

TRANSMITTAL LETTER

N99000003824

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

100002910211--7
-06/21/99-01065-013
****131.25 *****87.50

SUBJECT: By Faith Restoration Ministry
(Proposed corporate name - must include suffix)

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

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Michael S. Kimbrough (Pastor)
Name (Printed or typed)

1560 Long St
Address

Clearwater, Florida 33755
City, State & Zip

1- 727 -446-0277
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JUN 21 AM 11:32

FILED

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

gxc 6/22

ARTICLES OF INCORPORATION
OF
BY FAITH RESTORATION MINISTRIES, INC.
A Non-Profit Corporation

FILED
99 JUN 21 AM 11:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To further common purposes, the undersigned persons agree to organize under these Articles of Incorporation.

ARTICLE I

NAME

The name of this corporation shall be **BY FAITH RESTORATION MINISTRIES, INC., a Non-Profit Corporation**; Located at 310 W. Bay Dr., Largo, FL 33746 as its principal office and place of business (ministry). **Mailing address:** P.O.Box 481, Largo, FL 33746.

ARTICLE II

ENABLING LAW

This corporation is organized pursuant to the Corporations Not For Profit Law of the State of Florida, set forth in Part One of Chapter 617 of the Florida Statutes.

ARTICLE III

PURPOSES

This Corporation is organized as a church and shall be operated exclusively for charitable and educational purposes by teaching, preaching, publishing, proclaiming, distributing, disseminating and declaring by oral, written, or other means the Christian Gospel, the study of the Sacred Scriptures (Bible), and the worship of the Lord Jesus Christ.

This corporation is organized and operated exclusively for non-profit purposes, and no part of any net earnings shall inure to the benefit of any member, director, or officer.

This corporation shall have and exercise all rights and powers conferred upon corporations under the laws of the State of Florida, provided however that this corporation is not empowered to engage in any activity that in itself is not in furtherance of its purposes.

ARTICLE IV

TERM

This corporation shall have a perpetual existence.

ARTICLE V

MEMBERSHIP

The membership and directors (officers) of the corporation shall consist of all natural persons elected to membership in such manner as the By-Laws may provide.

ARTICLE VI

MANAGEMENT OF CORPORATE AFFAIRS

(a) **BOARD OF DIRECTORS (TRUSTEES)**. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of not less than three Directors (Trustees). The number of Directors and election of Directors herein provided for may be changed by a By-Law duly adopted by the members entitled to vote. Directors shall be elected or appointed in the manner and for the terms provided in the By-Laws.

The names and addresses of the persons constituting the first Board of Directors (Trustees) who are to act in that capacity until the selection of their successors are:

| | |
|---|--|
| Michael Kimbrough, <i>President</i> 1560 Long Street Clearwater, FL 33755 | Cherelle Edwards, <i>Secretary</i> 1422 Spring Lane Clearwater, FL 33755 |
|---|--|

| | |
|--|---|
| James E. Mack Sr., <i>Vice-President</i> 2043 24th Street S.W. Largo, FL 33774 | Floretha Mack, <i>Director</i> 2043 24th Street S.W. Clearwater, FL 33774 |
|--|---|

Deborah Kimbrough, *Treasurer*
1560 Long Street
Clearwater, FL 33755

(b) **OFFICERS** The officers of this corporation shall be a President, Vice-President, Treasurer, Secretary and Director. Other officers and offices may be established or appointed by members of this corporation at any regular annual meeting. The qualifications, the time and manner of electing or appointing, the duties of, the terms of office, and the manner of removing officers shall be as set forth in the By-Laws.

The officers who are to serve until the first election of officers under the Articles of Incorporation are:

| | | | |
|-------------------|-----------------------|------------------|------------------|
| Michael Kimbrough | <i>President</i> | Cherelle Edwards | <i>Secretary</i> |
| James E. Mack Sr. | <i>Vice-President</i> | Floretha Mack | <i>Director</i> |
| Deborah Kimbrough | <i>Treasurer</i> | | |

ARTICLE VII

INITIAL REGISTERED AGENT AND ADDRESS

(a) The address of this corporation's initial Registered Office in the State of Florida is 310 W. Bay Drive, Largo, FL 33755.

(B) The name of the corporation's initial Registered Agent at the above address is Michael Kimbrough.

ARTICLE VIII

SUBSCRIBERS

The names and residences of the subscribers to these Articles of Incorporation are as follows:

Michael & Deborah Kimbrough
1560 Long Street
Clearwater, FL 33755

James E. & Floretha Mack Sr.
2043 24th Street S.W.
Largo, FL 33774

ARTICLE IX

BY-LAWS

By-Laws will be hereinafter adopted at the first meeting of the Board of Directors. Such By-Laws may be amended or repealed, in whole or in part, by the members in the manner provided therein. Any amendments to the By-Laws shall be binding on all members of this corporation.

