

TRANSMITTAL LETTER
96000001212

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

SUBJECT: LIGHTHOUSE OF FAITH CHRISTIAN CENTER, INC.
(Proposed corporate name - must include suffix)

700001710947
-02/09/96--01008--001
****131.25 ****131.25

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
- \$122.50 Filing Fee & Certified Copy
- \$131.25 Filing Fee, Certified Copy & Certificate

FROM: STANLEY D. WILLIAMS 600001710946
-02/09/96--01111--001
****131.25 ****131.25
Name (Printed or typed)

184 BAGGETT PLACE
Address

FORT WALTON BEACH, FL 32548
City, State & Zip

(904) 243-1953
Daytime Telephone number

WFB 3/6/96
clb 7/8
clb 5/9
clb 7

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



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 12, 1996

STANLEY D. WILLIAMS
184 BAGGETT PLACE
FORT WALTON BEACH, FL 32548

SUBJECT: LIGHTHOUSE OF FAITH CHRISTIAN CENTER, INC.
Ref. Number: W96000003162

We have received your document for LIGHTHOUSE OF FAITH CHRISTIAN CENTER, INC. and check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Corporations may file using only the corporate name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

Please return 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 (904) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 596A00006088



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ARTICLES OF INCORPORATION

The undersigned acting as incorporators of a corporation to chapter 617, Florida Statutes, adopt the following Articles of Incorporation on the 11th day of Dec. 1995, in the city of Fort Walton Beach, State of Florida.

ARTICLE I

Name

The name of this church shall be: Cathedral of the Holy Spirit at the Lighthouse of Faith Christian Center, Inc.

ARTICLE II

Principal place of business and mailing address

The principal place of business and mailing address of this corporation shall be in the County of Okaloosa, City of Fort Walton Beach, State of Florida. The church may also have offices at such other places as the Board of Directors may from time to time designate. The principle address is: 184 Baggett Place, Fort Walton Beach, Florida 32548.

ARTICLE III

Purposes

1. To propagate the Christian Faith and to spread the Gospel of Jesus Christ as revealed through the Holy Scriptures by all means of communication, whether visual, verbal or written via seminars, radio, television, and other forms of mass media.
2. To provide for preaching, teaching and fostering the growth of the Christian Religion in all places, local and international; to license and ordain ministers; to carry on the work of evangelism; to promote missionary work in all places; to carry on the organization of churches and foster their development and local sovereignty and independence according to this Constitution and its By-Laws.
3. To erect and maintain Church buildings, social halls, business offices, school buildings, recreational facilities, parsonages, and such other structures as are deemed necessary, and to organize and promote such activities as deemed necessary for the upkeep and continuance of said buildings and facilities.
4. To collect, solicit and accept funds, gifts and other subscriptions; to hold in trust, use, mortgage, lease, sell, or otherwise acquire or dispose of property, real or chattel, in keeping with the recited purposes of this church, and it shall have and exercise all powers that are necessary or convenient to effect any and all of the purposes for which this congregation is organized.

ARTICLE IV
Manner of appointment of directors

The manner in which the directors are appointed is as follows:

1. Board of Directors

This Church, as to its business affairs, shall be fully controlled, governed and operated by its Board of Directors, which shall consist of a minimum of three (3) to (5) members, but the number may be increased as the need arises, these being taken from qualified Elders. The Board of Directors shall be a President, Vice President, Secretary/Treasurer.

The President and Vice President of the Board of Directors will also be known as the "first Board of Trustees." All members of the Board of Directors will be appointed by the President of the Board.

2. Directors

The Board of Directors at this period of time consists of the following:

The President, Senior Pastor and Chairman of the Board
The Vice President, Elder
Secretary/Treasurer, Elder

3. New Member

New members of the Board shall be appointed by the President of the Board as the need arises. All Board members must be chosen and accepted on the basis of the Scriptural qualifications laid down in I Timothy 3:1-7 and Titus 1:5-9, and must be official members of the Church. No person, other than an Elder shall be eligible for election or appointment to the Board of Directors.

4. Term of Office

All Board members will maintain their position for life but are subject to removal at any time when they cease to qualify under the original qualifications by which they were appointed. With the exception of the President, who cannot be removed by any board or church vote.

5. Replacement

The President with the advice of the Board of Directors will determine when any member of the Board is no longer fulfilling the necessary qualifications for office. Board members may also resign voluntarily at their own request, which must be stated in written form. The replacement of any position in the Board of Directors shall be determined and appointed by the President of the Board with the advice of the Board.

7. Successor to the Senior Pastor

The Senior Pastor shall have the sole powers, duties and authority to name his successor. In the event of the death or disability of the Senior Pastor the Vice President of the first Board of Trustees will automatically become the Senior Pastor having all rights, duties, and powers as such.

ARTICLE V

Limitation of corporate powers

The President, who is also the Senior Pastor, or delegated official, with the advice of the other members of the Board of Directors will have the power, duties and authority to implement such powers and duties as follows:

- a. To exercise the power and business of the Congregation.
- b. To apply to the proper authorities for permission to carry on the business of the congregation wherever they may be suitable locally, in state, nationally, or internationally.
- c. The President will have the power to appoint an attorney with the advice of the other members of the Board of Directors to do any acts and execute any documents for and on behalf of the Board of Directors.
- d. To manage and control gifts, legacies and beneficiaries of any kind.
- e. To manage and control investments.
- f. To meet any costs, expenses and liabilities from such funds as may be needed by the church.
- g. To insure, build, repair and maintain property.
- h. To employ such staff as may be required in the functioning of the Church and to discuss such staff.
- i. To properly attend to accounts and audit, and keep records of all payments; the treasurer being appointed to prepare a proper balance sheet of the Church business on a quarterly basis of each year.
- j. To call for the General Assembly of the Church for an Annual (or Special) Meeting, the date of same to be advised in the Church-News and notice of such Meeting must be given at least two weeks prior to the date of such Meeting.

TRUSTEES

1. The Trustees

The number of Trustees shall be (2). Trustees need not be residents of the State of Florida nor members of the church. The Trustees, other than the first Board of Trustees, and except as provided in any Article shall be elected at the annual meeting of voting members, and each trustee shall serve until the next succeeding annual meeting and until his successors shall have been elected and qualified. The Board of Trustees shall be authorized to increase their number by unanimous consent.

Any vacancy occurring in the Board of Trustees may be filled by the affirmative vote of the majority of the remaining Trustees but less than a quorum of the Board of Trustees. A Trustee elected to fill a vacancy shall be elected for the unexpired portion of the term of his predecessor in office.

2. Powers and Duties of Trustees

- a. The affairs of the church shall be managed by its Board of Trustees which may exercise all such lawful acts and things as are not by statute or by these Articles of Incorporation, or by the By-laws directed or required to be exercised or done by the voting members.
- b. The trustees may keep the books of the church, except such as required by law to be kept within the state, outside of the State of Florida at such place or places as they may from time to time determine.
- c. The Board of Trustees, by the affirmative vote of a majority of the Trustees then in office, shall have the authority to establish reasonable compensation of all Trustees for services to the corporation as Trustees, or otherwise.

International Board of Trustees

The Cathedral of the Holy Spirit at the Lighthouse of Faith Christian Center, Incorporated hereby makes provisions to become involved in various missionary activities overseas. When the activities of the Church in a particular country or nation make it desirable. The Board of Trustees may create an International Board of Trustees to direct those activities, and are subject to review by the Board of Trustees. The duties of the International Board of Trustees will be to exercise such power and authority as had been specifically given to it by the Board of Trustees, and all other activities that are necessary, and do not exceed that intended by the Board of Trustees. The International Board of Trustees shall have the responsibility of insuring that its activities reflect the principles, nature and purpose of the Cathedral of the Holy Spirit at the Lighthouse of Faith Christian Center, _ Incorporated.

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: CATHEDRAL OF THE HOLY SPIRIT AT THE
(must include suffix)

LIGHTHOUSE OF FAITH CHRISTIAN CENTER, INC.

2. The name and address of the registered agent and office is:

STANLEY D. WILLIAMS

(Name)

184 BAGGETT PLACE

(Street address - P. O. Box or Mail Drop Box NOT acceptable)

FORT WALTON BEACH, FLORIDA 32548

(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Signature)

17 JANUARY 1996

(Date)

RECEIVED
STATE OF FLORIDA
CORPORATION DIVISION
JAN 17 1996