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PICK-UP WAIT MAIL

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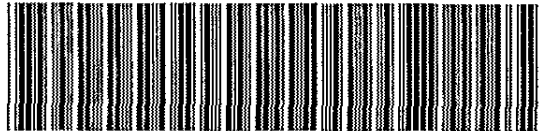
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TALLAHASSEE, FLORIDA

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TRANSMITTAL LETTER

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

SUBJECT: Higher Praise Ministries, 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: Harold L. Linton
Name (Printed or typed)

2446 3rd St. Northeast
Address

Winter Haven, FL 33881
City, State & Zip

(863) 293-8800 or (863) 224-2541
Daytime Telephone number

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



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

February 17, 2004

HAROLD L. LONTON
2446 3RD ST. NORTHEAST
WINTER HAVEN, FL 33881

SUBJECT: HIGHER PRAISE MINISTRIES, INC.
Ref. Number: W04000006825

We have received your document for HIGHER PRAISE MINISTRIES, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is N96000002994.

Please return the 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) 245-6934.

Loria Poole
Document Specialist
New Filings Section

Letter Number: 604A00010871

HIGHER PRAISE MINISTRIES OF LAKE WALES, INC.

ARTICLE I - NAME

The name of the Corporation shall be: **Higher Praise Ministries of Lake Wales, Inc.** and sometimes referred to in these Laws as the Corporation.

ARTICLE II - PRINCIPAL OFFICE

The principal of business and mailing address of this Corporation shall be 2446 3rd Street N.E. Winter Haven, Polk County, Florida 33881.

ARTICLE III - PURPOSE

The purpose for which the Corporation is formed are those set forth in its Certificate of Incorporation, as from time to time amended. Namely, to establish and maintain a place for the worship of the Almighty God, our Heavenly Father, to support, propagate and encourage public worship and the preaching and teaching of the word of God and the gospel of Jesus Christ: to provide Christian fellowship for those of like faith; to assume our share of responsibility and the privilege of propagating the gospel of Jesus Christ by all means, both at home and in foreign lands, to provide assistance for the poor and needy and to do charitable work of any nature deemed beneficial, and to raise funds for carrying the same into effect in any manner allowed by the Constitution and By-Laws of this Corporation and permitted under the laws of the State of Florida and the Constitution of the United States of America.

ARTICLE- MEMBERSHIP

(1) Any individual who subscribes to the purpose and basic policies of Corporation may become a member of the Corporation, subject only to compliance with the provisions of the By-Laws.

(2) All present members of the Corporation shall continue as member of the Corporation, said membership's constituting the congregation of the **Higher Praise Ministries of Lake Wales, Inc.** Qualification for future membership in the Corporation shall be predicated upon giving of satisfactory proof of conversion into the Christian faith, baptism by immersion and majority approval of the membership of the Corporation present and voting at a regularly scheduled meeting or service of the Corporation meeting as the congregation of **Higher Praise Ministries of Lake Wales, Inc.**

(3) Membership in the Corporation shall terminate upon the termination of any member's affiliation with congregation of the **Higher Praise Ministries of Lake Wales Inc.**

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(4) Only members in good standing of the Corporation shall be eligible to participate in its business meetings, or to serve in any its elective or appointive positions.

(5) All members that join the Corporation as a deacon from another church shall be approved by the Pastor.

ARTICLE V - MANNER OF ELECTION

(1) Officers and directors shall be appointed every year in the month of August and shall be approved by a majority vote of the membership present at the annual meeting.

(2) All officers and directors shall have staggered terms.

(3) Officers shall assume their official duties following the close of the annual meeting in September, and shall serve for a term of two (2) years or until appointment and qualification of their successors.

ARTICLE VI - OFFICERS

(1) Officers of the Corporation shall consist of :

- A. Harold L. Lonton - President
2446 3rd Street Northeast
Winter Haven, Florida 33881
- B. Gloria S. Lonton - Vice President
2446 3rd Street Northeast
Winter Haven, Florida 33881
- C. Corey K. Nealy - Secretary
1016 Lake Silver Drive N. E. Apt. 6
- D. Julia Lonton - Treasurer
312 Ulrich Avenue
Winter Haven, Florida 33881

ARTICLE VII - VACANCY

(1) All vacancies of officers and directors shall be filled from within the Board of Directors.

