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SUBJECT:
LIFE CHANGERS CHRISTIAN FELLOWSHIP, INCORPORATED

FROM:
Michael L. Williams
9338 Lockheed Lane
Jacksonville, FL 32221
(904) 304-2020

FLORIDA DEPARTMENT OF STATE

DIVISION OF CORPORATIONS



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I:

The name of this church is Life Changers Christian Fellowship, Incorporated. It shall also be known as Life Changers Christian Fellowship.

Article II:

The principle office of the church shall be 7052 103rd Street, #307, in the County of Duval, City of Jacksonville, State of Florida. The church may also have offices at such other places as the Board of Trustees may from time to time designate.

Article III:

Statement of Faith and Purpose

The programs and activities governing the form of worship of Life Changers Christian Fellowship

Recognizing the Holy Bible as the inspired word of God, the members of this church, under the Grace of God in Christian Experience, are dedicated to:

1. The maintenance of the worship of God.
2. The study and practice of the Christian life as revealed and taught in the New Testament.
3. The promotion and advancement of Christ's Kingdom throughout all His creation.

The standard of faith held by this church and the standard of conduct for members is contained in the Holy Scriptures.

This Church shall rely upon the teachings of the Holy Bible and, in particular, the New Testament, in all matters of faith and practice. It relies upon the Holy Bible in its entirety for its understanding of Christian Truth.

The legal Title to the Property of the Church shall be vested in a Non-Profit Organization and will be handled in accordance with the guidelines set forth for Non-profit organizations.

The Ordinances of this church shall be: New Testament, Baptism, by immersion; sprinkling is acceptable for individuals with a physical disability; and the Lord's Supper, in symbolic memory of His Death, Burial and Resurrection.

A. Baptism - The ordinance of New Testament Baptism by Immersion shall be administered as often as necessary to assure prompt acceptance of waiting candidates into the full fellowship of the Church, and may be administered as a part of any regular worship service.

B. The Lord's Supper - This ordinance shall be observed with proper emphasis on the first Sunday of each month's worship service(s) unless a change in schedule for any specific observance is determined by the Senior Pastor.

COVENANT FELLOWSHIP

The Covenant Fellowship of this Church shall consist of persons who have publicly confessed and accepted Jesus Christ as Savior and Lord, who have experienced New Testament Baptism and who fully endorse the Faith and Practice of this Church. Admissions and Terminations of covenant fellowship shall be as prescribed in these By Laws.

A. Expectations of Each Member of the Covenant Fellowship - As the People of God, our concern is more than covenant fellowship, it is discipleship. Thus each disciple of Jesus Christ who finds communion with this church should:

1. **Worship** - Attend weekly worship services with regularity.
2. **Is a continual learner** - Be faithful in attendance, involve him/herself in at least one fellowship opportunity each month, make every effort to participate in some weekly study opportunity (i.e. School of Discipleship, weekly Bible Study, etc.).
3. **Tithe** - Give consistently and cheerfully in accordance with the biblical mandate (Mal. 3:10). Covenant fellowship tithes and pledges are paid by the envelope system. The envelopes are maintained by the Financial Administrator and are kept on file for five (5) years and maintained on the church premises.
4. **Participation** - Through prayer and study, identify his/her ministry area and fully participate in the sharing of his/her spiritual gift(s).
5. **Witness** - Make every effort to share your faith by witnessing to the lost and others in the Body of Christ (Rom.15:1-2).

B. Reception of Members

1. **Profession of Faith and Baptism** - Any person professing faith in the Lord Jesus Christ as their personal Savior according to Romans 10:9 and desiring to follow Him in discipleship may be received into this covenant fellowship. Requests must be made personally to the congregation at any regular worship service of the Church. Upon baptism and successful completion of New Disciples' Orientation and Milk Ministry, the convert shall be in full fellowship of the Church and subject to all of its privileges and responsibilities.
2. **Letter of Transfer or Recommendation** - Any person, after personal request and successful completion of New Disciples' Orientation and Milk Ministry, shall be received into the full fellowship of this Church upon receipt of letter of transfer or recommendation from any other church of like faith and order, and shall henceforth be subject to all the privileges and responsibilities normal to this fellowship.
3. **Statement of Christian Experience** - Any person to whom the ordinance of New Testament Baptism has been administered may be received in this covenant fellowship upon public profession of their Christian experience. At his/her request, and after completion of the New Members Orientation and Milk Ministry, such candidate will be in full fellowship with this church and subject to all the privileges and responsibilities normal to this fellowship.
4. **Restoration** - Any person who for any reason has left the fellowship of this Church after becoming a member, may be reinstated at any regular worship service, and therefore, resume all the privileges and responsibilities normal to this fellowship.

