

N02759

EMIL BERRY

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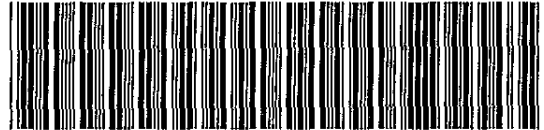
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Restated Articles!
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ARTICLES OF INCORPORATION
Restatement and Name Change
2002

Liberty Church of Tallahassee, Inc.
2027 Eykis Ct.
Tallahassee, FL 32317

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned subscribers to these **Articles of Incorporation**, each a natural person competent to contract, hereby associate ourselves together to restate the articles and to change the name of this corporation, not-for-profit, under the laws of the State of Florida.

The following constitute amended and restated Articles of Incorporation, which supersede and replace the existing Articles of Incorporation as amended, originally filed with the Secretary of State of Florida, of Liberty Church of Tallahassee, Inc. And which have been adopted by vote of at least two-thirds of the Board of Directors of the Corporation at a meeting called and held on June 3rd, 2001, to take effect immediately, pursuant to Section 617.01 Seq. Of the Corporation Law of Florida as amended. There are no members.

All amendments included herein have been adopted pursuant to section 617.0201 (4), Florida Statutes, and there is no discrepancy between the corporation's articles and restated articles of incorporation as heretofore amended and the provisions of the restated articles of incorporation other than the inclusion of these amendments and the omission of matters of historical interest.

ARTICLE I. NAME

The name of this not-for-profit corporation formerly called "Liberty Church of Tallahassee", shall be "**Liberty Ministries Incorporated**" hereafter referred to as **LMI** for the purpose of these Articles.

ARTICLE II. EXISTENCE

LMI shall exist perpetually.

ARTICLE III. PREROGATIVES

SECTION 1. **LMI** shall have the right to govern itself according to the standards of the New Testament Scriptures, "Endeavoring to keep the unity of the spirit in the bond of peace... until we all come in unity of the faith and of the knowledge of the Son of God unto a perfect man, unto the measure of the stature of the fullness of Christ." (Ephesians 4:3-13)

SECTION 2. In connection therewith or incidental thereto, it shall have the right to purchase or acquire by gifts, bequests, or otherwise, whether directly or as trustee, and to own,

hold in trust, use sell, convey, mortgage, lease, or otherwise dispose of any real estate or chattels as may be necessary for the furtherance of its purpose, all in accordance with its **Articles of Incorporation** and **By-Laws**, or as the same may be hereafter modified or amended.

ARTICLE IV. PURPOSE AND FUNCTIONS OF LMI

A. Exclusive Purposes.

LMI hereby associates together as a Protestant religious missionary order, and its activities shall be limited to missionary, religious, educational, benevolent and charitable purposes within the meaning of Section 501(c)(3) of the United States Internal Revenue Code (or corresponding provisions of future United States Internal Revenue law), including the making of distributions to organizations exempt at the time under Section 501(c)(3) of the United States Internal Revenue Code (or corresponding provisions of future United States Internal Revenue law). It is to engage in religious, missionary, and charitable work and in the conduct of churches, hospitals, clinics, dispensaries, schools, Bible institutes, orphanages, and Christian community work abroad, and in the United States.

B. General Purposes. The General purposes of this corporation shall be:

SECTION 1: To exalt Jesus Christ as Lord.

SECTION 2: To examine applicants for church planting and the missionary work for both domestic and foreign fields who will serve under and, or be supported by **LMI**.

SECTION 3: To fulfill the Great Commission - "Go ye into all the world, and preach the Gospel to every creature." (Mark 16:15)

This will be accomplished as follows:

- a. send, and/or support, and supervise approved workers in domestic and foreign fields.
- b. establish and oversee churches, hospitals, clinics, dispensaries, Bible institutes, schools, orphanages, and Christian community works abroad, and in the United States.
- c. train national believers to minister the Gospel to their own people.

SECTION 4: To promote the restoration of the New Testament Church and emphasize all Bible truth.

SECTION 5: To solicit funds, collect monies, receive gifts, and bequests and otherwise raise money to fulfill the above stated purpose.

SECTION 6: To expand, contribute, disburse, and otherwise handle and dispose of funds received to fulfill stated purposes.

