

N 30113

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP

WAIT

MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only

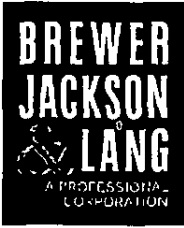


200289100712

08/17/16--01013--018 \*\*70.00

FILED  
2016 AUG 17 PM 12:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

8/30/16



Lindsey Arnold  
Administrative Assistant  
5201 N. O'Connor Boulevard, 5<sup>th</sup> Floor, Irving, Texas 75039  
Phone: 972-870-9898 or 817-764-1723 Facsimile: 972-870-9053  
larnold@brewerjackson.com  
www.brewerjackson.com

August 16, 2016

Florida Department of State  
Amendment Sections  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314  
**Via FedEx 7770 0588 4408**

RE: *Church by the Glades - Articles of Merger*

Dear Sir or Madam:

Please find enclosed the *Articles of Merger* for filing as well as Check No. 6365 in the amount of \$70.00. Should you have any questions, please do not hesitate to contact this office.

Thank you.

Sincerely,

A handwritten signature in black ink, appearing to read "L. Arnold", written in a cursive style.

Lindsey Arnold

LEA/  
Enclosures as stated.  
CC: Client

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Church by the Glades  
\_\_\_\_\_  
(Name of Surviving Corporation)

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Laura Lang  
\_\_\_\_\_  
(Contact Person)

Brewer Jackson & Lang, P.C.  
\_\_\_\_\_  
(Firm/Company)

5201 N. O'Connor Blvd., Ste. 500  
\_\_\_\_\_  
(Address)

Irving, Texas 75039  
\_\_\_\_\_  
(City/State and Zip Code)

For further information concerning this matter, please call:

Laura Lang At ( 972 ) 870-9898  
\_\_\_\_\_  
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

**STREET ADDRESS:**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

**MAILING ADDRESS:**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

**UNANIMOUS CONSENT RESOLUTION OF  
THE CHURCH COUNCIL OF  
HIGH POINT CHURCH, INC.  
A Florida not for profit corporation**

**RESOLUTION TO APPROVE MERGER, TRANSFER AND PLAN OF MERGER**

Whereas, Coral Baptist Church, Inc. d/b/a Church by the Glades ("Church by the Glades") and High Point Church, Inc. ("High Point") entered into discussions regarding the possible mechanics of a merger and transfer of assets between the two entities, with the Church being the surviving entity; and

Whereas, High Point through the vote of its congregation, has chosen to merge with the Church by the Glades; and

Whereas, it is in the best interest of High Point to agree to a merger with Church by the Glades; and

Whereas, the following is the proposed plan of merger as voted on by High Point's congregation:

The Church Council of High Point Church, Inc. has been considering how to best ensure the fulfillment of the Church's tenets of faith and the Great Commission.

As such, the Board resolved, and the membership approved, that it is in the best interest of High Point Church, Inc. to merge and transfer its assets and liabilities, including all existing financial obligations, loans, leases and obligations to Coral Baptist Church, Inc.

The members of High Point Church shall become members of Coral Baptist Church, Inc. with all of the rights duties and privileges associated therewith.

High Point shall merge and transfer all of its assets and liabilities, including all existing financial obligations, loans, bank accounts, savings accounts, real estate, and other assets and liabilities to Coral Baptist Church, Inc. d/b/a Church by the Glades. Any real estate transferred to Coral Baptist Church, Inc. shall be subject to a restriction that the property be used by or for an organization affiliated with the Florida Baptist Convention.

The Articles of Incorporation and Bylaws of Coral Baptist Church, Inc. shall remain unchanged as a result of the merger.

2018 AUG 17 PM 12:00  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The name of the surviving corporation is Coral Baptist Church, Inc. and the jurisdiction of said surviving corporation is Florida.


Whereas, the Church Council of High Point finds that the plan of merger is acceptable and in accordance with the vote of High Point's congregation; be it therefore

RESOLVED, that the merger and transfer of assets and liabilities by and between Coral Baptist Church, Inc. and High Point Church, Inc., be and hereby is approved.

RESOLVED FURTHER THAT, Barbara Townsend and Robert Bean are hereby individually and collectively authorized to execute any and all documents necessary to complete the merger and transfer of assets and liabilities from High Point Church, Inc. to Coral Baptist Church, Inc. d/b/a Church by the Glades.

Effective as of the 10th day of August 2016.

