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Florida Department of State
Division of Corporations
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FLORIDA NON-PROFIT CORPORATION

FIRST HAITIAN BAPTIST CHURCH OF NORTH LAUDERDALE, IN

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 30, 1999

EMPIRE

SUBJECT: FIRST HAITIAN BAPTIST CHURCH OF NORTH LAUDERDALE, INC.
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ARTICLES OF INCORPORATION
OF

FIRST HAITIAN BAPTIST CHURCH OF NORTH LAUDERDALE, INC.
A NON-PROFIT FLORIDA CORPORATION

ARTICLE I - NAME

The name of this Corporation is:

FIRST HAITIAN BAPTIST CHURCH OF NORTH LAUDERDALE, INC.
4953 Coconut Creek Pkwy., Coconut Creek, Florida 33063.

ARTICLE II - DURATION

This Corporation shall have perpetual existence, commencing upon the filing of these Articles of Incorporation with the Department of State, State of Florida.

ARTICLE III - PURPOSE

The primary purpose of this corporation is as follows:

To advance the Christian religion, and particularly the doctrine of the Baptist denomination as held by the Gulf Stream Baptist Association, the Florida Baptist Convention and the Southern Baptist Convention, in Broward County, the State of Florida, and in all parts of the world;

INSTRUMENT PREPARED BY
AND RETURN TO:

BARRY A. EISENSEN, ESQ.
5953 Coconut Creek Pkwy.
Coconut Creek, FL 33063
(954) 971-7610 FBNO.

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To conduct religious services and instruction and to engage in and conduct churches, schools, parsonages, and other institutions connected therewith of a religious, educational, charitable and generally instructed and guided concerning the articles of faith which are held among Baptist churches that are affiliated as stated in the above paragraph;

To advance spiritual growth and enlightenment, and moral and personal purity among its own membership and the people of the community in which it is located;

To promote home and foreign missions, and to aid in the spread of the Gospel of Jesus Christ to the ends of the earth and to educate, prepare and ordain qualified people for the Christian ministry;

To promote the foregoing objects, this corporation shall have the right to acquire, either by gift or purchase, and to hold, own, sell, mortgage, or otherwise encumber in any manner, lease, and improve real estate and personal property for itself and others, either as Trustee or otherwise.

ARTICLE IV - NON-PROFIT OPERATION

This Corporation will not have to issue shares of stock. No dividends will be paid and no part of the income of this Corporation will be distributed to any of its members, officers or directors; however, any member, officer or director incurring any expense or obligation on behalf of the Corporation will be entitled to be reimbursed by the Corporation.

ARTICLE V - MEMBERS

The qualifications of the this corporation and the manner of

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The Directors constituting the first Board of Directors will hold office until December 31, 1999. Thereafter, Directors will be elected for a term of one (1) year. Any vacancy occurring in the Board of Directors will be filled by appointment made by a majority of the remaining Board of Directors.

ARTICLE VII - REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation shall be located at 4953 Coconut Creek Pkwy., Coconut Creek, Florida 33063. The initial registered agent of the Corporation at that address shall be BARRY A. EISENSEN.

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator of this Corporation is BARRY A. EISENSEN, 4953 Coconut Creek Pkwy., Coconut Creek, Florida 33063.

ARTICLE IX - OFFICERS

The initial Officers of this Corporation are:

PRESIDENT/PASTOR -	PASTOR WILLEM PHILIPPI
VICE-PRESIDENT/DEACON -	BERNARD LOSIER
TREASURER -	MARY JOSE ANDRE
SECRETARY -	TONY LEWIS
COUNSELOR -	JEJULIA PHILIPPI
COUNSELOR -	ORELIA COLIN

Each of the Officers of this Corporation will be appointed annually by the Board of Directors. Each Officer will remain in office until a successor to such office has been selected at a meeting of the Board of Directors. Duties of the Officers of this Corporation are as follows:

PRESIDENT-The President will be the Chief Executive Officer of

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their reception shall be as follows:

By letter from another church of like faith and order; by satisfactory statement of previous religious experience, and baptism by immersion, all of the foregoing being upon acceptance by a majority of the members of said corporation as they shall establish in the by-laws for receiving new members, provided however, that all persons who are now members of First Haitian Baptist Church, meeting at 6177 Kimberly Blvd., North Lauderdale, Florida 33068, an unincorporated association, shall be members of the said corporation, whether or not their names are mentioned in these articles of incorporation. All members shall retain their membership, unless, or until, dismissed for cause by a majority of the members of said corporation present and voting at the time of dismissal.