C. Termination of Covenant Fellowship

1. **Letter of Transfer or Recommendation** - Any member, desiring to unite with another body of the Christian faith and order, shall request that a letter of transfer or recommendation is provided to such church. A letter of transfer or recommendation shall be provided upon request and will state the member's records and areas of service.
2. **Resignation** - At the request of any member, they shall be released from their covenant obligations to this Church and their name shall be removed from the church roll.
3. Any officer will relinquish their office at the point that their membership is terminated.
4. **Erasure** - Any member who is no longer actively participating in the services and ministries of Life Changers Christian Fellowship and who has not requested a letter or certificate will be removed from the role depending on the following circumstances:
 - a. If they are known to have joined another church in this area, (1) a period of three (3) months has elapsed.

D. Inactive List

a. Members who have not attended church or paid any tithes or offerings over period of (3) months will be contacted via phone/letter prior to being placed on the Inactive List.

b. In order to re-establish fellowship with Life Changers Christian Fellowship, after a year or greater of inactivity there must be a formal meeting with the Pastor, after which said member will receive the right hand of fellowship.

6. **Death** - The name of any member known to be deceased shall be removed automatically from the active/inactive covenant fellowship rolls of this Church and placed on the deceased list.

E. SECTION IV

1. **Membership Records and Reports** - A roll of the covenant fellowship of this Church shall be maintained by the Church Office. This roll shall contain the names, last known addresses, dates and methods of admissions and any other information deemed pertinent to the continuing history of covenant fellowship in this Church. All admissions shall be reported to the Church at the next succeeding church meeting along with a summary of covenant fellowship totals.

2. **Covenant Fellowship** through a church plant or site established by this ministry shall be subject to the provisions of this article. In the event that a person desires to be a part of this fellowship through an established mission or site, that request, shall be made in person. If the Covenant Fellowship of the established mission or site constitutes a mission congregation, receipt of new members may be, on authority, hereby delegated to such congregation period. Such action shall be reported promptly to the planting church for proper recording and further reporting. In the event that the established mission, plant, or site attempts to separate itself from the church, all property purchased prior to the separation becomes the property of the planting church, unless a financial agreement is reached prior to the separation.

ARTICLE III - CALL OF A MEMBER TO THE MINISTRY

A. **License** - Any member professing to the Senior Pastor, after the completion of New Members' Orientation and Milk Ministry, a call to the ministry will be required to follow the process as outlined in the Policies and Procedures manual. They will then be licensed after their initial sermon. The Church Office shall issue a copy of the minutes and/or a certificate of license as their credential. Performance of civil duties under such license shall be governed by all appropriate laws of the land.

B. **Ordination** - Upon request to ordain a member called as Pastor of an existing or newly organized Christian Church or as determined by the Sr. Pastor for the purposes of this ministry, this Church will initiate ordination procedures following the establishment of an Ordination Committee. This board will be comprised of ordained ministers appointed by the Sr. Pastor. The Ordination Committee will examine of the candidate according to the procedures

outlined in the Minister's Handbook. Following the examination, recommendations will be made to the Sr. Pastor, who will at that time determine if the candidate will be ordained and/or what stipulations will be placed on the ordination. Upon an affirmative decision by the Sr. Pastor, the Church shall proceed promptly with the final ordination celebration.

C. Revocation of Licensure and Ordination - Any licentiate and/or ordained clergy licensed and/or ordained by this covenant fellowship is subject to having their license or ordination revoked for any or all of the following reasons:

1. Blatant disregard of Pastoral authority.
2. Exemplifying detrimental behavior that disrupts fellowship.
3. Failure to, over a period of three consecutive months to actively participate in the biblical activities of the covenant fellowship as predetermined for covenant fellowship: and abide by the membership expectations outlined in Section II Part A. of these by-laws (exceptions: illness, job, school, military, and at the discretion of the Sr. Pastor.)

Article IV:

The manner in which the Directors are elected or appointed.

