

CAPITAL CONNECTION, INC.

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South Gate Church, Inc.

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

Signature _____

Requested by: *DL*

Name

Date *12/18*

Time *11:30*

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12-18-97

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ARTICLES OF INCORPORATION

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OF

SOUTH GATE CHURCH, INC.

We, the undersigned, with other persons, being desirous of forming a corporation for religious, charitable and literary and educational purposes, under the provisions of Chapter 617 of the Florida Statutes, do hereby agree to the following:

ARTICLE I.

NAME OF THE CORPORATION

The name of this corporation is:

SOUTH GATE CHURCH, INC.

ARTICLE II.

PURPOSES

The general nature of the objects and purposes of this corporation shall be:

1. To disseminate the Gospel of Jesus Christ and the Word of God, to the end that the people of God may be conformed to the image of Jesus Christ.

2. To bring both families of believers and individual believers in the Lord Jesus Christ together in personal fellowship, both in the home, on radio, television and the Internet.
3. To regularly assemble together the members of this Church for fellowship one with another and to worship God in spirit and truth; and to cooperate in the assembling of the whole body of Christ.
4. To provide basic New Testament discipleship to all members.
5. To involve every member of this Church in its fellowship and activities and in the move of the Holy Spirit.
6. To solve family and marital problems so that the home life of each member is healthy and fruitful by Biblical standards.
7. To baptize in water; to anoint the sick with oil; to marry; to dedicate infants; to celebrate the Lord's Supper; and to bury.
8. To act with charitable concern for, and to help, not only all members of this Church, but also all men in need of any help which this Church can give, regardless of race,

social positions, or religious affiliation; to develop and carry out programs of benevolent/humanitarian, social action for the poor, widowed, orphaned, afflicted, imprisoned, underprivileged or aged persons, both within and without this Church, throughout North America and the World.

9. To pray for the needs of all men and for local and national leaders and governments.
10. To support and encourage communications and extension of the Christian life and witness by sound and comprehensive preaching and teaching of the Holy Bible and of the Gospel of the Lord Jesus Christ to all men, both within the fellowship and elsewhere, not only by conventional modes, but also by all means which will accomplish such communication, extension, teaching and preaching, including but not limited to media of communication developed by modern technology; and in aid of such communication, extension, preaching and teaching, but not for private profit, to sponsor, participate in, conduct or engage in radio broadcasting, television broadcasting, the Internet, World Wide Web, the printing or reproducing

and of recording videos, books, and other materials; the establishment and operation of schools, the holding and conducting of seminars, study groups, workshops and meetings, by either resident or traveling evangelists, teachers, or other elders, benevolent, humanitarian assistance on mission fields throughout the world; to receive offerings for services actually rendered to persons, firms and corporations for such purposes.

11. To recognize, support and cooperate with the various ministries established by God to equip believers to fulfill their respective functions as members of the body of Christ and to bring the whole body of Christ to maturity and completion.
12. To ordain ministers; to assist in the establishment and maintenance of other Churches; and to send forth missionaries for the establishment and up building of other Churches, both domestic and foreign.
13. To acquire property by grant, gift, purchase, devise or bequest, and hold and dispose of such property as the corporation shall require for the purposes herein stated and not for pecuniary profit.

14. To take, receive, own, hold, administer, distribute and dispose of property of all kinds, whether real, personal or mixed, acquired by gift, devise, bequest or otherwise, for the advancement, promotion, extension or maintenance or such causes and objects, or any of them; and, in addition to and not in limitation of the foregoing purposes and powers, the corporation may acquire, take, receive, hold, own, administer, distribute and dispose of, gifts, or donations of property, real, personal or mixed, designated by the donors for causes or objects hereinabove mentioned, or any or either of them.
15. The general purposes for which this corporation is formed are to operate exclusively for such religious and charitable purposes as will qualify it as an exempt organization under Section 501(c)(3), and to obtain contributions and/or gifts which are deductible pursuant to Section 170(c)(2) 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.

16. The purposes for which this corporation is formed are not for financial gain, and no financial gain shall ever accrue to any member of this corporation, nor any other person or institution in the conduct of same, but any receipts of this corporation in excess of the expenses of operating and maintaining same shall be applied by the Trustees to carry out the purpose of this corporation or any other non-profit tax-exempt charitable organization, as they in their judgment may deem wise.
17. The foregoing purposes shall be construed as both objects and powers, and the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the powers of this corporation.
18. Notwithstanding any other provision of these Articles, the purposes for which the corporation is organized are exclusively religious, charitable, literary, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE III.

MEMBERSHIP

1. The membership of this corporation shall consist of all persons hereafter named as subscribers to these Articles of Incorporation and all persons who shall meet the following qualifications for membership and who shall be admitted, in the following manner:

- (a) Must accept, believe in and rely on Jesus Christ for salvation;
- (b) Must believe that the Holy Bible is the Word of God;
- (c) Must confess his faith in Jesus Christ and give evidence of his intention to keep his commandments;
- (d) Must commit himself to participate actively in the fellowship of the church.

