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PLEASE REPLY TO:

DUNNELLON OFFICE
20553 W. PENNSYLVANIA AVE.
DUNNELLON, FLORIDA 34431
(352) 489-2777
FAX (352) 489-5058

June 29, 1999

VIA FEDERAL EXPRESS

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-06/30/99--01073--003
*****122.50 *****78.75

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Cafe on the Rock Ministries, Inc.

Gentlemen:

Enclosed you will find the original and one copy of the Articles of Incorporation for Cafe on the Rock Ministries, Inc. together with our check in the amount of \$122.50.

If these documents meet with your approval, kindly file same and return a certified copy of the Articles of Incorporation to the undersigned at your earliest convenience.

Thank you in advance for your assistance in this matter.

Very truly yours,

Lewis E. Dinkins
Lewis E. Dinkins

LED/sl
Enc.

99 JUL 13 PM 2:57
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

789, 2295, 2550
W/99-15640

D. BROWN JUL 13 1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 7, 1999

LEWIS E. DINKINS, ESQ.
201 NORTHEAST EIGHTH AVENUE
OCALA, FL 34470

SUBJECT: CAFE ON THE ROCK MINISTRIES, INC.
Ref. Number: W99000015640

We have received your document for CAFE ON THE ROCK MINISTRIES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6972.

Doris Brown
Document Specialist

Letter Number: 299A00035259

ARTICLES OF INCORPORATION
OF
CAFE ON THE ROCK MINISTRIES, INC.
Florida Nonprofit Corporation

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99 JUL 13 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
CORPORATE NAME

The name of this corporation is CAFE ON THE ROCK MINISTRIES, INC., with a principal office at 1 East Silver Springs Boulevard, Ocala, Marion County, Florida 34475.

ARTICLE II
CORPORATE NATURE

This is a nonprofit corporation, organized solely for religious purposes pursuant to the Florida Corporations Not for Profit law set forth in Section 617 of the Florida Statutes.

ARTICLE III
DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV
GENERAL AND SPECIFIC PURPOSES

The specific and primary purposes for which this corporation is formed are:

(a) For the advancement of religion and any other related or corresponding charitable purposes by the accumulation, distribution and collection of funds for such purposes.

(b) To provide a non-profit Christian establishment and material, music or other communication that provides quality products and encourages fellowship, ministering to others, spiritual growth and sharing of the Gospel of Jesus Christ to the unsaved and any and/or all other lawful activities permitted by law.

(c) To operate exclusively in any other manner for such religious and charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, (or the corresponding provision of any other applicable Internal Revenue Law) as amended, or under any corresponding provisions of any subsequent federal tax laws, covering distributions to organizations qualified as tax exempt

LEWIS E. DINKINS, P.A.
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organizations under the Internal Revenue Code, including private foundations and private operating foundations.

ARTICLE V
MANAGEMENT OF CORPORATE AFFAIRS

(a) BOARD OF TRUSTEES. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Trustees. The number of Trustees of the corporation shall be three (3) provided, however, that such number may be changed by a bylaw duly adopted by the members.

The Trustees named herein as the first board of Trustees shall hold office until the first meeting of members at which time an election of Trustees shall be held.

Trustees elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Trustees and until the qualification of the successor in office. Annual meetings shall be set pursuant to the bylaws of the corporation.

Any action required or permitted to be taken by the Board of Trustees 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 Trustees. 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 Trustees without a meeting, and that the Articles of Incorporation and the Bylaws of this corporation authorize the Trustees to so act. Such a statement shall be prima facie evidence of such authority.

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

<u>Name</u>	<u>Address</u>
LARRY W. MYFORD	5200 S.E. 24th Street Ocala, Florida 34471
DENISE M. MYFORD	5200 S.E. 24th Street Ocala, Florida 34471
LISA HICKMAN	5499 S.E. 44th Avenue Ocala, Florida 34480

(b) CORPORATE OFFICERS. The Board of Trustees shall elect the following officers: President, Secretary and Treasurer, and such other officers as the bylaws of this corporation may authorize the Trustees to elect from time to time. Initially,

such officers shall be elected at the first annual meeting of the Board of Trustees. Until such election is held, the following persons shall serve as corporate officers:

<u>Name</u>	<u>Address</u>
President: LARRY W. MYFORD	5200 S.E. 24th Street Ocala, Florida 34471
Secretary/Treasurer: DENISE M. MYFORD	5200 S.E. 24th Street Ocala, Florida 34471

ARTICLE VI EARNINGS AND ACTIVITIES OF CORPORATION

(a) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof.

(b) No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

(c) 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 1954 (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 1954 (or the corresponding provision of any future United States Internal Revenue Law).

(d) Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in the furtherance of the purposes of this corporation.

ARTICLE VII DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all of

the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or 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), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII MEMBERSHIP

(a) The corporation shall have one class of members and no more than one membership may be held by any one person. The rights and privileges of all members shall be equal. Each member shall be entitled to one vote.

(b) Any person paying the dues provided for by the bylaws and agreeing to be bound by the Articles of Incorporation and the Bylaws of the corporation and by such rules and regulations as the Trustees may from time to time adopt, is eligible for membership.

(c) A prospective member shall be eligible for membership upon presentation of an approved application by membership committee for approval and acceptance by the Board of Trustees.

ARTICLE IX SUBSCRIBERS

The names and residence address of the Subscriber of this corporation are as follows:

<u>Name</u>	<u>Address</u>
LARRY W. MYFORD	5200 S.E. 24th Street Ocala, Florida 34471

ARTICLE X AMENDMENT OF BYLAWS

Subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporations Not For Profit law of the State of Florida, concerning corporate action that must be

authorized or approved by the members of the corporation, Bylaws of this corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by a resolution of the Board of Trustees, or by following the procedure set forth therefor in the Bylaws.

ARTICLE XI
DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to religious purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

ARTICLE XII
REGISTERED AGENT AND OFFICE

The address of the corporation's registered office shall be 5200 S.E. 24th Street, Ocala, Marion County, Florida 34471 and the name of its registered agent at said address shall be LARRY W. MYFORD.

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of Chapter 48.091, Florida Statutes, relative to keeping said office for service of process.


LARRY W. MYFORD, Registered Agent

ARTICLE XIII
AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Trustees and presented to a quorum of members for their vote.

The undersigned, being the subscriber and incorporator of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, had executed

FILED
99 JUL 13 PM 2:58
CLERK OF STATE
TALLAHASSEE, FLORIDA

these Articles of Incorporation this 29th day of JUNE, 1999.

LARRY W. MYFORD
LARRY W. MYFORD
Incorporator

LARRY W. MYFORD
LARRY W. MYFORD
Registered Agent

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 29th day of JUNE, 1999 by LARRY W. MYFORD who is personally known to me or has produced FDL m163-539-52-410-0 as identification.

Sharon Ann Leight
Signature of Notary Public

SHARON ANN LEIGHT
Printed Name of Notary Public

State of Florida at Large
My commission expires:



SHARON ANN LEIGHT
MY COMMISSION # CC480449 EXPIRES
September 21, 1999
BONDED THRU TROY FAIR INSURANCE, INC.