SECTION 7: To purchase, lease, rent, acquire, own, hold in trust, use, sell, convey, mortgage, or otherwise dispose of any real estate or chattels; to hold properties for investment of said funds, or to hold in trust properties for the above stated purposes.

SECTION 8: To borrow money, issue bonds, debentures, notes or other obligations, secured or unsecured for monies so borrowed or in payment for property or for any of the purposes stated above.

SECTION 9: To do all other acts lawful for corporations not for profit chartered under the laws of Florida in accomplishing its purposes.

SECTION 10. To govern itself according to this charter and the **By-Laws** adopted for the government of the corporation.

SECTION 11: To give necessary and/or desired recognition to each minister and assembly pursuant to governmental guidelines as they relate to ordination and licensing of minister, and to ordain such into the Christian Gospel Ministry and its various expressions.

SECTION 12: To license, ordain, and send, recognized "five-fold" ministers into the ministry field at home and abroad.

ARTICLE V. CORPORATE LEGAL BOARD

SECTION 1. The **original** Legal board shall be appointed by the Corporate President. It shall consist of a President, Vice President, Secretary, and at least one Director. The Treasurer will not be required to be a part of the **Board of Directors** but will be accountable to the entire **Board of Directors**.

SECTION 2. The number of Directors shall not be less than three (3) nor more than six (6) being determined by the existing board at any given time. Such determination being made pursuant to ministry needs, etc. A Director's spouse may serve as designee at board meetings.

SECTION 3. The first Corporate President shall be Emile J. Brady, Jr. who shall serve until his death, resignation, or replacement. Such replacement being accomplished according to provision in the **By-laws**. At such time the **Board of Directors** shall meet and determine the future direction of the ministry and its leadership.

SECTION 4. Any Director can be removed and/or replaced by a 2/3 majority vote of the board. The Director in question must be notified of the intent and ample consideration made for his/her attendance at the meeting. No dismissal nor replacement decision can be ratified without the presence of the President and or his designee appointed by the President. His designee is not required to be a Director. In the event of the incapacitation or inability of the President to appoint a designee, the vice-president will make the appointment.

The original members of the **Board of Directors** are:

Emile J. Brady, Jr., President	2027 Eykis Ct. Tallahassee, FL 32317
Kathleen A. Brady, Vice President	2027 Eykis Ct. Tallahassee, FL 32317
George A. Britton, Secretary	903 Indian St. Havana, FL 32333
David H. Rhodes, Director	2858 Remington Green Cir. Tallahassee, FL 32308

SECTION 5. The responsibilities of the Directors are:

- (a) The Board of Directors shall establish the policies and polity of **LMI** under the Direction of the President of the Corporation.
- (b) They shall set the general budget and the salaries of the officers and the major staff of **LMI**.
- (c) They shall establish the qualifications for all missionaries and organizations serving under or supported by **LMI**.
- (d) They shall determine the acceptance, postponement or rejection of any missionary applicant to **LMI**.
- (e) They shall have the right to curtail the activities, suspend support, or dismiss any missionary of **LMI** with the approval of the President, with or without explained cause. In the event of such discipline, it shall be the responsibility of **LMI** to assume the financial requirements to return the missionary to the United States within a reasonable time, not to exceed three months.

- (f) They shall serve as trustees of and hold in trust, the assets of the Corporation.
- (g) They shall have the power to execute all legal documents of the Corporation.

SECTION 6: Duties of Officers

- (a) The President shall serve as general overseer of the Board of Directors and guide in the establishment of policies and considerations for LMI. He shall serve as General Director of all administrative affairs and as overseer of the staff and missionaries of LMI.
- (b) The Vice-President will assume those responsibilities as delegated by the President.
- (c) The Secretary shall record all minutes of the meetings of the Board of Directors.

