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## COVER LETTER

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

**SUBJECT:** Danita's Children Medical Center, Inc.  
(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:** Jared O. Hodge, J.D., CPA, for ChurchShield, LLC  
Name (Printed or typed)

15215 Endeavor Drive  
Address

Noblesville, IN 46060  
City, State & Zip

(317) 570-9573  
Daytime Telephone number

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

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

**ARTICLES OF INCORPORATION**  
**OF**  
**DANITA'S CHILDREN MEDICAL CENTER, INC.**

*A Foreign Mission Society  
of Victory Christian Center, Oklahoma City, Inc.*

*A Nonprofit Religious Corporation*

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**ARTICLES OF INCORPORATION**  
**OF**  
**DANITA'S CHILDREN MEDICAL CENTER, INC.**

I, the undersigned natural person of the age of eighteen (18) years or more:

**NAME**

Danita Estrella Watts

**ADDRESS**

600 Rinehart Road  
Lake Mary, Florida 32746

acting as the incorporator of a corporation under the Florida Not For Profit Corporation Act do hereby adopt the following Articles of Incorporation, and upon the following terms and conditions, to wit:

**ARTICLE I**

- A. The name of this corporation shall be Danita's Children Medical Center, Inc.
- B. The principal place of business and mailing address of the corporation is:

600 Rinehart Road  
Lake Mary, Florida 32746

**ARTICLE II**

The specific purpose for which this corporation is formed is to further the Gospel of the Lord Jesus Christ and to perform foreign missions work throughout the world; and to otherwise function as a Foreign Mission Society as defined by IRS Regs. Sec. 1.6033-2(g)(iv) with more than one-half of the activities of the society conducted in, or directed at persons in foreign countries.

**ARTICLE III**

- A. The corporation elects to have no members. Any action which would otherwise require a vote of members shall require only a vote of the Board of Directors, and no meeting or vote of

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members shall be required for this Corporation, any provision of the Articles of Incorporation of this Corporation or the Bylaws of the corporation to the contrary notwithstanding. The Board of Directors shall be appointed initially by the incorporator(s), and thereafter by a simple majority vote of the then current Board of Directors.

- B. The corporation, a Foreign Mission Society, elects an ecclesiastical form of government, whereby the Board of Directors shall be the highest ecclesiastical tribunal of the Foreign Mission Society, and shall be the final arbiter of all questions of doctrine, discipline, property, policy, and polity of every kind and nature whatsoever, and the Board of Directors in its deliberations as the ecclesiastical government of the Foreign Mission Society shall use as its sole and final authority and standard the Holy Scriptures, Old and New Testaments.

#### ARTICLE IV

The corporation shall not have capital stock.

#### ARTICLE V

The name and address of the current registered agent and the registered office of the corporation is:

Registered Agent: Roxanne Sawyer

Registered Office: 600 Rinehart Road

Lake Mary, Florida 32746 [Seminole County]

Offices may also be maintained at such other place or places, either within or without the State of Florida, as may be designated from time to time by the Board of Directors.

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#### ARTICLE VI

The initial Board of Directors shall be five (5) in number, their names and addresses being as follows:

<u>NAME</u>	<u>ADDRESS</u>
Danita Estrella Watts	600 Rinehart Road, Lake Mary, FL 32746
Mark Crow	4300 N. MacArthur Blvd., Oklahoma City, OK 73122
James Hashem	126 Coram Lane, Orange, CT 06477
Paul Shorosh	6100 MacArthur Place Ct., Mobile, AL 36691
Scott Thomas	547 Crescent Hills Drive, Lakeland, FL 33813

#### ARTICLE VII

The period of duration of this corporation is perpetual.

#### ARTICLE VIII

The extent of personal liability, if any, for directors, officers, or members for corporate obligations and the methods of enforcement and collection, are as follows: NONE. Further, the directors and officers shall be exempt from liability and/or indemnified from costs and judgments to the full extent permitted by Florida law. In the event Florida law is subsequently amended to authorize the further elimination or limitation of the liability of directors or officers of nonprofit corporations, then the liability of directors and officers of the corporation in addition to the limitation on personal liability provided under this Article, shall be limited to the fullest extent permitted by such later amended Florida law.

#### ARTICLE IX

A. This corporation is a nonprofit corporation and is not organized for the private gain of any individual. It is organized under the Florida Not For Profit Corporation Act exclusively for

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religious purposes. The corporation is a Foreign Mission Society, a religious auxiliary organization affiliated with a church.