2. The members of this corporation shall have no right, title, or interest whatsoever in its income, property, or assets; nor shall any portion of such income, property, or assets be distributed to any member on the dissolution or winding up of this corporation. Members of this corporation shall not be personally liable for the debts, liabilities, or obligations of the corporation, and shall not be subject to any assessments.

ARTICLE IV.

CORPORATE EXISTENCE

The corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE V.

SUBSCRIBERS

The names and addresses of the subscribers to these Articles are:

<u>Name</u>	<u>Address</u>
STEPHEN W. BOALT	503 W. Conference Drive Boca Raton, FL 33486
GAYTHALEE M. BOALT	1900 S. Conference Drive Apartment 1 Boca Raton, FL 33486
JEAN COFFIN	1900 S. Conference Drive Apartment 2 Boca Raton, FL 33486
SHARALEE SWANSON	361 S.W. River Drive, #101 Stuart, FL 34997

ARTICLE VI.

OFFICERS

1. The officers of this corporation shall be a President, a Vice-President, a Treasurer, a Secretary, and such other assistant

or administrative officers as may be determined by the Board of Trustees from time to time as provided in the Bylaws.

2. The Board of Trustees shall appoint the officers, and the officers shall serve at the pleasure of the Board of Trustees; provided, however, that any person dealing with the corporation shall be entitled to rely upon any documents signed on behalf of the corporation by its President, Vice-President, with its corporate seal thereto affixed and attested by its Secretary.

3. Initial Officers of the corporation will be as follows:

STEPHEN W. BOALT	President, Treasurer
SHARALEE SWANSON	Vice President
GAYTHALEE M. BOALT	Secretary

ARTICLE VII.

BOARD OF TRUSTEES

The management and control of the corporation shall be vested in the Board of Trustees whose number, powers, functions, jurisdiction, duties and responsibilities shall be as follows:

1. There shall not be less than four (4) Trustees initially. The minimum number of Trustees may be increased in accordance with the needs of the corporation as determined from time to time by the Board of Trustees, but shall never be less than three (3).

2. Each member of the Board of Trustees shall be a member of the corporation.

3. Members of the Board of Trustees shall be elected and hold office in accordance with the Bylaws.

4. The initial Trustees, as set forth herein, shall be deemed to have been set in office as of the time these Articles are approved and filed by the Secretary of State of the State of Florida. These Trustees shall serve until the next annual election of Trustees and until their successors shall have qualified or until their earlier resignation, removal or death. Members of the Board of Trustees shall be elected and hold office in accordance with the Bylaws. The names and addresses of the persons who are to serve as Trustees for the ensuing year, or until the first annual meeting of the corporation, are:

<u>Name</u>	<u>Address</u>
STEPHEN W. BOALT	503 W. Conference Drive Boca Raton, FL 33486
GAYTHALEE M. BOALT	1900 S. Conference Drive Apartment 1 Boca Raton, FL 33486
JEAN COFFIN	1900 S. Conference Drive Apartment 2 Boca Raton, FL 33486
SHARALEE SWANSON	361 S.W. River Drive, #101 Stuart, FL 34997

ARTICLE VIII.

BYLAWS

1. The Board of Trustees of this corporation may provide such Bylaws of the conduct of this business and the carrying out of its purposes as they may deem necessary from time to time.

2. Upon proper notice any of the Bylaws, may be amended, altered, or rescinded by a majority vote of those members of the Board of Trustees present at any regular or any special meeting called for that purpose.

ARTICLE IX.

AMENDMENTS

1. These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose, by a two-thirds (2/3) vote of those present.

2. Amendments may also be made at regular meetings of the membership upon notice given, as provided in the Bylaws, of intention to submit such amendments.

ARTICLE X.

REGISTERED OFFICE AND REGISTERED AGENT

1. The principal office of this corporation is to be located at 503 W. Conference Drive, Boca Raton, FL 33486.

2. The name and business address of this corporation's registered agent is CHARLES O. MORGAN, JR., 1300 N.W. 167th Street, Miami, Florida 33169.

ARTICLE XI.

NON-PROFIT STATUS

1. No part of the net earnings of the corporation shall inure to the benefit of any individual or member.

2. The corporation shall not carry on propaganda, or otherwise act to influence legislation.

ARTICLE XII.

