporation, and the word "seal".

Banking Resolution

RESOLVED, the banking resolution attached to this written action is hereby ratified and approved and the bank designated therein shall be the depository of the corporate funds.

Further Action

RESOLVED, that the proper officers of this corporation be, and they hereby are, authorized and directed, in the name of and on behalf of this corporation and under its corporate seal, or otherwise, to take such action as they deem appropriate or necessary to carry out the intent and accomplish the purpose of the foregoing resolutions.

8/31/98
Date

Bill DeConna
Bill DeConna

8/31/98
Date

Bill Olander
Bill Olander

8/31/98
Date

Courtney A. Roberts
Courtney Roberts

8/31/98
Date

Rebekah DeConna
Rebekah DeConna

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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