

## TRANSMITTAL LETTER

N99000001323

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

SUBJECT: WAYS OF LIFE, INC  
 (Proposed corporate name - must include suffix)

800002793488--6

-03/03/99--01072--001

\*\*\*\*175.00 \*\*\*\*\*87.50

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  
 & Certificate of Status

☐ \$78.75 Filing Fee  
 & Certified Copy  
☒ \$87.50 Filing Fee,  
 Certified Copy  
 & Certificate of  
 Status  
 ADDITIONAL COPY REQUIRED

FROM: MARIO VITELLI  
 Name (Printed or typed)

420 S.E. 17TH ST.  
 Address

OCALA, FL 34471  
 City, State & Zip

(352) 351-5343  
 Daytime Telephone number

RECEIVED

99 MAR -3 PM 1:28

DIVISION OF CORPORATION

SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

99 MAR -3 PM 1:55

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

3 T. SMITH MAR 03 1999

**ARTICLES OF INCORPORATION**  
**OF**  
**WAYS OF LIFE MISSIONS, INC.**

**ARTICLE I: NAME**

The name of the corporation shall be WAYS OF LIFE MISSIONS, INC.

**ARTICLE II: DURATION**

The duration of this corporation shall be perpetual.

**ARTICLE III INITIAL REGISTERED**  
**OFFICE AND AGENT**

The address of the initial registered office of this corporation is 420 S. E. 17th Street, Ocala, Florida 34471, and the name of its initial registered agent at said address is MARIO VITELLI.

**ARTICLE IV: PURPOSES**

This corporation is formed to operate as a charitable and non profit organization, including, but not limited to, the following purposes:

1. To promote sciences, education, scientific research, arts, and philosophy, health care and well-being of mankind through the world.
2. To provide Christian education, scientific research and medical care services in needy areas here and to the world.
3. To establish and maintain educational facilities, arts Christian facilities, research institutions, health care facilities, clinics and other health providing facilities, as approved by the board of directors.
4. To establish educational and scientific research facilities for Christian Bible teaching and training of missionaries, reverends and ministers.
5. To establish places of worship and teaching institutions, including research and ministerial missions for the promotion of the Christian Gospel locally and throughout the world.
6. To collect and distribute funds for the accomplishment of the purposes.

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7. To operate exclusively for such other charitable and religious purposes as will qualify this corporation as an exempt organization under Section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), including for such purposes the making of distributions to organizations that qualify as tax-exempt organizations under said Code.

#### ARTICLE V: CORPORATE POWERS

The corporate powers of this corporation are as follows:

1. To make distribution to organizations that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

2. To adopt and use a common corporate seal and alter the same; provided, however, that such seal shall always contain the words "Corporation Not for Profit."

3. To elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation.

4. WAYS OF LIFE MISSIONS, INC. shall conduct its affairs within the meaning of the Statutes and laws of the State of Florida and of the United States of America, as now existing or as hereafter amended or modified.

Inconsistencies and interpretation of Bylaws shall be changed, amended or repealed as necessary for the proper functioning of the corporation.

5. Membership of the corporation shall be composed of those people who become members and accept the rules and regulations which is belief and faith in a supreme being and in compliance to the principles of sound doctrine of the Christian principles as taught by the Lord and saviour Jesus Christ. The management of the corporation shall be vested of the Board of Directors of not less than three (3) nor more than fifteen (15).

6. To make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine. Issue its notes, bonds and other chattel obligations and secure its obligations either by mortgage or pledge of all or any of its property or income. To solicit and receive donations, endowments, to buy, own and sell real estate and personal property, issue promissory notes in the corporate name, to mortgage any property possessed by it and do any and all other things necessary to the proper management of the corporation.

7. To conduct its affairs, carry on its operations, have offices and corporate branches throughout the United States of America and other parts of the world, and exercising the powers granted pursuant to the laws of the State of Florida and the United States of America.

8. To purchase, take, receive, lease, take by gift, devise or bequest or otherwise acquire, own, hold, improve, are or deal in and with real or personal property, or any interest therein, wherever situated either locally or in any other parts of the world.

9. To acquire, enjoy, utilize and dispose of patents, copyrights and trademarks and any license and any other rights or instruments thereunder or hereunder appertaining.

10. To purchase, take, receive, subscribe, for or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of and otherwise use and deal in and with shares and other interests in or obligations of other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships or individuals, or direct or indirect obligations of the United States of America or of any other government, state, territory, governmental district, municipality or any instrumentality thereof.

11. To lend money for its corporate purposes, invest and re-invest its funds and take and hold real and personal property as security for the payment of funds so loaned or invested.

12. To make donations for the public welfare or for religious, charitable or other similar purposes.

13. To have and exercise any and all other powers necessary or convenient to effect any or all of the purposes for which the corporation is organized, including all of the rights, powers, privileges and immunities accorded by law to similar charitable non-profit organizations, with such additional rights, powers, privileges and immunities as may be necessary, proper, or incident to the conduct of business aforesaid, and as may be inherent in or allowed to like non-profit charitable corporations under the laws of the State of Florida as they now exists or may hereafter exist.