This Church shall be governed by the Board of Directors identified in the incorporation of the church. The Board of Directors shall be led by the Sr. Pastor under the unction and guidance of the Holy Spirit. In case of his absence, the Vice Chair or an interim assignment by the Sr. Pastor shall assume this role. It recognizes and sustains the obligations of mutual counsel and cooperation which are common among all Christian churches, conventions, and associations. It recognizes that the Board of Directors is an acceptable and desirable agent of the Church body in all legal matters, pertaining to the acquisition, sale, or exchange of real estate or other Church owned legal properties and obligations as outlined in the constitution.

The Officers of this Church shall be Senior Pastor as president of the Board of Directors (BOD), the Vice President, Treasurer, Secretary, and any others that the Sr. Pastor may deem necessary to carry out its vision and mission.

A. Senior Pastor - The Senior Pastor shall serve as the visionary, primary nurturer; preacher, teacher, president of the board, and Chief Executive Officer (CEO), representing the church in all public matters and acknowledged authority. The Senior Pastor will direct the congregation in what is the vision and mission of the church, appointing lay leaders, hiring and developing staff, and persons as needed to accomplish the vision and mission of God for the church.

B. Pastoral Services - Working with the Board of Directors, Pastoral services shall be available to the church covenant fellowship at all times. Whenever There is a need for the Sr. Pastor to be absent, his designee will continue to provide quality pastoral care and services to the Church. In the

event the Senior Pastor becomes incapacitated, the Board of Directors, under the leadership of the Vice President of the Board, shall assure the availability of pastoral services to the Church.

C. Board of Directors - The BOD shall be comprised of the chairman, the vice-chairman, the treasurer and the secretary along with officers of the church. This team shall meet quarterly or as determined by the Senior Pastor to discuss any pertinent matters affecting the life and community of the Church. The paid church staff members of this team will not have any voting authority. In the absence of the Senior Pastor, this team will be lead by the vice-chairman.

D. Executive Pastor - It shall be the duty of this officer to maintain the day-today operations of the church office an official record of church actions and reports. This officer can also be known, at the discretion of the Sr. Pastor, as the Director of Operations if there has not been a formal ordination. Additional duties and responsibilities are to:

1. Reports to the Sr. Pastor.
2. Ensures that a file copy of the minutes of all church meetings and Board of Directors meetings are kept.
3. Ensures that copies of resolutions for all deceased members are drafted and maintained.
4. Ensures that all letters of transfer are sent.
5. Maintains an official copy of these by-laws.
6. Retains, on file, the official copies of the title and deed of all church property.
7. Ensures proper disposal of all property discarded by the Church.
8. Performs any and all other duties as determined by the Sr. Pastor.

E. Financial Administrator - The Treasurer shall be appointed by the Sr. Pastor and will serve as a member of the Board of Directors. Additional duties and responsibilities are to:

1. Reports to the Sr. Pastor.
2. Maintains custody of the records of funds of the Church and all the deposits made in the name of the Church, serving as a signer for checks drawn off of official Church bank accounts.
3. Within twenty-four (24) hours ensures that all funds are received into an approved Church bank account.

4. Works under the authority of the Sr. Pastor, in partnership with the financial staff, to ensure all monies received is handled with integrity.
5. Co-signs all legal documents relating to purchasing, sale, mortgage, or rentals.
6. Performs any and all other duties as determined by the Senior Pastor.

F. Treasurer - The Assistant Treasurer shall aid the Financial Administrator as required. Additional duties and responsibilities are to:

1. Report to the Financial Administrator.
2. Exercises any and all authority and responsibility vested in the Financial Administrator only in emergencies or in the absence of the Financial Administrator.
3. Be bonded in an amount of not less than \$100,000, the cost of which shall be a church expense.
4. Performs any and all other duties as determined by the Senior Pastor.

G. Secretary of the Board - The responsibilities and additional duties are:

1. Reports to the President of the Board for board specific issues.
2. Report to the Executive Pastor for church administrative and operational issues.
3. Records and maintain the minutes of all Church and BOD meetings.
4. Performs any and all other duties as determined by the Senior Pastor.

H. Duties of the Diaconate - The Diaconate, which consists of the Deacons and the Deaconess, shall strive to maintain a high commitment to the vision and mission of God for the Church. They shall be responsible for:

1. Reporting to the Sr. Pastor and the Executive Pastor.
2. Assisting in the preparation and conducting of the ordinances of the Church unless job or sickness precludes. Failure to participate for three (3) month will be grounds for removal.
3. Serve as Armor Bearers to the Senior Pastor and the First Lady.
4. Teach as needed.

