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W6-351

FILED
2011 JAN 13 PM 4:41
CLERK OF STATE
TALLAHASSEE, FLORIDA

T. Burch JAN 14 2011

COVER LETTER

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

SUBJECT: Manna From Heaven Ministries

(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 of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Michael R. Armstrong
Name (Printed or typed)

722 Lake Doe Blvd.
Address

Apopka, Florida 32703
City, State & Zip

407-616-3593
722 Lake Doe Blvd. Telephone number

Armstrong1mr@hotmail.com
E-mail address: (to be used for future annual report notification)

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED
11 JAN 13 AM 10:37

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 5, 2011

MICHAEL R. ARMSTRONG
722 LAKE DOE BLVD
APOPKA, FL 32703

SUBJECT: MANNA FROM HEAVEN MINISTRIES
Ref. Number: W11000000351

We have received your document for MANNA FROM HEAVEN MINISTRIES and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name must contain a word that will clearly indicate that it is a corporation. This word may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the corrected 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) 245-6928.

Tim Burch
Regulatory Specialist II
New Filing Section

Letter Number: 011A00000261

ARTICLES OF INCORPORATION
OF
MANNA FROM HEAVEN MINISTRIES INC.

The undersigned subscribers to these Articles of Incorporation, natural Persons competent to contract, hereby form a corporation under the laws of the State of Florida.

FILED
2011 JAN 13 PM 4:41
CLERK OF DISTRICT COURT
DADE COUNTY FLORIDA

ARTICLE I – NAME

The name of the corporation shall be MANNA FROM HEAVEN MINISTRIES INC.

ARTICLE II - PURPOSE

The purpose for which this Corporation is to provide spiritual, social, educational and economic opportunities to members of the community, and to provide and develop spiritual leadership development and understanding among youth and adults, through the study of the testimony, teachings and prophesy of Jesus Christ, and Christian theology.

A. The specific and primary purposes are:

(1) The purposes of which the corporation is organized are exclusively benevolent, charitable, scientific, literary, and educational within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1954 or corresponding provisions of any future United Internal Revenue Law.

(2) Notwithstanding any other provisions of these Articles, this organization shall not carry on any other 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 1954 or the corresponding provisions of any future United States Revenue law.

(3) The corporation is irrevocably dedicated to and operated exclusively for nonprofit purposes, and no part of the income or assets of the Corporation shall be distributed to, nor to inure to the benefit of any individual.

B. In furtherance, but not limitation of the foregoing benevolent, charitable, scientific, literary, and educational purposes, the Corporation shall have the following powers:

(1) To collect and disseminate statistics and other information, to conduct investigations, to engage in various fund-raising activities to conduct promotion activities, including advertising and publicity, in or by any suitable manner or media.

(2) To buy, own, sell, assign, mortgage or lease any interest in real estate and personal property and to construct, maintain and operate improvements thereon necessary or incident to the accomplishment of the purposes set forth herein.

(3) To borrow money and issue evidence of indebtedness in furtherance of any or all of the objectives of its business, and to secure the same by mortgage, pledge or other lien on the corporation's property.

(4) To consider and deal by all lawful means with common problems involved in the promotion of economic growth and development among members, through the provision of financial services and support, pooling of financial resources, participation in community enrichment projects, and to secure and advance cooperative action in advancing common purposes of the members of the association.

ARTICLE III - MEMBERSHIP

A. **ACTIVE MEMBERSHIP.** Any natural person is eligible to become an active member of MANNA FROM HEAVEN MINISTRIES INC with full participation and other privileges, provided he/she is qualified under such rules as the Officers of the Corporation may provide. The initial members of the Corporation shall be those individuals who are members of the church at the time of the execution of these Articles.

B. **ASSOCIATE MEMBERSHIP.** Anyone interested in the activities of the Corporation may be awarded an associate membership under such terms and with such privileges as the Officers of the Corporation may determine.

C. **VOTING.** On those issues which may from time to time be brought up for a vote, by the direction of the Board of Directors, each active member shall be entitled to one vote. Proxy voting is permitted.

ARTICLE IV - EXISTENCE

The existence of this Corporation shall be perpetual.

ARTICLE V - MEETINGS

A. **ANNUAL MEETING.** There shall be an annual meeting monthly during the year unless otherwise ordered by the Board of Directors, for voting and transacting other business. Meetings shall be open to all members, of The Board of Directors. Notice of these meetings, issued by the Secretary, shall be made to the last recorded address of each member of the Board of Directors, at least ten (10) days before the time appointed for the meeting.