ARTICLE VII. ARTICLES OF FAITH

SECTION 1: INSPIRATION OF THE SCRIPTURES. We believe in the verbal inspiration of the Bible, both the Old and New Testaments. (2 Timothy 3:16; Hebrews 4:12; 1 Peter 1:23-25; 2 Peter 1:19-21)

SECTION 2: GOD. We believe in the one God revealed in three persons: The Father, the Son, and the Holy Ghost. (Matthew 3:16-17; 28:29; John 17)

SECTION 3: MAN. We believe that man, in his natural state, is a sinner, lost, undone, without a hope for eternity, and without God. (Romans 3:19-23; Galatians 3:22; Ephesians 2:1,2,12)

SECTION 4: DIVINITY AND HUMANITY OF JESUS CHRIST. We believe that Jesus is God ; come in the flesh and that He is both Divine and human. (Luke 1:26-38; John 14:1-3; Acts 2:36; 3:14,15; Philippians 2:5-12)

SECTION 5: BLOOD ATONEMENT. We believe in the saving power of the Blood of Jesus and His imputed righteousness. (Acts 4:12; Romans 4:1-9, 5:1-11, Ephesians 1:3-15)

SECTION 6: BODILY RESURRECTION. We believe in the bodily resurrection of Jesus Christ. (Luke 24:39-43; John 20:24-29)

SECTION 7: ASCENSION. We believe that Christ Jesus ascended to the right hand of the Father. (John 14:1-6; Romans 8:34)

SECTION 8: SECOND COMING. We believe in the visible, bodily return of Christ Jesus to this earth and judge the world. (Acts 1:10-11; 1 Thessalonians 4:13-18; 2 Thessalonians 1:7-10; James 5:8; Revelation 1:7) (It is not necessary that we agree on the timing of this return as it relates to the "Great Tribulation").

SECTION 9: SALVATION. We believe that the terms of salvation are repentance toward God for sin, and a personal heartfelt faith in the Lord Jesus Christ, which results in regeneration of the person. This salvation is entirely by the Grace of our Lord and not of works. Works are excluded except as fruit of salvation and external, visible proof of biblical faith. (Acts 3:19-20; Romans 4:1-5, 5:1; Ephesians 2:8-10; James 2:14-26)

SECTION 10: LOCAL CHURCH. We believe in the Church of the Lord Jesus Christ as a body of united believers who have been baptized in the name of the Father, the Son, and the Holy Ghost; who are under recognized, delegated authorities; and who assemble to worship, carry forth the Great Commission, and minister as the Holy Ghost leads according to the Scriptures. (Matthew 16:18; 28:19,20; Acts 2:20-28, 40-47; Ephesians 4:4-5; 5:22-32; 1 Timothy 3:15)

SECTION 11: ORDINANCES. We believe the two ordinances of the church are Water Baptism and the Lord's Supper (communion).

WATER BAPTISM is immersion in water (unless it is impossible due to health, etc.), in the Name of the Father, the Son, and the Holy Ghost. (Matthew 3:15-16, 28:19-20; Acts 8:38; Romans 6:1-4), It is the symbol of our identification with Jesus Christ in His death, burial, and resurrection.

LORD'S SUPPER is a meal in memorial of the death, burial, and resurrection of our Lord Jesus Christ. (Luke 22:13-20)

SECTION 12: SEPARATED LIFE. We believe that believers should seek, as early disciples did, to practice the separated life from the world and unto Christ, setting standards of conduct which shall exalt our Lord and His Church, recognizing that we are in the world as witnesses to it, but no longer of it. (Romans 12:1-3; 2 Corinthians 6:17; Galatians 6:14; Ephesians 5:11; Colossians 3:17)

SECTION 13: HEAVEN AND HELL. We believe the Scriptures clearly set forth the doctrines of eternal punishment for the lost and eternal bliss for the saved. Hell for the

unsaved and heaven for the saved. (Matthew 25:34,41,46; Luke 19:19-31; John 14:1-3; Revelation 20:11-15)

SECTION 14: HOLY SPIRIT. We believe the Holy Spirit to be the third person of the Trinity whose purpose in the redemption of man is to convict men in sin, regenerate the repentant believer, guide the believer into all truth, indwell and give gifts to believers as He wills, that they may minister as Christ would to mankind. We believe that the manifestations of the Holy Spirit recorded in 1 Corinthians 12:8-11 shall operate in present-day churches which yield to the Lordship of Jesus Christ. (Luke 11:13; John 7:37-39, 14:16,17, 16:7-14; Acts 2:39-48)

We further believe that the Baptism in the Holy Spirit will be evidenced at some point by manifestations of the supernatural gifts of the Spirit. We further believe that this is for all believers as promised by John the Baptist (Matthew 3:11), Jesus (Acts 1:4,5,8), and Peter (Acts 2:38-41), and was witnessed by the early disciples of the lord Jesus Christ.

