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TRANSMITTAL LETTER

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

400002666474-4
-10/19/98-01028-013
****131.25 ****87.50

SUBJECT: KATHY STEFFY MINISTRIES, INC.
(Proposed Corporate name)

A Not For Profit Corporation

EFFECTIVE DATE

10-15-98

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

- ☐ \$70.00 filing fee
- ☐ \$78.75 filing fee and certificate

- ☐ \$122.50 filing fee and certified copy
- ☒ \$131.25 filing fee, certified copy and certificate

ADDITIONAL COPY REQUIRED

FROM:

Kathy Steffy
(Name - printed or typed)

17739 Nathans Drive
(Address)

Tampa, FL 33647
(City, State and Zip)

813-991-0444
(Daytime Telephone Number)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 19 AM 10:04

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

KATHY STEFFY MINISTRIES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 OCT 19 AM 10:04

ARTICLES OF INCORPORATION

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I NAME

Kathy Steffy Ministries, Inc.

ARTICLE II PRINCIPAL OFFICE

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

Ms. Kathy Steffy
17739 Nathans Drive
Tampa, FL 33647

EFFECTIVE DATE
10-15-98

ARTICLE III PURPOSE

The specific purpose(s) for which the corporation is organized is (are):

- (a) Kathy Steffy Ministries, Inc. ministers to those in need of healing from brokenness through song and witness to Christ. This ministry is guided by, committed to and upholds the Church of God Declaration of Faith as the basis for Christian living, practice and ministry, as follows:

We believe:

- (1) In the verbal inspiration of the Bible.
- (2) In one God eternally existing in three persons; namely, the Father, Son and Holy Ghost.
- (3) That Jesus Christ is the only begotten Son of the Father, conceived of the Holy Ghost, and born of the Virgin Mary. That Jesus was crucified, buried, and raised from the dead. That He ascended to heaven and is today at the right hand of the Father as the Intercessor.
- (4) That all have sinned and come short of the glory of God and that repentance is commanded of God for all and necessary for forgiveness of sins.
- (5) That justification, regeneration, and the new birth are wrought by faith in the blood of Jesus Christ.
- (6) In sanctification subsequent to the new birth, through faith in the blood of Christ, through the Word, and by the Holy Ghost.
- (7) Holiness to be God's standard of living for His people.

- (8) In the baptism with the Holy Ghost subsequent to a clean heart.
 - (9) In speaking with other tongues as the Spirit gives utterance and that it is the initial evidence of the baptism of the Holy Ghost.
 - (10) In water baptism by immersion, and all who repent should be baptized in the name of the Father, and of the Son, and of the Holy Ghost.
 - (11) Divine healing is provided for all in the atonement
 - (12) In the Lord's Supper and washing of the saints' feet.
 - (13) In the pre-millennial second coming of Jesus. First, to resurrect the righteous dead and to catch away the living saints to Him in the air. Second, to reign on the earth a thousand years.
 - (14) In the bodily resurrection; eternal life for the righteous, and eternal punishment for the wicked.
- (b) All business of the Corporation shall be conducted within existing legal boundaries and limitations for not for profit corporations under the laws of the State of Florida.
 - (c) This Corporation shall receive and maintain funds and/or personal property, and subject to the restrictions and limitations hereinabove and hereinafter set forth, shall use the whole or any part of the income therefrom and the principal thereof exclusively for its religious purposes.
 - (d) No part of the net earnings of this Corporation shall inure to the benefit of or be distributable to any member, director or officer of this Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for this Corporation affecting one or more of its purposes), and no member, director or officer of the Corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of this Corporation. No substantial part of the activities of this Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and this 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.
 - (e) Notwithstanding any other provisions of these Articles of Incorporation, this Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501 (c) (3) of the Internal Revenue Code or the regulations issued thereunder, or by an organization, contributions to which are deductible under Section 170 (c) (2) as such Code and regulations issued thereunder.
 - (f) In the event of dissolution or final liquidation of this Corporation, the residual assets of the organization 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 1982 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or Local government for exclusive public purpose.