B. **QUORUM.** A majority of the members of The Board of Directors who are present at any one meeting shall represent a quorum.

ARTICLE VI - ADDRESS

The street address of the initial office of the corporation shall be 722 Lake Doe Blvd Apopka Florida Orange County. The Executive Committee may from time to time designate such other address and place for the principal office of this Corporation as it may see fit.

ARTICLE VII - DIRECTORS

This Corporation shall have three (3) Directors initially, who shall comprise the Executive Committee. The number of Directors may be increased or diminished from time to time by the bylaws, but shall never be less than three.

ARTICLE VIII - INITIAL DIRECTORS

The name and street address of the first Board of Directors who shall hold office until their successors are appointed by vote of the Board of Directors, are as follows:

PRESIDENT: Michael R. Armstrong
722 Lake Doe Blvd
Apopka Florida 32703

**VICE
PRESIDENT:** Valerie B. Armstrong
722 Lake Doe Blvd
Apopka Florida 32703

SECRETARY: Nadine Cox
TREASURE 12912 Montana Woods Lane
Orange, Florida 32824

ARTICLE IX - AMENDMENTS TO ARTICLES

These articles may be amended or repealed, in whole or in part, by a majority vote of the Board of Directors.

ARTICLE X - BYLAWS

Bylaws will be hereafter adopted. Such bylaws may be amended or repealed, in whole or in part, in the manner provided therein, and the amendments to the bylaws shall be binding on all members, including those who may have voted against them.

ARTICLE XI- DISTRIBUTION OF ASSETS

In the event of dissolution, 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 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or local government for exclusive public purpose.

ARTICLE XII- ANTI DISCRIMINATION

The corporation does not, nor will not tolerate discrimination, based upon race, sex, creed, national origin, physical handicap, or gender, in the administration, organization, production and implementation of any of the corporations services, functions or activities.

ARTICLE XIII- INDEMNIFICATION

Any person (and the heirs, executors, and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director, Officer, or Incorporator of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney fees and disbursements, incurred by him (or by his heirs, executors, or administrators) in conjunction with the defense or settlement of such action, suit proceeding, or in conjunction with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit, or proceeding that such Director, Officer, or Incorporator is liable for negligence or misconduct in the performance of his duties. Such right of indemnification

shall not be deemed exclusive of any other rights to which such Director, Officer, or Incorporator or such heirs, executors or administrators may be entitled apart from this Article.

ARTICLE XIII- REGISTERED OFFICE AGENT AND REGISTERED AGENT

ADDRESS

The initial street address in Florida of the initial registered office of the Corporation is 722 Lake Doe Blvd Apopka, Florida and the name of the initial registered agent is Michael R. Armstrong. The registered agent's address is 722 Lake Doe Blvd Apopka Florida 32703.


IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed of the Articles of Incorporation at 722 Lake Doe Blvd Apopka Florida on this 10 day of January 2011.


Michael R. Armstrong

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority personally appeared, Michael R. Armstrong, who is to me well known, to be the person described in and who provided as identification _____, who subscribed the above Articles of Incorporation, and he/she did freely and voluntarily acknowledge before me according to law that he/she made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at 2:30 pm in said County and State, this 10 day of January, 2011.


NOTARY PUBLIC
MY COMMISSION EXPIRES: 2/9/2011



STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority personally appeared, Michael Armstrong who is to me well known to be the person described in and who provided as identification _____, who subscribed the above Articles of Incorporation, and he/she did freely and voluntarily acknowledge before me according to law that he/she made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at 2:30pm in said County and State, this 10 day of January, 2011.

Jeri L Crawford
NOTARY PUBLIC

MY COMMISSION EXPIRES: 2/9/2011



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **MANNA FROM HEAVEN MINISTRIES INC.**
2. The name and address of the registered agent and office is: 722 Lake Doe Blvd, Apopka Florida 32703.

Michael R. Armstrong

Signature: _____


(Corporate Officer)

Title: **PRESIDENT**

Date: **January 10**, 2011

**HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE**

DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: 
Michael R. Armstrong

Date: January 10, 2011

FILED
2011 JAN 13 PM 4:41
CLERK OF STATE
TALLAHASSEE, FLORIDA