  
Chairman of the Church Council

  
Secretary of the Church

**ARTICLES OF MERGER  
OF  
CORAL BAPTIST CHURCH, INC.,  
A Florida nonprofit corporation  
AND  
HIGH POINT CHURCH, INC.  
A Florida nonprofit corporation**

The following Articles of Merger are submitted in accordance with the Florida Not For Profit Corporation Act, pursuant to section 617.1105, Florida Statutes.

**I.**

The name of the surviving corporation is Coral Baptist Church, Inc., a Florida not for profit corporation, document number N30113.

**II.**

The name of the merging corporation is High Point Church, Inc., a Florida not for profit corporation, document number N04000000166.

**III.**

The Plan of Merger is attached hereto as Exhibit "A" and is as follows:

The Church Council of High Point Church, Inc. has been considering how to best ensure the fulfillment of the Church's tenets of faith and the Great Commission.

As such, the Board resolved, and the membership approved, that it is in the best interest of High Point Church, Inc. to merge and transfer its assets and liabilities, including all existing financial obligations, loans, leases and other obligations to Coral Baptist Church, Inc.

The members of High Point Church shall become members of Coral Baptist Church, Inc. with all of the rights duties and privileges associated therewith.

High Point shall merge and transfer all of its assets and liabilities, including all existing financial obligations, loans, bank accounts, savings accounts, real estate, and other assets and liabilities to Coral Baptist Church, Inc. d/b/a Church by the Glades.

The Articles of Incorporation and Bylaws of Coral Baptist Church, Inc. shall remain unchanged as a result of the merger.

FILED  
AUG 17 3 12:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The name of the surviving corporation is Coral Baptist Church, Inc. and the jurisdiction of said surviving corporation is Florida.

**IV.**

The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

**V.**

The Plan of Merger was adopted by High Point Church, Inc. on August 10, 2016 by a 2/3 majority vote of the members present at the special meeting of the merging corporation called for the purpose of approving the articles and plan of merger.

**VI.**

There are no members of the surviving corporation, Coral Baptist Church, Inc., entitled to vote on the articles and plan of merger. The plan of merger was unanimously adopted by the Board of Directors on August 10, 2016.

**VII.**

This information is certified as true and correct by the following representatives of each corporation.

**Coral Baptist Church, Inc.**  
**A Florida not for profit corporation**

By: 

**Pastor David Hughes, President**

**High Point Church, Inc.**  
**A Florida not for profit corporation**

By: 

**(Robert E. Bean, Chairman of the Deacons)**

By: 

**(Barbara Townsend, Secretary)**

EXHIBIT "A"  
PLAN OF MERGER BY AND BETWEEN  
CORAL BAPTIST CHURCH, INC.  
a Florida Not for Profit Corporation  
and  
HIGH POINT CHURCH, INC.  
a Florida Not for Profit Corporation

**The following Articles of Merger are submitted in accordance with the Florida Not For Profit Corporation Act, pursuant to section 617.1101, Florida Statutes.**

I.

The name of the surviving corporation is Coral Baptist Church, Inc. and the jurisdiction of said surviving corporation is Florida.

II.

The name of the merging corporation is High Point Church, Inc. and the jurisdiction of the merging corporation is Florida.

III.

The terms and conditions of the merger are as follows:

The Church Council of High Point Church, Inc. has been considering how to best ensure the fulfillment of the Church's tenets of faith and the Great Commission.

As such, the Board resolved, and the membership approved, that it is in the best interest of High Point Church, Inc. to merge and transfer its assets and liabilities, including all existing financial obligations, loans, leases and payroll obligations to Coral Baptist Church, Inc.

The members of High Point Church shall become members of Coral Baptist Church, Inc. with all of the rights duties and privileges associated therewith.

High Point shall merge and transfer all of its assets and liabilities, including all existing financial obligations, loans, bank accounts, savings accounts, real estate, and other assets and liabilities to Coral Baptist Church, Inc. d/b/a Church by the Glades.

The Articles of Incorporation and Bylaws of Coral Baptist Church, Inc. shall remain unchanged as a result of the merger.



The name of the surviving corporation is Coral Baptist Church, Inc. and the jurisdiction of said surviving corporation is Florida.

IV.

The merger shall become effective upon the date the Articles of Merger are filed with the Florida Secretary of State.

V.

The Articles of Incorporation and Bylaws of Coral Baptist Church, Inc. shall remain unchanged as a result of the merger.