ARTICLE IV MANNER OF ELECTION OF BOARD OF DIRECTORS

The manner in which directors are elected or appointed is:

1. The initial directors of the Corporation shall be as follows:

| <u>Director</u> | <u>Name</u> | <u>Address</u> |
|----------------------------|-----------------|---|
| Chairman of the Board | Kathy Steffy | 17739 Nathans Drive Tampa, FL 33647 |
| Vice Chairman of the Board | Rochelle John | 1145 Clays Trail Oldsmar, FL 34677 |
| Director | David Tomberlin | 1735 Wakefield Dr. Brandon, FL 33511 |

2. After the initial Board, the directors shall be appointed for one year terms and elected by the current members of the Corporation pursuant to the Corporation Bylaws.
3. Selection shall be based on the following criteria:
 - A. Willingness and ability to hold office.
 - B. Proven commitment to Christ and ministry
 - C. Adherence to *Purpose* stated in Article I.
4. There shall be no fewer than three directors.
5. There shall be maintained an odd number of directors.

ARTICLE V POWERS

This Corporation shall have and exercise all powers provided by the laws of the State of Florida pertaining to corporations not for profit including, but not limited to, Chapter 617, Florida Statutes, and future amendments thereto, or succeeding statutes pertaining to, corporations not for profit in the State of Florida, necessary or convenient to effect any and all of the charitable, scientific and educational purposes for which this Corporation is organized, subject, however, to the following:

- (a) This Corporation shall be operated exclusively for, and shall only have the power to perform, activities exclusively within the meaning, requirements, and effect of Section 501 (c) (3) of the Internal Revenue Code of 1982, as amended heretofore or hereafter.
- (b) This Corporation shall not engage in self-dealing as defined in Section 4941 (d) of the of the Internal Revenue Code of 1982, or corresponding provisions of any subsequent federal tax law.
- (c) This Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1982, or corresponding provisions of any subsequent federal tax laws.
- (d) This Corporation shall not retain any excess business holdings as defined in Section 4943 (c) of the Internal Revenue Code of 1982, or corresponding provisions of any subsequent federal tax laws.

- (e) This Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1982, or corresponding provisions of any subsequent federal tax laws.
- (f) This Corporation shall not make any taxable expenditures as defined in Section 4945 (d) of the Internal Revenue Code of 1982, or corresponding provisions of any subsequent federal tax laws.
- (g) This Corporation shall not engage in any prohibited transaction as defined in Section 503 (b) of the Internal Revenue Code of 1982, or corresponding provisions of any subsequent federal tax laws.

ARTICLE VI MEMBERS

The members of this Corporation shall consist of those persons who are listed as the initial directors of this Corporation, and such other persons, over eighteen (18) years of age, or entities, as made from time to time be elected and admitted to membership by majority vote of the Board of Directors of this Corporation in accordance with the provisions of the Bylaws of this Corporation.

ARTICLE VII TERM OF EXISTENCE

The term for which this Corporation is to exist is from October 15, 1998 and therefore shall be perpetual.

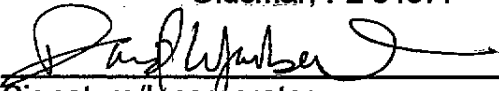
ARTICLE VIII INCORPORATORS

The names and addresses of the Incorporators to these Articles of Incorporation are:

Ms. Kathy Steffy
17739 Nathans Drive
Tampa, FL 33647

Mr. David Tomberlin
1735 Wakefield Dr.
Brandon, FL 33511

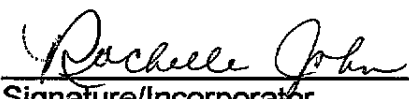
Ms. Rochelle John
1145 Clays Trail
Oldsmar, FL 34677



Signature/Incorporator

10/13/98

Date



Signature/Incorporator

10/14/98

Date



Signature/Incorporator

10/14/98

Date

ARTICLE IX OFFICERS AND DIRECTORS

The affairs of this Corporation shall be managed by a Board of Directors who shall be elected annually by majority vote of the members of this Corporation, at a duly called meeting, as provided in the Bylaws and by officers who shall be elected annually by majority vote of the Board of directors and who shall be members of this Corporation. The officers thus to be elected shall be a President, a Secretary, and a Treasurer and such other officers as may be provided for in the Bylaws of this Corporation. Multiple offices may be held by the same person. The duties of the respective officers and the manner of filling vacancies in the offices of this Corporation shall be provided in the Bylaws.

The number of directors and the manner of filling vacancies in the Board of directors shall be provided in the Bylaws of this Corporation. The number shall not less than three (3), but may be any member in excess thereof. A quorum for the transaction of business shall be a majority of the directors qualified and active, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Meetings of the directors may be held within or without the State of Florida.