SECTION 15: DIVINE HEALING. We believe that God has in the past, and continues to use doctors, medicines, and other material means for healing, but that divine healing was also provided in the Atonement (Isaiah 53:5), and may be appropriated by prayer and the laying on of hands by elders (James 5:14-16), laying on hands by believers (Mark 16:18), by the prayer of an anointed person gifted for healing of the sick (1 Corinthians 12:9), or by a direct act of the individual receiving this provision for themselves by faith (Mark 11:23).

SECTION 16: PRIESTHOOD OF BELIEVERS. We believe that each believer is a priest of the Lord (Revelation 1:6) and has direct access to God the Father through the Lord Jesus Christ. Each person must believe for himself, be baptized for himself, obey for himself, and answer to his Creator for himself.

SECTION 17: GOVERNMENT OF THE CHURCH. We believe that the New Testament Church should be apostolic in nature and governed autonomously by delegated authorities.

SECTION 18: ORDAINED OFFICERS. The ordained officers of the Church are apostle, prophet, teacher, and local select elders. (1 Corinthians 12:28, Ephesians 4:11; 1 Timothy 3; Titus 1:5-9). Apostles, prophets, and teachers shall not necessarily all function in one local church due to the size of the church, etc..

ARTICLE VIII. ANNUAL MEETINGS

SECTION 1.

An annual meeting will be held in December of each year for legal purposes, at a specific time and place determined and attended by the **Board of Directors**.

ARTICLE IX. POWERS

SECTION 1. General.

LMI shall have all the rights and powers customary and proper for tax exempt non-profit corporations, including the powers specifically enumerated for non-profit corporations in Chapter 617 of the Florida Corporation Act.

SECTION 2. Restrictions. Notwithstanding any other provisions of these Articles of Incorporation, LMI shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the I, or by a corporation to which contributions are deductible under Sections 170(b)(1)(A) and 170 (c)(2) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue law).

SECTION 3. Other Restrictions

No Private Inurement. No part of the net earnings of LMI shall inure to the benefit of, or be distributable to, its directors, trustees, officers, or other private persons, except that LMI 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. LMI shall not have capital stock or stockholders.

ARTICLE X. AMENDMENTS

These **Articles of Incorporation** may be amended or changed by a 2/3 vote of the **Board of Directors** present at an official meeting, after publishing intended changes to all **Directors**, requesting input from same. Such input will be prayerfully considered in all decisions. Changes will then be published and provided to all Directors.

ARTICLE XI. DISSOLUTION

Upon dissolution of this organization, all assets remaining after payment of all indebtedness and costs and expenses of such dissolution, shall be distributed to qualified not-for-profit organizations selected by the Legal **Board of Directors**. In the event no agreement can be reached, the assets shall be distributed equally among those organizations which could not be decided between. None of these assets shall be distributed to any member, officer, or trustee of this organization.

ARTICLE XII. AGENT

The Registered Agent of **LMI** is Emile J. Brady, Jr. The present registered office is 2027 Eykis Ct. Tallahassee, Florida 32317

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 20th day of September, 2002.

Emile J. Brady, Jr., President

Kathleen A. Brady, Vice-President

George A. Britton, Secretary

David W. Rhodes, Director

STATE OF FLORIDA

COUNTY OF LEON

I hereby certify that on this day, before me, an officer duly authorized in the state and county aforesaid to take acknowledgments, personally appeared Emile J. Brady, Jr., as President, and Kathleen A. Brady, as Vice-President, and George A. Britton, as Secretary of Liberty Ministries, Inc. to me known to be the person (s) described in and who executed the foregoing instrument and acknowledged before me that they executed the same for the purpose therein expressed for the corporation.

Witness my hand and official seal in the county and state aforesaid this 20th day of September, 2002

NOTARY PUBLIC

My commission expires Aug 15, 2004



Phillis Brooks
MY COMMISSION # CC961353 EXPIRES
August 15, 2004
BONDED THRU TROY FAIN INSURANCE, INC.