

ND1000005358

WALTER MOORE III
C/O WILLIAM T. SEMBOWER ACCOUNTING SERVICES
128 BUSHNELL PLAZA
BUSHNELL, FLORIDA 33513

AREA CODE 352
TELEPHONE 793-1679 FAX 793-3977

July 26, 2001

Department of State
Division of corporations
409 E. Gaines St.
Tallahassee, FL 32399

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*****87.50 *****87.50

RE: Ebenezer Missionary Baptist Church of
Brooksville, Florida, Inc.

LOCATION: 600 Wood Drive
Brooksville, FL 34601

MAILING ADDRESS: Post Office Box 853
Brooksville, FL 34605

Dear Sir or Madam:

Enclosed please find the original and two (2) copies of the Articles of Incorporation for the above named corporation. Also enclosed is a check in the amount of \$87.50, representing the fee for the following:

Filing fee	\$35.00
Registered Agent Designation	\$35.00
Certified Copy	\$8.75
Certificate of Status	\$8.75

Upon filing, kindly forward the certificate of status and a certified copy of the articles.

Thank you,

Sincerely,

Walter Moore III

Enclosure

01 JUL 27 PM 1:17
SECRETARY OF STATE
TALLAHASSEE
FLORIDA

FILED

PS 7/30/01-

ARTICLES OF INCORPORATION
OF
EBENEZER MISSIONARY BAPTIST CHURCH
OF BROOKSVILLE, FLORIDA, INC.

FILED

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(A Corporation Not-For-Profit)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, natural person of the age of eighteen years or more, acting as incorporator of a corporation not-for-profit, adopt the following Articles of Incorporation for such corporation not-for-profit pursuant to Chapters 617 and 607 of the Florida Statutes.

ARTICLE I: NAME

The name of the Corporation shall be:

EBENEZER MISSIONARY BAPTIST CHURCH OF BROOKSVILLE, FLORIDA, INC.
(hereinafter, "Corporation").

ARTICLE II

The principal place of business of this corporation shall be:

EBENEZER MISSIONARY BAPTIST CHURCH OF BROOKSVILLE, FLORIDA, Inc.
600 WOOD DRIVE
BROOKSVILLE, FLORIDA 34601

The mailing address of this corporation shall be:

EBENEZER MISSIONARY BAPTIST CHURCH OF BROOKSVILLE, FLORIDA, Inc.
P. O. Box 853
BROOKSVILLE, FLORIDA 34605

The corporation shall have a perpetual existence, commencing on the date of filing.

ARTICLE III: PURPOSE

A. General

The Corporation shall have unlimited power to engage in and to do any lawful act concerning any and all lawful business for which the Corporation may be organized under this act, including, but not limited to:

1. The purpose of this congregation is to give visible form to that faith and fellowship to which God has called his people. We acknowledge ourselves to be a local manifestation of the universal church through which Jesus Christ continues to minister to the world by his Holy Spirit through teaching and the preaching of the Gospel. We shall seek to fulfill this calling through corporate worship services, through a program of Christian nurture by which our members may be built up in their faith and love, through proclamation of the Gospel by word and deed, and through ministering to human need in the name of Christ.

2. Entering into transactions for the purchase, sale and/or mortgage of real and personal property and associated activities to secure, use and maintain such buildings and facilities as needed to carry out the religious worship and activities according to the doctrines, usages and customs of the Missionary Baptist faith.
3. Doing each and everything necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any one or more of the subject areas herein enumerated, or which may at any time appear conducive to or expedient for the protection or benefit of this Corporation, and to do said acts as fully and to the same extent as natural persons might or could do, in any part of the world as principals, agents, partners, trustees, or otherwise, either alone or in conjunction with any other person, association or corporation.
4. The foregoing clause shall be construed both as purposes and powers and shall not be held to limit or restrict in any manner the general powers of the Corporation, or the enjoyment and exercise of these powers as conferred by the laws of the State of Florida and the United States of America.
5. It is intended that this Corporation shall have the status of a Corporation, which is exempt from federal income taxation under Section 501 (a) of the Internal Revenue Code as an organization (organism) described in Section 501 (c) (3) of the Code. These articles shall be construed accordingly, and all powers and activities of the Corporation shall be limited accordingly.

B. Restrictions

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, 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 Subpart A of the Article Three. No substantial part of the activities of the Corporation shall involve the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501 (c) (3) of the code; or (ii) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Code.

ARTICLE IV: MEMBERSHIP

The membership in this Corporation shall be extended to any person who is presently a member of the Church and to any person who becomes a member, and the qualifications and manner of their admission and retention of membership shall be as specified in the Bylaws of the Corporation.

ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is **128 Bushnell Plaza, Bushnell, Florida 33513**, and the name of the initial registered agent of this Corporation at that address is **WALTER MOORE III**, who, upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI: MANAGEMENT

The affairs of the Corporation shall be managed by a Board of Trustees, which Board shall consist of not less than three (3) Trustees, elected by the members at the annual meeting of the members, and they shall hold office until their successors are duly elected and qualified. Such Board of Trustees, at its annual meeting, shall elect a Chairperson, one or more Vice-chairpersons, a Secretary and a Treasurer, and such other Directors or officers as may from time to time be necessary to administer actively the affairs of the Corporation, such officers to hold office at the pleasure of the Board of Trustees, or until their successors are duly elected and qualified. Such officers shall have such duties, tenure and compensation as may be specified by the Board of Trustees. Vacancies occurring in the Board of Trustees and in the officers, by death, resignation, and expulsion or otherwise shall be filled in the manner prescribed by the Bylaws. The names, titles of officers, and addresses of the members constituting the initial Board of Trustees are:

<u>Name</u>	<u>Title</u>	<u>Address</u>
Earl Simmons	Chairperson	10382 Fairchild Road Spring Hill, FL 34608
James Black	Vice-Chairperson	267 C Street Brooksville, FL 34601
Naomi Walker	Secretary	1580 E Jefferson Brooksville, FL 34601
Cleveland Pope	Treasurer	11480 Shady Rest Court Brooksville, Fl 34601
Walter Moore III		P.O. Box 1286 Brooksville, FL 34605
Bonnie Inmon		81 Markham lane Brooksville, Fl 34601

Roy Lassiter, SR.

4235 Castle Avenue
Spring Hill, FL 34601

Frankie O'Banner

14143 Sandy Drive
Brooksville, FL 34601

Enoch Hall

11023 Little Street
Spring Hill, FL 34601

Alpha Hughes

740 Bailey Avenue
Brooksville, FL 34601

ARTICLE VII: BYLAWS

The affairs of the Corporation shall be governed by the Bylaws, which shall be adopted by the initial Board of Trustees, as constituted under Article five, at the organizational meeting of the Board of Trustees, and said Bylaws may thereafter be altered, amended, added to or rescinded by the general membership of the Corporation at any regular or special meeting thereof, upon two-thirds (2/3) affirmative vote of the general membership in attendance at said meeting.

ARTICLE VIII: MEETINGS

The meetings and the annual business of the Corporation shall be held on a date and at a time designated by the Trustees of the Corporation, in accordance with the Bylaws. These meetings shall be held to receive reports of committees and auxiliaries, plan the Corporation's programs and activities, and act upon such other corporate business as may be proper.

ARTICLE IX: AMENDMENTS

The Corporation reserves the right to amend the Articles of Incorporation at any regular or special meeting of the members by two-thirds (2/3) affirmative vote of the membership after proposal by the Board of Trustees, as provided in the Bylaws or in accordance with the laws of the State of Florida.

ARTICLE X: DISTRIBUTIONS ON LIQUIDATION OR DISSOLUTION

Upon the dissolution of this Corporation, or the liquidation of its assets, whether voluntary or involuntary or by operation of law, the Board of Trustees shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all of the assets of the Corporation exclusively for the purposes of the Corporation, in such manner, or to such organizations organized and operated exclusively for religious, charitable or educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Code, as the Board of Trustees shall determine. Any of such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation or to any other individual; provided, however, that nothing contained in this Article shall be construed to prevent a distribution from the net assets of the

Corporation to another distributee, otherwise properly made in accordance with the provisions of these Articles and the purposes herein stated solely by reason of the fact that one or more of the members, officers, or trustees of the Corporation may be connected or associated with the distributee as a shareholder, member, trustee, director, officer or in any other capacity.

ARTICLE XI: INCORPORATOR

The name and addresses of the person signing these Articles as Incorporator are as follows:


WALTER MOORE III

P.O. Box 1286
Brocksville, FL 34605

**STATE OF FLORIDA
COUNTY OF HERNANDO**

The foregoing Articles of Incorporation of **EBENEZER MISSIONARY BAPTIST CHURCH OF BROOKSVILLE, FLORIDA, INC.**, were acknowledged by me this 26th day of July 2001, by the above named individual, as Incorporator.

My commission Expires: NOV 20, 2001

Walter Moore III
FLORIDA # M600-900-53468-0




Notary Public - State of Florida

FILED
01 JUL 27 PM 1:38
CLERK OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been designated to accept service of process for **EBENEZER MISSIONARY BAPTIST CHURCH OF BROOKSVILLE, FLORIDA, INC.**, at the place designated in the Articles of Incorporation, **WALTER MOORE III**, agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping such office.

DATED this 26 day of July 2001.


WALTER MOORE III