Directors and officers of this Corporation may be removed, with or without cause, by the members at a meeting duly called in the manner set out in the Bylaws.

ARTICLE X DIRECTORS

The name of address of the members of the initial Board of directors, who, subject to these Articles, the Bylaws of this Corporation and the laws of the State of Florida, shall hold office for the first year of the existence of this Corporation or until an election is held by the members for the election of permanent directors or until their successors have been duly elected and qualified. Refer to Article IV for initial Board members.

ARTICLE XI REGISTERED OFFICE AND REGISTERED AGENT

The name of this Corporation's initial registered agent is Kathy Steffy and the street address of this Corporation's initial registered office is 17739 Nathans Dr., Tampa, FL 33647. This Corporation shall keep the Department of State of the State of Florida informed of the current city, town, or village and street address of said registered office together with the name of the registered agent.

ARTICLE XII BYLAWS

The Bylaws of this Corporation may be made, altered, or rescinded from time to time in whole or in part by a majority vote of the directors of this Corporation present at any meeting of the Board of directors duly called and convened; provided, however, that a quorum is present at the meeting of the Board of Directors and notice of the proposed action with respect to the Bylaws shall have been waived by a majority of the members of the Board of Directors or mailed by the Secretary of this Corporation to all of the members of the Board of Directors at least three (3) days before the meeting.

ARTICLE XIII INDEMNIFICATION OF DIRECTORS

No director of this Corporation shall be personally liable to the Corporation or its members for monetary damages for breach of fiduciary duty as a director; provided, however, that the foregoing clause shall not apply to any liability of a director:

- (1) For any breach of the directors duty of loyalty to the Corporation or its members;
- (2) For any act or omission not in good faith or that involves intentional misconduct or a knowing violation of the law;
- (3) Under Section 607, Florida Statutes, the Corporation law of the State of Florida;
or
- (4) For any transaction from which the director derived an improper personal benefit.

This Article does not limit or eliminate the liability of a director for any act or omission that occurred before the time this Article became effective. Any repeal, termination, modification or cancellation of this Article shall not terminate or adversely affect any right or protection of a director granted by the Article for any act of, or omission by, that director occurring before the date of the repeal, termination, modification, or cancellation.

ARTICLE XIV AMENDMENT OF ARTICLES OF INCORPPORATION

These Articles may be amended by resolution adopted by the majority vote of the members of this Corporation present at any meeting duly called and convened; provided, however, that notice of the proposed action with respect to the Articles of Incorporation shall have been waived by a majority of the members of this Corporation or ten (10) days' advance notice of the amendment or amendments, to be considered at such meeting, shall have been given in writing personally or by mail to each member of this Corporation prior to such meeting. All actions , including but not limited to, Amendment of Articles of Incorporation, required to be taken at any meeting may be taken by written consents as provided in Florida Statutes, as now amended, or as same, may be amended in the future.

IN WITNESS WHEREOF, I have executed this Articles of Incorporation for the uses and purposes therein expressed, this 11th day of October 1998.

Signature Kathy M. Steffy
 Signature Rochelle A. John
 Signature David Tomberlin

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, on this 11th day of October, 1998, personally appeared Kathy Steffy, Rochelle John, and David Tomberlin, to me personally known or, who produced Florida Drivers license as identification and by me known to be the persons described in and who signed the foregoing Articles of Incorporation, and with oath acknowledged to me that they executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.

personally known
 Type of identification

Regina J. Gillett
 Notary Public, State of Florida at
 Large

Regina J. Gillett
 Printed Name

Commission No. _____

REGINA J. GILLETT
 Commission Expires _____
 My Comm. Expires June 23, 1999
 NO. CC445661

REGINA J. GILLETT
 Notary Public, State of Florida
 My Comm. Expires June 23, 1999
 NO. CC445661

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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

Kathy Steffy Ministries Inc., desiring to organize or qualify under the laws of the State of Florida with its principle place of business at city of Tampa, County of Hillsborough, State of Florida, has named Kathy Steffy, located at 17739 Nathans Dr., Tampa, County of Hillsborough, State of Florida, as its agent to accept service of process within Florida.

Kathy M. Steffy
Signature
Rockwell J. Ph
Signature
Joseph J. Ph
Signature

Title Incorporators
Date 10/14/98

Having been named to accept service of process for the above-stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

Kathy M. Steffy
Kathy Steffy

Date 10/14/98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 19 AM 10:05