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**N96000000534**

January 23, 1996

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-01/26/96--01029--019  
\*\*\*\*122.50 \*\*\*\*122.50

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

Re: IGLESIA BAUTISTA CENTRAL DE ORLANDO, INC.  
(CENTRAL BAPTIST CHURCH OF ORLANDO, INC.)

Dear Sir/Madam:

Enclosed please find the original and one copy of the articles of incorporation for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$122.50, representing the fees for filing and a certified copy.

Thank you for your assistance in this matter.

Sincerely,

*Louis Davila*  
LOUIS DAVILA, ATTORNEY AT LAW

LD:ba

EFFECTIVE DATE  
1-23-96

*Dmc*  
1-30-96

**FILED**  
96 JAN 26 PM 2:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a corporation not for profit, pursuant to Chapter 617, Florida Statutes, adopt the following articles of incorporation for such corporation.

A R T I C L E I

The name of the corporation is:

EFFECTIVE DATE

1-23-96

IGLESIA BAUTISTA CENTRAL DE ORLANDO, INC.

(CENTRAL BAPTIST CHURCH OF ORLANDO, INC.)

and the initial principal address of the corporation is:

5000 Silver Star Road, Orlando, Florida, 32808.

A R T I C L E II

The period of duration of this corporation is perpetual, unless dissolved according to law. Corporate existence shall commence upon the 23 day of JANUARY, 1996.

A R T I C L E III

The purpose for which the corporation is organized are as follows:

1. To establish and maintain a local congregation of the

IGLESIA BAUTISTA CENTRAL DE ORLANDO, INC.  
(CENTRAL BAPTIST CHURCH OF ORLANDO, INC.)

2. To spread the Gospel of Jesus Christ, promote holiness and the worship of God among its members and attendants, and the practice of Christian virtues as admonished by the Holy Scriptures.

3. To employ and discharge ordained, licensed and commissioned ministers of the Gospel, and others, to conduct and carry on divine services at a place of worship, and elsewhere, and to collect and disburse any and all necessary funds for the maintenance of said corporation and ecclesiastical body being the local congregation known as IGLESIA BAUTISTA CENTRAL DE ORLANDO, INC. (CENTRAL BAPTIST CHURCH OF ORLANDO, INC.)

4. To provide appropriate religious education and training for its members and those attending its church school and other educational meeting and classes.

5. To organize missionary work for the teachings of the Gospel of God, within, and throughout the United States of America, and to maintain a house of worship.

6. To promote the teaching of the Gospel of God among the members of the Church and also among the non-members.

7. To ordain Christian workers to visit hospitals, jails, and other institutions.

8. To hire or procure the services of competent ministers or persons with or without compensation to promulgate the teachings of the Gospel of God.

9. To ordain ministers and reverends to promulgate the teachings of the Gospel of God;

10. To rent, lease or purchase such buildings or edifices which might be needed by the congregation, to alter or repair same and to dispose of same when no longer needed or used by the corporation.

11. To acquire property whether real, personal or mixed, by purchase, gift, legacy, bequest or in any manner and to borrow money, issue bonds or notes, and all other documents necessary or appropriate in carrying out the objects and purposes set forth in this Article III.

12. To do all and everything necessary, suitable or proper for the accomplishments of any of the purposes or the attainment of any one or more of the purposes herein stated, or incidental to the powers named, or which shall at any time appear conducive or expedient for the promotion of its welfare, and the accomplishment of the purposes herein stated.

#### A R T I C L E I V

The terms of admission to membership in this corporation shall consist of membership in good standing in the ecclesiastical body known as the IGLESIA BAUTISTA CENTRAL DE ORLANDO, INC. (CENTRAL BAPTIST CHURCH OF ORLANDO, INC.) and each member in good standing in such ecclesiastical body shall by virtue thereof be a member of this corporation. Membership shall be conditioned upon the acknowledgment and acceptance of the beliefs and tenants of the

IGLESIA BAUTISTA CENTRAL DE ORLANDO, INC.  
(CENTRAL BAPTIST CHURCH OF ORLANDO, INC.)

#### A R T I C L E V

In the event, of dissolution, all of the remaining assets and property of the corporation shall after necessary expenses thereof be distributed to such organization as shall qualify under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or to do another religious organization to be used in such manner as to best accomplish the general purposed for which his corporation was formed.

#### A R T I C L E VI

Notwithstanding any other provision of these articles, the corporation is organized exclusively for one of more of the following purposes: religious, charitable, scientific, testing for public safety, literary or educational purposes or to foster national or international amateur sports competition (but only in no part of it's activities involve the provisions of athletic facilities or equipment) of for the prevention of cruelty to children or animals, as specified to in Section 501(c)(3) of the Internal Revenue Code of 1954, and shall not carry on any activities not permitted to be carried on by a corporation exempted from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954, and should not carry on any activities not permitted to be carried on by a corporation exempted from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954.

## A R T I C L E   V I I

No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, director, officer of the corporation or any private individual (except that reasonable compensation that may be paid for services rendered to or for the corporation) and no member, trustee, officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

## A R T I C L E   V I I I

The Street address of and city of the initial registered office of the corporation is: 2359 Atrium Circle, Orlando, FL 32808

and the name of the registered agent at such address is:

Reverend Jose Flores

IGLESIA BAUTISTA CENTRAL DE ORLANDO, INC.

(CENTRAL BAPTIST CHURCH OF ORLANDO, INC.)

and the initial principal address of the corporation is:

5000 Silver Star Road, Orlando, Florida, 32808.

## A R T I C L E   I X

The affairs of the corporation shall be managed by a Board of Trustees, which shall consists of not less than (3) three and not more than (9) nine members of the corporation in good standing. The number, tenure of office, manner of election and filling of vacancies shall be as provided in the By-Laws of the corporation. The initial members of the Board of Trustees and their respective addresses are:

<u>Name</u>	<u>Address</u>
Benigno Santiago	5660 Chukar Drive, Orlando, FL 32810
Aleja Aponte	3102 Shady Willow Drive, Orlando, FL 32808
Juana Milady Batista	3703 Tam Drive, Orlando, FL 32808
Rosendo Cruz	165 Willow Avenue, Altamonte Springs, FL 32714
Rev. Jose Flores	2359 Atrium Circle, Orlando, FL 32808

#### A R T I C L E X

This corporation is organized under a non-stock basis.

#### A R T I C L E XI

The Trustees and officers of the corporation are the incorporators. The officers of the corporation shall consist of a President, a Secretary and a Treasurer. The Secretary and Treasurer may be the same person. The manner of election, tenure of office and filling vacancies shall be as provided in the By-Laws of the corporation. The initial officers of the corporation are as follows:

<u>Name</u>	<u>Address</u>
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PRESIDENT:

JOSE FLORES	2359 Atrium Circle, Orlando, FL 32808
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SECRETARY:

ALEJA APONTE	3102 Tam Drive, Orlando, FL 32808
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TREASURER: Rosendo Cruz	165 Willow Avenue, Atlamonte Springs, FL 32714
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#### A R T I C L E XII

The corporation shall provide By-Laws for its government not inconsistent with these Articles of Incorporation, the laws of the State of Florida and the United States, nor inconsistent with the government and discipline of the IGLESIA BAUTISTA CENTRAL DE ORLANDO (CENTRAL BAPTIST CHURCH OF ORLANDO, INC.), as may be from time to time provided in the Official MANUAL of said church.

#### A R T I C L E XIII

General indemnification-This church shall have the authority to indemnify, save and hold harmless, to the fullest extent permitted by law, any of its members when serving as duly appointed officers, secretary, members of the Board of Directors, standing or special committees, programs or projects, or in any other capacity, when duly appointed or directed to act under the auspices of the church, any of its employees or authorized agents from and against any and all claims, losses, damages, costs, and expenses, including reasonable attorneys' fees, of any kind, arising from or in connection with any authorized activity or activities which are

performed in good faith within the scope of their duties for or on behalf of the church; this Article shall not provide for indemnification against gross negligence or willful misconduct by any member, employee, or agent. No indemnification by the church under the Article shall take effect except upon approval by the Board of Directors.

#### A R T I C L E   X I V

These Articles of Incorporation may be amended by a vote of (2/3rds) two-thirds of the members present at an annual meeting or special meeting called for such purpose provided that notice of the proposed amendment shall be given to the membership in accordance with the provisions of the By-Laws and in accordance with any requirements of the IGLESIA BAUTISTA CENTRAL DE ORLANDO, INC.

(CENTRAL BAPTIST CHURCH OF ORLANDO, INC.) No amendment or provision shall be made in these Articles of Incorporation that shall allow or cause the property of the local church, as incorporated to be diverted from the IGLESIA BAUTISTA CENTRAL DE ORLANDO, INC.(CENTRAL BAPTIST CHURCH OF ORLANDO, INC.)

Dated this 23rd day of JANUARY, 1996.

#### A R T I C L E   X V

IN WITNESS WHEREOF, the undersigned incorporator(s) have executed these Articles of Incorporation this 23 day of JANUARY 1996.

Signatures of Incorporators

PRESIDENT:

SECRETARY:

TREASURER:

TRUSTEE:

TRUSTEE:

STATE OF FLORIDA

COUNTY OF OSCEOLA

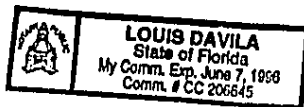
Before me, the undersigned authority, personally appeared

BENIGNO SANTIAGO, ALEJA APONTE

JUANA MILADY BATISTA, ROSENDO CRUZ

REVERENDO JOSE FLORES, to me well known to be the persons who executed the foregoing articles of Incorporation and acknowledged before me, according to law, that they made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 23<sup>rd</sup> day of JANUARY, 1996.



Louis Davila  
NOTARY PUBLIC, STATE OF FLORIDA



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 Florida Statutes.

  
REVEREND JOSE FLORES  
(Registered Agent)

FILED  
95 JAN 26 PM 2:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA