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FILE NUMBER

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EUGENE J. LANEVE

JUSTIN C. CARLIN

**VIA FEDEX** 

June 28, 2013

Registration Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, Florida 32301

Re: Open Fellowship Christian Church, Inc.

To Whom It May Concern:

Please find enclosed the following items:

- 1. Articles of Incorporation of Open Fellowship Christian Church, Inc. (including Certificate of Designation of Registered Agent/Registered Office)
- 2. \$155.00 filing fee and certified copy fee.

Please return all correspondence to the undersigned attorney using the contact information listed on this letterhead. If you have any questions, please do not hesitate to contact this office.

Thank you for your attention to this matter.

Sincerely yours,

JUSTIN C. CARLIN

JCC/ip Enc.

## ARTICLES OF INCORPORATION OF OPEN FELLOWSHIP CHRISTIAN CHURCH, INC.

#### ARTICLE I Name

The name of this corporation is Open Fellowship Christian Church, Inc.

#### ARTICLE II <u>Duration</u>

This corporation shall have perpetual existence, and the corporate existence shall commence upon the filing of these Articles by the Department of State.

## ARTICLE III Purpose

This corporation is organized for all lawful purposes permitted to be carried out by a corporation not-for-profit, limited however to such purposes as are permitted by an organization recognized as an exempt organization pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, as explained in the relevant Treasury Regulations ("Internal Revenue Code"). The purposes of the corporation shall include, but shall not be limited to, the following lawful purposes:

- 1. To operate a church, including, without limitation, conduct worship services, provide religious instruction, celebrate sacraments, and fulfill and implement all other aspects of the church.
- 2. The foregoing purpose is subject to the general limitation that the purposes for which this corporation is organized are to receive and maintain real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code.
- 3. No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, any director or officer of the corporation or any member of the corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no director or officer of this corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.
- 4. The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code. The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code. The corporation shall not retain any

excess business holdings as defined in Section 4943(c) of the Internal Revenue Code. The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code. The corporation shall not make any taxable expenditure as defined in Section 4945(d) of the Internal Revenue Code.

5. Upon the dissolution of this corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code, as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as the Court shall determine, that are organized and operated exclusively for such purposes.

## ARTICLE IV Initial Registered Office and Agent and Principal Office and Mailing Address

The street address of the initial registered office of this corporation is 644 Southeast Fourth Avenue, Fort Lauderdale, Florida 33301, and the name of the initial registered agent of this Corporation at that address is JUSTIN C. CARLIN. The principal office and mailing address of the corporation is 614 S.W. 77th Avenue, North Lauderdale, Florida 33068.

## ARTICLE V Capital Stock

This corporation shall be a non-stock, not-for-profit corporation.

#### ARTICLE VI Initial Board of Directors

This corporation shall have six directors initially. The number of directors may be increased or decreased from time to time in accordance with the Bylaws, but never shall be less than three. The names and addresses of the initial directors of this corporation are:

Willie A. Dixon, Jr. 614 S.W. 77th Avenue North Lauderdale, Florida 33068

Jeremiah A. Dixon 11554 Royal Palm Bouelvard Coral Springs, Florida 33065

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Nancy Dixon 614 S.W. 77th Avenue North Lauderdale, Florida 33068

Gloria McNair 2471 N.W. 55th Terrace Lauderhill, Florida 33313

Claudia Baughman 6935 N.W. 14th Court Margate, Florida 33063

Alton Tavares Clayton 614 S.W. 77th Avenue North Lauderdale, Florida 33068

## ARTICLE VII Members

This corporation shall not have members.

## ARTICLE VIII Incorporator

The name and address of the person signing these Articles is:

JUSTIN C. CARLIN, ESQUIRE 644 Southeast Fourth Avenue Fort Lauderdale, Florida 33301

## ARTICLE IX Indemnification

This corporation shall indemnify any officer of director or any former officer or director to the fullest extent permitted by law.

## ARTICLE X Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, inconsistent with Florida law or as permitted by the Bylaws.

IN WITNESS WHEREOF, Incorporation this 28 day of	the undersigned subscriber has executed these Articles of ne , 2013.  JUSTIN C. CARLIN	
STATE OF FLORIDA	) ) SS:	
COUNTY OF BROWARD	)	
The foregoing instrument was acknowledged before me this 28 day of 2013, by Justin C. Carlin, incorporator of Open Fellowship Christian Church, Inc., a Florida not-for-profit corporation, on behalf of the corporation. He is personally known to me or has produced the following identification:		
	Notary Public, State of Florida	
My Commission expires:		

JULIA A. LASHBROOK
MY COMMISSION # EE210749
EXPIRES: Jumo 29, 2016

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#### CERTIFICATE DESIGNATING REGISTERED OFFICE FOR THE SERVICE OF PROCESS WITHIN THIS STATE AND NAMING AGENT UPON WHOM SERVICE MAY BE SERVED

This Certificate is submitted pursuant to Sections 48.091 and 607.0501, and 617.0501, *Florida Statutes*, as follows:

Open Fellowship Christian Church, Inc., desiring to organize under the laws of the State of Florida with its registered office, as indicated in its Articles of Incorporation, in the City of North Lauderdale, County of Broward, State of Florida, has named JUSTIN C. CARLIN, of 644 Southeast Fourth Avenue, Fort Lauderdale, Florida 33301, as its agent to receive service of process within this State.

#### **ACKNOWLEDGMENT:**

Having been named to receive Service of Process for the above named corporation at the place designated in this Certificate, I hereby agree to act in this capacity and agree to comply with the provisions of said Act.

JUSTIN C. CARLIN