

Division of Corporations

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Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

K-LIFE OF ORLANDO, INC.

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ARTICLES OF INCORPORATION
OF
K-LIFE OF ORLANDO, INC.,
A FLORIDA NONPROFIT CORPORATION

ARTICLE I

NAME OF CORPORATION

The name of this corporation shall be K-LIFE OF ORLANDO, INC.

ARTICLE II

MAILING AND PRINCIPAL OFFICE ADDRESSES

The mailing address of the corporation is c/o K-Life Ministries, Inc., Post Office Box 691, Conway, Arkansas 72033. The principal office of this corporation is 215 North Eola Drive, Orlando, Florida 32801.

ARTICLE III

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be 2529 Norfolk Road, Orlando, Florida 32803, and the name of the initial registered agent for the corporation is Michelle Sterchi.

ARTICLE IV

SPECIFIC AND GENERAL PURPOSES

Section 1. The general purposes for which this corporation is organized are exclusively religious, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law.

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Section 2. The specific purposes of the corporation are as follows:

(a) To provide a nondenominational ministry of discipleship and fellowship for youth and their families through Kamp, Kids, Staff and Family seeking to develop in them a deep and abiding relationship with the Lord Jesus Christ.

(b) To provide, receive and maintain a fund or funds of real or personal property, or both, and subject to the restrictions hereinafter set forth to use and apply the whole, or any part, of the income therefrom and the principal thereof exclusively for religious and educational purposes.

(c) To have and exercise all powers, privileges and rights conferred on corporations by the laws of the State of Florida and all powers and rights incidental to carrying out the purposes for which this corporation is formed, except such as are inconsistent with the express provisions of the Act under which this corporation is incorporated.

(d) The foregoing shall be construed both as objects and powers, and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this corporation by the laws of the State of Florida, all of which are hereby expressly claimed.

Section 3. Notwithstanding any other provision of these articles, this corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law.

ARTICLE V

POWERS

This corporation shall be authorized to exercise the powers permitted nonprofit corporations under Chapter 617 of Florida Statutes; provided, however, that this corporation, in exercising any

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one or more of such powers, shall do so in furtherance of the exempt purposes for which it has been organized within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law.

ARTICLE VI

MEMBERSHIP

The corporation shall not have any members, classes of membership or membership fees.

ARTICLE VII

TERM

The period of existence of this corporation shall be perpetual.

ARTICLE VIII

NAME AND ADDRESS OF INCORPORATOR

The name and address of the incorporator of this corporation are as follows:

Timothy J. Manor
215 North Eola Drive
Orlando, Florida 32801

ARTICLE IX

BOARD OF DIRECTORS

Section 1. The business of the corporation shall be conducted by the Board of Directors. The number of directors constituting the Board of Directors shall be as established by the Board of Directors from time to time in accordance with the provisions of the corporation's Bylaws; provided, however, that the number of directors of the corporation shall never be less than three (3). The term of office shall be one (1) year.

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Section 2. The names and addresses of the twenty-seven (27) initial members of the Board of Directors who shall serve until the first meeting of the Board of Directors or until their successors are elected and qualified are as follows:

Kent W. Sterchi
2529 Norfolk Road
Orlando, Florida 32803

Michelle Sterchi
2529 Norfolk Road
Orlando, Florida 32803

Robert A. Bourne
275 East Webster Avenue
Winter Park, Florida 32789

Jéannette Bourne
275 East Webster Avenue
Winter Park, Florida 32789

Larry Goff
707 Gaston Foster Road
Orlando, Florida 32807

Terri Goff
707 Gaston Foster Road
Orlando, Florida 32807

Roger Hirschy
2110 Elizabeth Avenue
Orlando, Florida 32804

Bobbi Hirschy
2110 Elizabeth Avenue
Orlando, Florida 32804

Paul Schumacher
81 Oakleigh Drive
Maitland, Florida 32751

Lani Schumacher
81 Oakleigh Drive
Maitland, Florida 32751

Jerry Fallin
1216 Buckwood
Orlando, Florida 32806

Marilyn Fallin
1216 Buckwood
Orlando, Florida 32806

Steve Hammond
11330 Winston Willow Court
Windermere, Florida 34786

Jeanine Hammond
11330 Winston Willow Court
Windermere, Florida 34786

Kelley Mossburg
807 Gulf View Terracc
Winter Park, Florida 32789

Debbie Mossburg
807 Gulf View Terrace
Winter Park, Florida 32789

Andy Burchak
1125 Reading Drive
Orlando, Florida 32804

Cary Burchak
1125 Reading Drive
Orlando, Florida 32804

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David Runnels
1243 Norwood Place
Orlando, Florida 32804

Winnie Runnels
1243 Norwood Place
Orlando, Florida 32804

J.B. Collingsworth
61112 Donegal Drive
Orlando, Florida 32819

Shugie Collingsworth
61112 Donegal Drive
Orlando, Florida 32819

Wally Armstrong
135 Lamorak Lane
Maitland, Florida 32751

Debbie Armstrong
135 Lamorak Lane
Maitland, Florida 32751

Gary Wyatt
360 N. Lake Sybelia
Maitland, Florida 32751

Carolyn Wyatt
360 N. Lake Sybelia
Maitland, Florida 32751

Judy Helman
1927 Eland Avenue
Winter Park, Florida 32789

Section 3. The initial Board of Directors shall have the direction of the affairs of this corporation and shall meet within five (5) days after the issuance of the Certificate of Incorporation by the Secretary of State for the purposes of electing officers, adopting Bylaws and taking such other action as may be necessary to perfect the organization of the corporation. Thereafter, officers shall be elected as provided in the Bylaws. The Directors shall be permitted to hold office for more than one term by re-election.

ARTICLE X

DEDICATION OF ASSETS AND DISSOLUTION

Section 1. No part of the net earnings of the corporation shall inure to the benefit of any member, director, or officer of the corporation, or to any other interested individual; provided, however, that reasonable compensation may be paid for services rendered to, or for, the corporation, effecting one or more of its purposes. No substantial part of the activities of the corporation shall

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be the carrying on of propaganda or otherwise attempting to influence legislation and the corporation shall not participate or intervene (including the publishing or distribution of statements) in any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision 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 1986, as amended, or the corresponding provision of any future United States Internal Revenue law.

Section 2. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the corporation, dispose of all assets of the corporation exclusively to such organization or organizations organized and operated exclusively for religious purposes which shall at the time qualify as exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future United States Internal Revenue law, or to or among, the United States, the State of Florida or any local governments for exclusive public purposes.

ARTICLE XI

BYLAWS

Subject to any limitations at any time contained in the Bylaws of this corporation and in Chapter 617, Florida Statutes, Bylaws of this corporation may be adopted, altered, amended or rescinded, and new Bylaws adopted, either by resolution of the Board of Directors or in the manner at any time provided in the Bylaws.

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ARTICLE XIISHARES OF STOCK, DIVIDENDS AND DISTRIBUTIONS

The corporation shall not have or issue shares of stock and no dividends shall be paid, and no part of the income of the corporation shall be distributed to its officers or directors.

ARTICLE XIIIAMENDMENT OF ARTICLES


These Articles of Incorporation may be amended or amended and restated pursuant to a resolution adopted by a majority of the members of the Board of Directors.

IN WITNESS WHEREOF, the undersigned incorporator has hereto set his hand and seal this 6th day of April, 1999, for the purpose of forming this corporation not for profit under the laws of the State of Florida.


Timothy J. Manor

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of K-LIFE OF ORLANDO, INC.


Michelle Sterchi

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