ARTICLE X

AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two-thirds of a quorum of members of the corporation.

ARTICLE XI

DISSOLUTION

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 non-profit fund, foundation, or corporation which is organized and operated exclusively for religious 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.

The undersigned, constituting the subscribers of this corporation for the purpose of forming this corporation not for profit under the laws of the State of Florida, have executed these Articles of Incorporation this 1st day of June, 1999.

 (SEAL)
MICHAEL KIMBROUGH

 (SEAL)
JAMES E. MACK SR.

 (SEAL)
DEBORAH KIMBROUGH

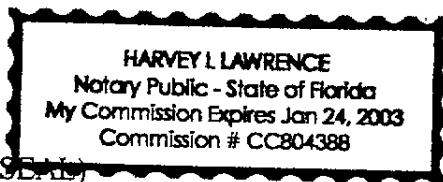
Floretta Mack (SEAL)
FLORETHA MACK

Cherelle Edwards (SEAL)
CHERELLE EDWARDS

STATE OF FLORIDA :

COUNTY OF PINELLAS :

BEFORE ME, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared MICHAEL KIMBROUGH, who produced the following identification: State of Florida Drivers License, who is described as a subscriber in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to these Articles of Incorporation.



(NOTARY SEAL)

Harvey L. Lawrence
Notary Public

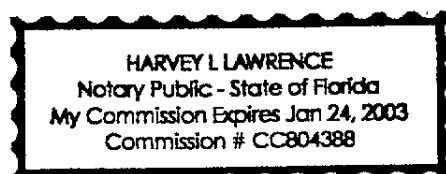
State of Florida at Large
Commission Number _____

My Commission Expires 1-24-2003

STATE OF FLORIDA :

COUNTY OF PINELLAS :

BEFORE ME, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared JAMES E. MACK SR., who produced the following identification: State of Florida Drivers License, who is described as a subscriber in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to these Articles of Incorporation.



(NOTARY SEAL)

Harvey L. Lawrence
Notary Public

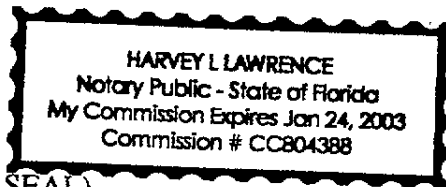
State of Florida at Large
Commission Number _____

My Commission Expires _____

STATE OF FLORIDA :

COUNTY OF PINELLAS :

BEFORE ME, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared DEBORAH KIMBROUGH, who produced the following identification: State of Florida Drivers License, who is described as a subscriber in and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed and subscribed to these Articles of Incorporation.



(NOTARY SEAL)

Harvey L. Lawrence
Notary Public

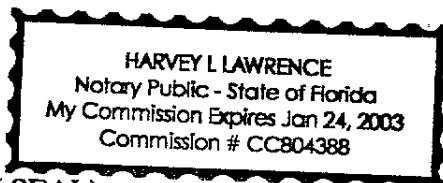
State of Florida at Large
Commission Number _____

My Commission Expires _____

STATE OF FLORIDA :

COUNTY OF PINELLAS :

BEFORE ME, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared FLORETHA MACK, who produced the following identification: State of Florida Drivers License, who is described as a subscriber in and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed and subscribed to these Articles of Incorporation.



(NOTARY SEAL)

Harvey L. Lawrence
Notary Public

State of Florida at Large
Commission Number _____

My Commission Expires _____

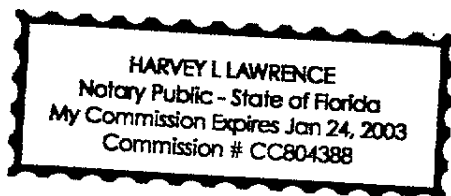
STATE OF FLORIDA :

COUNTY OF PINELLAS :

BEFORE ME, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared CHERELLE EDWARDS, who produced the following identification: State of Florida Drivers License, who is described as a subscriber in and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed and subscribed to these Articles of Incorporation.

Harvey L. Lawrence
Notary Public

(NOTARY SEAL)



State of Florida at Large
Commission Number _____

My Commission Expires _____

CERTIFICATION AND ACKNOWLEDGEMENT OF REGISTERED AGENT

I HEREBY STATE that I am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.

Having been named to accept service of process for BY FAITH RESTORATION MINISTRIES, INC., I hereby accept to act in this capacity and agree to comply with the provisions of Florida law in keeping open said office.

Michael S. Kimbrough
MICHAEL KIMBROUGH

FILED
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SECRETARY OF FLORIDA
TALLAHASSEE