POWERS

To the end that the foregoing purposes and any other related religious and charitable purposes and objects may be carried out, performed and accomplished, and to obtain funds or income for said religious, charitable, literary and educational purposes, this corporation shall have the power to:

1. Acquire, either by gift, grant, purchase, devise or bequest, and to hold, own, manage, sell, grant, convey, mortgage, pledge, or otherwise encumber, lease, improve and dispose of real, personal or mixed property, wheresoever situated; to operate said properties, or any part thereof, or any business it may acquire in

any location, in the name of the corporation or in any other manner, and for its benefit and in its behalf, through such persons or agent as it may determine or select from time to time by majority action of the Trustees; to receive donations, gifts, and endowments, and to administer to same; all such real, personal and mixed property so acquired or received by gift, grant, devise, bequest or donation shall be used and employed, however, for religious, educational, literary and charitable purposes and not for pecuniary profit of the members.

2. Formulate and adopt Bylaws and to alter and rescind the same, provided, however, that said Bylaws shall be agreeable to, within and not beyond or contrary to the powers herein granted, or to any laws of the United States or State of Florida.

3. And in general, to possess and exercise all the rights, privileges, immunities and prerequisites now or hereafter authorized by or under the provisions of the laws of the State of Florida.

4. Notwithstanding anything contained herein to the contrary, the powers of this corporation are expressly limited to those of any organization described in Section 501(c)(3) of the Internal Revenue Service.

ARTICLE XIII.

MEETINGS

1. The annual meeting for the election of members of the Board of Trustees shall be held as may be provided in the Bylaws.

2. The corporation may provide in its Bylaws for the holding of additional regular meetings and any special meetings, and shall provide notice of such meetings.

3. The percentage of the members necessary to constitute a quorum for the holding of any meetings shall be determined in the Bylaws.

ARTICLE XIV.

DISTRIBUTION OF ASSETS UPON DISSOLUTION

1. This corporation may be dissolved only pursuant to the agreement of two-thirds (2/3) of the Board of Trustees. In the event of such dissolution, the Board of Trustees shall, after paying or making provision for paying all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, to such organization or organizations organized and operated exclusively for religious, charitable, educational or literary purposes as shall at the time qualify as an exempt organization or

organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of Palm Beach County, Florida, if Palm Beach County is then the location of the principal office of the corporation, or by Circuit Court (or equivalent thereof) or county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as the said court shall determine, which are organized and operated exclusively for such purposes.

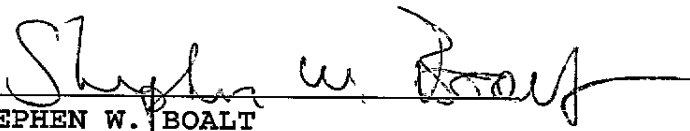
2. No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this corporation, and upon dissolution of this organization, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to such organizations which have qualified for exemption under Section 501(c)(3) of the Internal Revenue Code, or to the Federal government, or to a State or local government for a public purpose, and none of the assets will be distributed to any member, officer or trustee of this corporation.

ARTICLE XV.

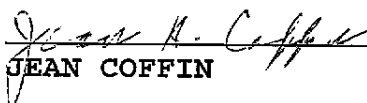
DEDICATION OF ASSETS


The property of this corporation is irrevocably dedicated to religious, charitable, literary and educational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any trustee, officer or member thereof or to the benefit of any private individual, except for reasonable compensation for services actually rendered.

IN WITNESS WHEREOF, we, the undersigned, being the incorporators hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set our hands and seals this 2nd day of Dec ~~November~~, 1997.


STEPHEN W. BOALT


GAYTHALEE M. BOALT


JEAN COFFIN


SHARALEE SWANSON
PRODUCED IDENTIFICATION
TYPE CA DL
PERSONALLY KNOWN

STATE OF FLORIDA)

COUNTY OF Palm Beach)

SS:

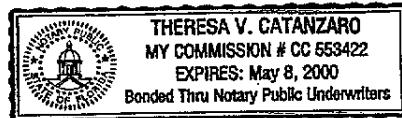
I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County above named to take acknowledgments, personally appeared STEPHEN W. BOALT, GAYTHALEE M. BOALT, and JEAN COFFIN, to me well known to be the persons described in as subscribers and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to these Articles of Incorporation.

Theresa V. Catanzaro
Notary Public, State of Florida
Print Name: Theresa V. Catanzaro
My Commission Expires:

STATE OF FLORIDA)

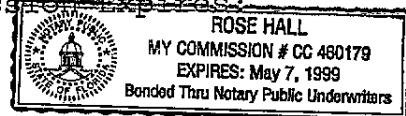
COUNTY OF Maclin)

SS:



I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County above named to take acknowledgments, personally appeared SHARALEE SWANSON, to me well known to be the person described herein as subscriber and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to these Articles of Incorporation.

Rose Hall
Notary Public, State of Florida
Print Name: ROSE HALL
My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT WHOM PROCESS MAY BE SERVED UPON**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That SOUTH GATE CHURCH, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Miami, Florida, has named CHARLES O. MORGAN, JR., located at 1300 N.W. 167th Street, City of Miami, County of Dade, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above signed corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office. I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

By: 
Resident Agent

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