14. To have the right, power and authority to make rules and regulations, adopt by-laws, hold regular meetings and select such officers as they think necessary and as proper; to delegate any part of its authority or any portion thereof to committees, person or subordinate bodies; to increase the

number of members of the Board to any amount not to exceed or be less than the maximum and minimum prescribed by this charter; to fill vacancies in their number which may from time to time exist by virtue of the expiration of term of office, death, resignation, or increase in the number of directors, or otherwise; to fix the term of their own offices and to of their successors; and in general to have and to exercise all powers of management and direction for the affairs of this corporation

#### **ARTICLE VI: MEMBERSHIP QUALIFICATIONS**

No persons may become members or directors of this corporation other than the incorporating directors or their successors appointed or elected as provided in the Bylaws or such other persons as may be elected or appointed as provided in the Bylaws. The Chairman of the Board, President and Vice President must be members of the Board of Directors, but other officers may be elected or appointed who are not members of the Board of Directors.

#### **ARTICLE VII: BOARD OF DIRECTORS**

The number of directors constituting the initial Board of Directors of this corporation is three (3), and the names and addresses of the persons who are to serve as the initial directors are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
MARIO VITELLI	420 S.E. 17th Street Ocala, Fl. 34471 Phone/FAX:(352)368-1099
PAOLA HOGAN	4400 N.E. 145th Ave. Rd. Silver Springs, Fl.34488. Phone:(352)625-4942
CAROL BARTHOLOMEW	420 S.E. 17th Street Ocala, Fl. 34471 Phone/FAX:(352)368-1099

#### **ARTICLE VIII: AMENDMENTS**

The Bylaws and Articles of Incorporation can be amended in the manner provided by the laws of the State of Florida at the time of the amendment.

## **ARTICLE IX: EARNINGS AND ACTIVITIES**

1. No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers or other private persons, except that this corporation shall be authorized and empowered to paid reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof. 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 publishing or distributing of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles of Incorporation, this corporation shall be carried on by:

a) A corporation exempt from Federal Income Tax under Section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions 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 1954 (or the corresponding provision of any future United States Internal Revenue Law).

2. The Board of Directors may cause this corporation to solicit, collect, receive, accumulate, administer and disburse funds in such a manner as will, in the sole discretion of the Board of Directors, most effectively operate to further the purpose of this corporation.

## **ARTICLE X: DISSOLUTION**

Upon dissolution of WAYS OF LIFE MISSIONS, INC., and the winding up of its affairs, the assets of this corporation shall be distributed exclusively for charitable or religious purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1954, as amended, or any superseding section.

**ARTICLE XI: INCORPORATORS**

The names and addresses of the persons forming this corporation are:

**NAME**

**ADDRESS**

MARIO VITELLI 420 S.E. 17th Street  
Ocala, Florida 34471  
Phone: (352) 351-5343 FAX: (352) 368-1099

PAOLA HOGAN 4400 N.E. 145th Ave. Rd.  
Silver Springs, Florida 34488  
Phone: (352) 625-4942

CAROL BARTHOLOMEW 420 S.E. 17th Street  
Ocala, Florida 34471  
Phone: (352) 351-5343 FAX: (352) 368-1099

DATED this 2<sup>nd</sup> day of March, 1999

Mario Vitelli  
MARIO VITELLI

Paola Hogan  
PAOLA HOGAN

Carol Bartholomew  
CAROL BARTHOLOMEW

STATE OF FLORIDA

COUNTY OF MARION

BEFORE ME, the undersigned authority, personally appeared MARIO VITELLI, PAOLA HOGAN and CAROL BARTHOLOMEW to me well known to be persons described in and who subscribed the above Articles of Incorporation, and they did freely and voluntarily acknowledge before me according to law that they made and subscribed the same for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at Ocala, Marion County, Florida, this 2<sup>nd</sup> day of March, 1999.

James H. Mewborne  
Notary Public - State of Florida



James H. Mewborne  
MY COMMISSION # CC494760 EXPIRES  
September 11, 1999  
BONDED THRU TROY FAIR INSURANCE, INC.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OF 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:

That WAYS OF LIFE MISSIONS, INC., desiring to organize or  
qualify as a corporation not for profit under the laws of the  
State of Florida, with the principal place of business at  
Ocala, Florida, has named MARIO VITELLI, President and Chief  
Executive Officer, located at 420 S.E. 17th Street, Ocala,  
Florida 34471, Phone: (352) 351-5343 and FAX: (352) 368-1099  
as its agent to accept service of process within Florida.

By: Mario Vitelli  
(Corporate Officer)

Title: PRESIDENT AND CHIEF EXECUTIVE OFFICER

Date: MARCH 3, 1999

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.

By: Mario Vitelli  
Mario Vitelli  
(Resident Agent)

Date: MARCH 3, 1999

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA