



McQuay & Co., CPAs, P.A.

CERTIFIED PUBLIC ACCOUNTANTS
Members: AICPA, FICPA

N/96000002492

April 18, 1996

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

1000001310041
-05/06/96--01103--018
***122.50 ***122.50

Dear Sir:

Enclosed are two (2) copies of the Articles of Incorporation of **FIRST MISSIONARY BAPTIST CHURCH OF HIGHLAND PINE, INC.** and the appointment of a registered agent for filing purposes.

Also enclosed is a check for \$122.50 to cover charter tax, filing fees, registered agent filing fee, and cost of a certified copy of the Articles. Please send a certified copy to me at the following address:

McQuay & Co., CPAs, P.A.
110 N. Lincoln Avenue
Tampa, Florida 33609

Thank you for your prompt attention to this matter.

Sincerely,

David McQuay, Jr., CPA

Enclosure

MAY 10 1996

BSB

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 MAY -6 AM 9:45

FILED

ARTICLES OF INCORPORATION
of
FIRST MISSIONARY BAPTIST CHURCH OF HIGHLAND PINE, INC.
(A NON-PROFIT CORPORATION)

FILED
96 MAY -6 AM 9:45
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a non-profit corporation under the provisions of Chapter 617, Florida Statutes, hereby adopts the following Articles of Incorporation.

ARTICLE I. CORPORATE NAME

The name of this corporation is **FIRST MISSIONARY BAPTIST CHURCH OF HIGHLAND PINE, INC.**

The principal place of business and mailing address of this corporation shall be:

4705 E. 18th Avenue
Tampa, Florida 33605

ARTICLE II. NATURE OF EXISTENCE

The period of duration of the corporation is perpetual.

ARTICLE III. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE IV. PURPOSE

This corporation is organized not for profit under the laws of the State of Florida and the objects and purposes to be transacted and carried on are to promote the general social welfare of the community and for that purpose:

1. To establish a Church and maintain such an organization and its integrated auxiliaries for the purpose of Christian worship, Bible education and Christian evangelism.
2. To operate exclusively for religious, charitable, literary, educational, scientific or literary purposes as will qualify it as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent Federal Tax Laws, including for such purposes, the making of distributions to organizations which qualify as tax exempt organizations under that code.

Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Within the limitations of the intent of this subsection (B), this corporation is organized for the purpose of transacting any and all lawful non-profit business for which corporations may be incorporated under Chapter 617, Florida Statutes, as now exists or may after be amended.

The corporation shall not as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate nor intervene (by publication or distribution of any statement or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE V. CAPITAL STOCK

This corporation shall have no capital stock.

ARTICLE VI. ORGANIZATION

This corporation is not organized for pecuniary profit and shall have no power to declare dividends. No part of its net earnings shall inure to the benefit of any member, director, or individual. The balance, if any, of all money received by the corporation from its operations, after payment in full of all operating expenses, debts, and obligations of the corporation of whatsoever kind and nature as they become due shall be used to make advance payments on loans owed by the corporation, to provide, religious, charitable, literary and educational services to the community, or for some related purpose.

ARTICLE VII. MEMBERSHIP

This corporation shall be composed of members rather than shareholders. The conditions and regulations of membership and the rights or other privileges of the classes of members shall be determined and fixed by the bylaws.

Members of the corporation shall not be liable for any debts or obligations of the corporation and shall not be subject to any assessment; but reasonable membership dues may be determined and fixed by the bylaws.

ARTICLE VIII. BOARD OF DIRECTORS

The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. This corporation shall have three directors constituting the initial Board of Directors. The qualification for directors and the manner of their admission shall be regulated by the Bylaws; however, there shall never be less than three directors nor more than fifteen directors.

ARTICLE IX. INITIAL DIRECTORS

The names and addresses of the initial directors of this corporation are:

FRANK L. CARTER
4705 E. 18th Avenue
Tampa, Florida 33605

WILLIE L. LEWIS
4705 E. 18th Avenue
Tampa, Florida 33605

SARAH C. CLEMONS
4705 E. 18th Avenue
Tampa, Florida 33605

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE X. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered office of this corporation in the State of Florida shall be:

FRANK L. CARTER
4705 E. 18th Avenue
Tampa, Florida 33605

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE XI. INCORPORATOR

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

FRANK L. CARTER
4705 E. 18th Avenue
Tampa, Florida 33605

ARTICLE XII. DISSOLUTION

In the event of dissolution of the corporation, the residual assets of the organization will be turned over to one or more organizations described in sections 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code, or the federal, state, or local government for exclusively public purpose. In no event shall any of the assets or property, in the event of dissolution thereof, go or be distributed to members, either for the reimbursement of any sum subscribed, donated, or contributed by such members or for any other purposes, provided that nothing herein shall prohibit the corporation from paying its just debts.

ARTICLE XIII. AMENDMENT

These Articles of Incorporation may be amended at a special call meeting of the membership for that purpose by a majority vote of those present. Every amendment shall be approved by the Board of Directors, proposed by them to the members and approved at a membership meeting by at least a majority of the members entitled to vote, unless all of the directors and all of the members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as incorporator, has executed the foregoing Articles of Incorporation on this 22 day of April, 1996.

Frank L. Carter
FRANK L. CARTER

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 22 day of April, 1996, by FRANK L. CARTER who is personally known to me or who has produced for identification and is known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation.



Tammy Albritton
Notary Public
My commission expires:

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

6:01 PM
96 MAY -6 AM 9:45

Pursuant to the provisions of section 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: **FIRST MISSIONARY BAPTIST CHURCH OF HIGHLAND PINE, INC.**
2. The name and address of the registered agent and office is:

FRANK L. CARTER
4705 E. 18th Avenue
Tampa, Florida 33605

SIGNATURE


FRANK L. CARTER

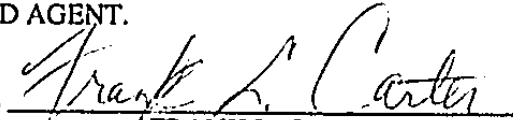
TITLE: *President*

DATE

4-22-96

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


FRANK L. CARTER

DATE

4-22-96