## MARY M. CALLAWAY, P.A.

ATTÖRNEY AT LAW 1600 NORTH PALAFOX STREET P.O. BOX 36097, PENSACOLA, FLORIDA 32516

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# N00000007573

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32301

Subject: Cry Aloud Spare Not New Testament Holiness Church, Inc.

Gentlemen:

Enclosed you will find the following:

- (1) Articles of Incorporation;(2) Copy of Articles; and
- (3) Check in the amount of \$122.50 to cover fees.

Please file the Articles of Incorporation, and return a certified copy of the Articles to our office.

Sincerely,

Mary M. Callaway, P.A.

MMC:ab

Enclosures

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SCORETARY OF STATE
TALLAHASSEE, FLORIDA

#### ARTICLES OF INCORPORATION

# CRY ALOUD SPARE NOT NEW TESTAMENT HOLINESS CHURCH, INC.

#### ARTICLE ONE

#### NAME

The name of this corporation is CRY ALOUD SPARE NOT NEW TESTAMENT HOLINESS CHURCH, INC.

#### ARTICLE TWO

#### DURATION

This corporation shall exist in perpetuity.

#### ARTICLE THREE

#### PURPOSE

- (A) This corporation shall be a non-profit organization formed for general corporate purposes; for the purpose of facilitating and executing the business and activities of the CRY ALOUD SPARE NOT NEW TESTAMENT HOLINESS CHURCH, INC., within or without the State of Florida; to meet the requirements of the laws of the State of Florida in regard to the acquiring, mortgaging and disposition of real estate within the State of Florida; and to conduct any and all business of the corporation.
- (B) The corporation is organized exclusively for religious purposes, including for such purposes, the making of distributions to organizations that qualify as exempt under Section 501(c)(3) within the meaning of any current Internal Revenue Service law or

the corresponding provisions of any future United States Internal Revenue law. Its further purpose is to operate a church institution under all of the CRY ALOUD SPARE NOT NEW TESTAMENT HOLINESS CHURCH, INC., policies and by-laws for this corporation, and to propagate the gospel of Jesus Christ on this earth under the name and style of the CRY ALOUD SPARE NOT NEW TESTAMENT HOLINESS CHURCH, INC. The church shall be controlled and administered in accordance with the doctrine of the Holy Bible and shall accept the New Testament of the Bible as the rule of faith, practice and teaching.

#### ARTICLE FOUR

#### POWERS

- (A) Notwithstanding any other provisions of these Articles, the purposes for which the corporation is organized are exclusively charitable, literary, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1999 or the corresponding provision of any future United States Internal Revenue law.
- (B) 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 Three hereof. 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 or in opposition to 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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Ownership of all church property, real and personal, is vested in the congregation. In the event of the dissolution of this corporation, to the extent allowed under applicable law, all of the assets of the corporation remaining after payment of all debts and liabilities of the corporation shall be distributed to, or its assets sold and the proceeds distributed to, another organization organized and operating, or to one or corporations, funds or foundations organized and operating exclusively for religious, charitable, literary or educational purposes, which shall be selected by the Board of Trustees of the corporation, provided, however, that any such recipient organization or organizations shall at that time qualify as exempt from taxation under the provisions of the current Internal Revenue Service Code or the corresponding provisions of any subsequent law.

(D) This corporation shall issue no stock, and no part of the net earnings shall inure to the benefit of, or be distributed to, its members, trustees, directors, officers or others.

#### ARTICLE FIVE

#### TRUSTEES/DIRECTORS

The affairs of the corporation shall be managed by at least three (3) voting trustees/directors. The number of trustees/directors may be increased or diminished from time to time but shall never be less than three. The method of election of the trustees/directors is as stated in the by-laws.

The names and addresses of the initial trustees/directors of this corporation, who shall serve as trustees/directors until the first annual meeting of the members or until the successors shall have been elected and qualified, are as follows:

Idainer Bradley
30 Highway 4, West
P.O. Box 392
Century, FL 32535

Bessie Campbell 3452 Parazine St. Pensacola, FL 32514

Patricia Williams Century Woods Apartments 505 Century, FL 32535

Janice Bright 6710 Jefferson St. Century, FL 32535

#### ARTICLE SIX

#### MEMBERSHIP

The qualifications of members and the manner of their admissions shall be as prescribed in the by-laws of CRY ALOUD SPARE NOT NEW TESTAMENT HOLINESS CHURCH, INC. All rights, privileges and benefits of this corporation shall be governed, limited and

restricted by the terms of the by-laws, these Articles of Incorporation and Florida Statutes.

#### ARTICLE SEVEN

#### INCORPORATORS

The name and address of the persons signing these Articles of Incorporation are:

Idainer Bradley 30 Highway 4, West P.O. Box 392 Century, FL 32535 Patricia Williams Century Woods Apartments 505 Century, FL 32535

Bessie Campbell 3452 Parazine St. Pensacola, FL 32514 Janice Bright 6710 Jefferson St. Century, FL 32535

#### ARTICLE EIGHT

# OFFICE AND REGISTERED AGENT

The principal office of the corporation shall be located at 70 Hilltop Road, Century, Florida 32535

The name and address of the initial registered agent of the corporation is: Idainer Bradley
30 Highway 4, West
Century, FL 32535

and the mailing address is: P. O. Box 392

Century, FL 32535

By signature below the registered agent accepts this designation.  $\bigcirc$ 

Tdainer Bradley

#### ARTICLE NINE

#### BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Trustees/Directors and in the members.

The by-laws of the corporation shall clearly set forth membership voting rights. The by-laws shall be adopted by the Board of Trustees and approved by a majority vote of the eligible members in a regular or called business meeting.

The Board of Trustees shall have the power to alter, amend, or repeal the by-laws, if approved by a majority vote of the eligible members at a regular or called business meeting, provided that the by-laws at no time shall contain any provision inconsistent with Florida Taw or these Articles of Incorporation.

#### ARTICLE TEN

### ACTION BY DIRECTORS WITHOUT A MEETING

The trustees/directors of this corporation may take action by written consent, as provided by law.

#### ARTICLE ELEVEN

#### MEETING BY CONFERENCE TELEPHONE

Members of the Board of Trustees/Directors may participate in meetings of the Board of Trustees/Directors by means of conference telephone or other electronic medium as provided by law.

#### ARTICLE TWELVE

# INDEMNIFICATION

The corporation shall indemnify any officer or Trustee/Director or any former officer or Trustee/Director, to the full extent permitted by law.

#### ARTICLE THIRTEEN

#### AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto.

#### ARTICLE FOURTEEN

# DATE OF INCORPORATION

The date of commencement of corporate existence shall be the date of subscription and acknowledgment of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 2 day of November, 2000.

CRY ALOUD SPARE NOT NEW TESTAMENT HOLINESS CHURCH

IDAINER BRANLEY

JAMUA WUWAMU

BESSIE CAMPBELL

JANICE BRIGHT

State of Florida County of Escambia

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared IDAINER BRADLEY, PATRICIA WILLIAM, BESSIE CAMPBELL, and JANICE BRIGHT known to me and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 8th day of November, 2000.

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Notary Public

My Commission Expires:

Prepared by: Mary M. Callaway, P.A. P.O. Box 36097 Pensacola, FL 32516