(2) All vacancies shall be appointed by the President.

ARTICLE VIII - DUTIES OF PASTOR

(1) The pastor shall preach the gospel, administer the ordinances, watch over the membership and charge of the spiritual welfare of the congregation and the stated services

of public worship. The pastor shall be ex-officio member of all boards, committees of the church and its auxiliary, and shall serve until demise.

(2) The pastor shall be the moderator and shall preside over all business meetings of the church except when good taste dictates otherwise.

(3) It is the pastors duty and privilege to hold watch supervision over all work of the church so that the purpose of Jesus Christ may be served in every way possible.

ARTICLE IX- DUTIES OF OFFICERS

(1) The President shall serve as the principle executive officer of the Corporation responsible for the supervision and control of the business of the Corporation, presiding at meetings and executing, when duly authorized, documents legally obligating the Corporation. The President shall also perform such other duties as may be prescribed by the Corporation and shall coordinate the work of the officers and committees of the Corporation in order that the purpose may be promoted.

(2) The Vice President shall assume and have the authority as the President of the Board at such time as the President of the Board shall be mentally or physically unable to discharge his duties as the principal executive officer of the Corporation, or when the President is absent and has directed the Vice-President to assume the duties of the President during the period of his absence.

(3) The Secretary shall be responsible for maintaining all written records of the corporation other than financial record, including minutes of all meetings of the Corporation and Directors, and shall perform such other duties as may be delegated to him.

(4) The Treasurer shall have custody of all the funds of the Corporation; shall keep a full and accurate account of all receipts and expenditures; and shall make disbursements in accordance with the approved budget as authorized by the Corporation. The Treasurer shall present a financial statement at each meeting of the Corporation and shall make a full report at the annual meeting. The Treasurer shall be responsible for the maintenance of such books of account and records as conformed to requirements of the By-Laws.

(5) The Treasurer shall be responsible for maintaining all written financial records; all records of paid and unpaid bills; all financial balance in all accounts and in all banks. Such books of account and record shall be maintained by the Financial Secretary and the Treasurer.

ARTICLE X- MEETINGS OF THE CORPORATION

(1) Regular Business meetings of the Corporation shall be every quarter. Ten (10) days notice shall be given of changes of date and time.

2) Special meetings may be called by the President or designee. A Five (5) days notice shall be given.

(3) When an emergency meeting is called, the President shall notify the Secretary to contact the directors by telephone.

ARTICLE XI – SPECIAL COMMITTEES

(1) The Board of Directors may create such special committees, as it may deem necessary to promote the purpose and carrying on the work of the Corporation.

(2) The Chairman of each special committee shall present a plan of work to the Board of Directors for approval. No committee work shall be undertaken without the consent of the Board of Directors.

(3) The power to form special committees and appoint their members rests with the President.

(4) The President shall be a member *ex-officio* of all committees.

ARTICLE XII – SEAL

The Seal of the Corporation shall be as more particularly shown in the following impression:

{INSERT SEAL}

ARTICLE XIII – AMENDMENTS

These By-Laws may be amended, repealed or altered in whole or in part by a majority vote at any regular or special meeting of the Board of Directors of the Corporation, then shall be brought to the membership congregation for approval.

ARTICLE XIV – VOTES REQUIRED

To amend, repeal or alter in whole or in part the By-Laws, it shall take two-thirds vote by the Corporation, along with being taken to the membership congregation to be approved by a majority vote of the present congregation.

ARTICLE XV- INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida Street address of the registered agent is Harold L. Lonton of 2446 3rd Street N.E. Winter Haven, Polk County, Florida 33881.

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.

Donald B. Leaton
Signature/ Registered Agent

2/25/04
Date

Donald B. Leaton
Signature/Incorporator

2/25/04
Date

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