- (1) The corporation shares common religious doctrines, principles, disciplines, and practices with Victory Christian Center, Oklahoma City, Inc., 4300 N. MacArthur Blvd., Oklahoma City, Oklahoma 73122.
- (2) There is an institutional relationship between Danita's Children Medical Center, Inc. and Victory Christian Center, Oklahoma City, Inc. because this corporation is a missions outreach of Victory Christian Center, Oklahoma City, Inc.
- (3) Victory Christian Center, Oklahoma City, Inc. has the authority to approve or deny the appointment of the legal Secretary of Danita's Children Medical Center, Inc., but is not required to exercise such authority.
- (4) Upon dissolution, and after the payment of outstanding liabilities, Danita's Children Medical Center, Inc. shall distribute all remaining assets to Victory Christian Center, Oklahoma City, Inc. as described below.

B. This corporation is organized and operated exclusively for religious purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, (the "Code").

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

D. The property of the Corporation is irrevocably dedicated to nonprofit religious purposes. No part of the net earnings of the Corporation shall inure to the benefit of its directors, officers, or

to any other individual, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments in the furtherance of the nonprofit religious purposes of the Corporation.

E. Upon the winding up and dissolution of the Corporation, the Board of Directors shall, after paying or adequately providing for all the debts, obligations, and liabilities of the Corporation, distribute the remaining assets of the Corporation exclusively for the nonprofit religious purposes of the Corporation to Victory Christian Center, Oklahoma City, Inc., so long as it remains tax exempt under Section 501(c)(3) of the Code. In the event Victory Christian Center, Oklahoma City, Inc. is not 501(c)(3) exempt upon the dissolution of Danita's Children Medical Center, Inc., the Board of Directors shall distribute the remaining assets of the Corporation to such organization or organizations which are organized and operated exclusively for the nonprofit religious purposes of the Corporation and which are tax exempt under Section 501(c)(3) of the Code, as the Board of Directors in its sole discretion shall determine.

#### **ARTICLE X**

In furtherance of its religious nonprofit tax-exempt purposes, the Corporation shall have the following powers and authority:

- A. To do all acts, including ordination of ministers of the Gospel, perform all functions, and carry on all activities permitted by the nonprofit corporation laws of the State of Florida or of any other State in which the Corporation is qualified to act.
- B. To have and exercise all powers and rights enjoyed by corporations generally in the State of Florida, and in any State in which the Corporation is qualified to act, as long as the exercise of such powers is not specifically prohibited for nonprofit religious corporations.

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- C. To use all media, whether now known or hereafter discovered, including, but not limited to, print, television, internet and radio.
- D. To exercise such incidental powers as may reasonably be necessary to carry out the purposes for which the Corporation is established, provided that such incidental powers shall be exercised in a manner consistent with its tax-exempt status as a religious organization as set forth in Section 501(c)(3) of the Code.
- E. Notwithstanding any other provisions of the Articles of Incorporation or the Bylaws, the Corporation shall not, except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of the nonprofit religious purposes of the Corporation, and the Corporation shall not carry on any activity not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or under the corresponding section of any future United States revenue law; or (b) by a corporation, contributions to which are deductible under 170(b)(1)(A)(i) of the Code, or the corresponding section of any future United States revenue law.

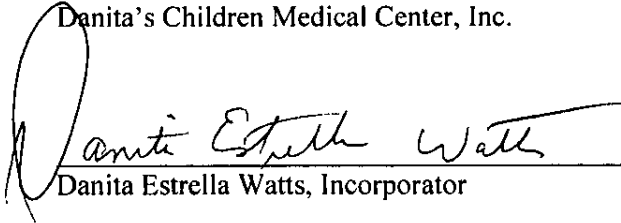
#### **ARTICLE XI**

I, the undersigned incorporator, certify that I am authorized to execute these Articles, and I further certify that I understand that by signing these Articles, I am subject to the penalties of perjury set forth in the Florida statutes as if I had signed these Articles under oath.

*(Signatures on next page)*

The undersigned incorporator hereby declares, under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true on this May 11, 2012.

Danita's Children Medical Center, Inc.

  
Danita Estrella Watts, Incorporator

*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

  
Roxanne Sawyer, Registered Agent

7/18/12  
Date

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