5. Serve as the follow-up team for the assimilation of all new disciples.
6. Report all membership needs and concerns to Executive Pastor and/or Sr. Pastor.
7. Visit the sick and shut-in and provide extended pastoral care.
8. Liaison to the Sr. Pastor.
9. Oversee the Bereavement process.
10. Biblically support the church and tithing (as outlined in Article II) in attendance.
11. Provide operational support to the School of Discipleship.
12. Submit a monthly report of all Diaconate activities to the Sr. Pastor.
13. Maintaining stability within the ministry
 - a. Any member of the Diaconate who has been faithful and true to their office, and who by virtue of age or infirmity is unable to continue this active service, may be deemed an Emeritus Diaconate member for life. Such diaconate member may attend meetings, counsel other diaconate members, and enter into business discussions.
 - b. Regular Diaconate meetings shall be held at least monthly.
 - c. A chairman, vice-chairman, and secretary shall be elected by active members of the Diaconate using the election process as outlined in the policies and procedures manual. (1) They shall be elected to serve a two (2) year term prior to the first regular meeting of each church year, which begins in January. (2) If the election is not held, before the first meeting, the Sr. Pastor reserves the right to appoint the chair, vice chair and secretary.
14. Perform any and all other duties as determined by the Senior Pastor.

J. Trustees - Trustees, under the leadership of the Sr. Pastor and the B.O.D., shall strive to maintain a high commitment to the vision and mission of God for the Church. Additional duties and responsibilities are to:

1. Report to the Financial Administrator.
2. Serve as legal representatives for legal and financial issues of the Church as directed by the B.O.D. and/or the Sr. Pastor.

3. Co-sign all legal documents relating to purchasing, sale, mortgage, or rentals.
4. Maintain the church's property, grounds, and equipment in conjunction with the maintenance staff.
5. Conduct quarterly inventory of all church property and equipment; survey of damages and/or missing items.
6. Review and update all church insurance policies in conjunction with the Executive Pastor.
7. Responsible for the proper disposal of all property discarded by the church.
8. Attend to and conduct the ordinances of the Church unless job or sickness precludes. Failure to participate for three (3) month will be grounds for removal.

Diaconate:

1. The Diaconate will hold office as long as they faithfully perform their duties. Failure to fulfill these duties for a period of 3 months will automatically result in a request to vacate their office.
2. The trustees will be appointed every two (2) years by the Sr. Pastor to serve no more than two (2) consecutive terms.
3. All leaders will be allowed to serve two (2) years, not to exceed two (2) consecutive terms. If performance is deemed to be beneficial, the Senior Pastor may designate that they serve for additional terms.
4. All regular committees and all committee chairmen shall serve a two (2) year term.

K. Removal of Office - Any officer, who for a period of three (3) months, (excluding sickness, temporary job relocation, prior conference with the Senior Pastor) fails to perform the duties of their office faithfully, automatically vacates the same. The Senior Pastor may with good and sufficient cause, remove any officer from office.

L. Resignations - Resignations from elected /appointed officers and hired staff members shall be made in writing to the Executive Pastor. Resignations from ministry leaders shall be made in writing to the Executive Pastor and/or Sr. Pastor. The resignation will be effective immediately.

CHURCH STAFF

The Staff of Life Changers Christian Fellowship, Inc. is an integral part of the everyday life at the church. The staff will be readily available to serve, enable, and help grow, and assist in times of crisis,

and work in conjunction with the Senior Pastor to make better disciples and faithful servants of God's Kingdom. The Paid Staff positions will be determined by the vision and mission of the Church BOD, and the Senior Pastor. This includes hiring and terminations.

Article V:

Board of Directors:

1. **President:** Michael L. Williams
9338 Lockheed Lane
Jacksonville, FL 32221
2. **Vice- President:** Jimmy Cooper
691 Roger Sherman Street
Orange Park, FL 32073
3. **Secretary:** Abigail Covington
6756 103rd Street
Jacksonville, FL 32210
4. **Treasurer:** Bridgett Horne
7260 Longhorn Circle South
Jacksonville, FL 32244

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Article VI:

Registered Agent:

Michael L. Williams
9338 Lockheed Lane
Jacksonville, FL 32221

Michael L. Williams 6-23-06
Michael Williams

Article VII:

Incorporator:

Michael L. Williams
9338 Lockheed Lane
Jacksonville, FL 32221

Signature: *Michael L. Williams*
Michael Williams

Date: 6-23-06