ARTICLE VI - DIRECTORS

The affairs of this Corporation shall be managed by a Board of Trustees made up of not less than six (6) members of the corporation, which board shall constitute the Board of Directors of said corporation. the number of Trustees may be increased as the circumstances and wishes of the members of the corporation may dictate by amendment of the By-laws as herein set forth. The Board of Directors shall have full power, charge and supervision over the temporal affairs of the said corporation and shall have charge of the property thereof, and shall make and execute all contracts, deeds, bonds, negotiable instruments, mortgages, and all other instruments of conveyance of indebtedness of said corporation. The members of the Board of Trustees shall be nominated by the church

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nominating committee, and elected by the general church membership at its annual meeting; their terms of office shall be for a period of one year, or until relieved by the Church. the Board of Trustees is hereby delegated authority to execute any and all legal documents, provided however, all substantial business matters, including but not limited to documents of indebtedness, and purchase sale, or transfer of church property, real or personal, shall be authorized by the church congregation at a duly called business meeting. Provided further, the president of the corporation shall be the Chairman of the Board of Trustees, and in entering into said legal documents, the Trustees may act through the president if he or she is authorized and instructed to sign such legal documents of behalf of the Board of Trustees, or authorized by the church congregation when approval is required by the whole church body. The President and Secretary of the Board of Trustees, and shall constitute the President and Secretary, respectively, of the corporation for all purposes required by the laws of the State of Florida. the names of the persons who are to serve as Directors until the first annual meeting of the corporation are as follows:

PASTOR WILLEM PHILIPPI

DEACON BERNARD LOSIER

TONY LEWIS

MARY JOSE ANDRE

JESULIA PHILIPPI

ORELIA COLIN

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this Corporation and will perform all duties incident to such office and such other duties as may be provided in the Bylaws or as may be prescribed from time to time by the Board of Directors.

VICE-PRESIDENT-The Vice President will perform all duties and exercise all powers of the President when the President is absent or is otherwise unable to act.

SECRETARY-The Secretary will keep minutes of all meetings of Members and of the Board of Directors, will be the custodian of the corporate records, will give all notices as are required and, generally, will perform all duties incident to the office of Secretary.

TREASURER-The Treasurer will have charge and custody of all funds of this Corporation, will deposit the funds as required by the Board of Directors, will keep and maintain adequate and correct accounts of the Corporation's properties and business transaction, will render reports and accountings to the Directors and to the Members as required by the Board of Directors.

ARTICLE X - OPERATIONS

FISCAL YEAR

The fiscal year of the Corporation will be calendar.

MEETINGS

A) The meetings of the Board of Directors will be periodically held at the registered office of the Corporation or at any other noticed location within the State of Florida to discuss the operations and business of the Corporation.

B) Meetings of the members may be periodically called to discuss such matters as may from time to time be deemed necessary.

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C) Each member present at each meeting will be entitled to vote on all matters put to vote concerning the operations and business of the corporation. A majority of those present who cast votes will be required on any matter put to vote.

D) This Corporation may have certain committees which will be chaired by one of the Directors of this Corporation. Such committees will have the power to exercise some prescribed authority of the Board of Directors in the management of this Corporation.

BOOKS AND RECORDS

This Corporation will keep accurate and complete books and records of account, and will also keep minutes of the proceedings of its members, Board of Directors, committees and will maintain a membership register giving the names and addresses of all members of this Corporation.

INSPECTION OF BOOKS AND RECORDS

All books and records may be inspected by any member or his agent for any proper purpose at any reasonable time provided reasonable notice is given.

AMENDMENTS

Unless otherwise set forth herein, the Corporation reserves the right, to amend, alter, modify or repeal any provision or provisions contained in these Articles of Incorporation, or any amendment hereto.

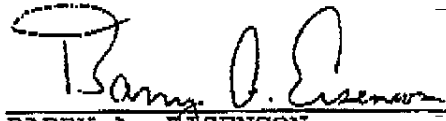
ARTICLE XI - GOVERNING STATUTE

This Corporation is organized not for pecuniary profit and is governed by Chapter 617 of Florida Statutes.

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IN WITNESS WHEREOF, I have hereunto set my hand and seal,
acknowledge and filed the foregoing Articles of Incorporation under
the Laws of the State of Florida, this 27 day of April,
1999.


BARRY A. EISENSEN

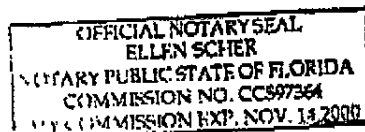
STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME personally appeared BARRY A. EISENSEN, to me well
known and known to me to be the individual described in and who
executed the foregoing Articles of Incorporation, and he
acknowledged before me that he executed the same for the purpose
therein expressed.

WITNESS my hand and official seal in the county and state
named above on this 27 day of April, 1999.


Notary Public

My commission expires: _____



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

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

First--That FIRST HAITIAN BAPTIST CHURCH OF NORTH LAUDERDALE, INC., a Non-Profit Florida corporation, under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at City of North Lauderdale, County of Broward, State of Florida, has named BARRY A. EISENSEN, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, the undersigned hereby accepts to act in this capacity, and agrees to comply with the provisions of said Act relative to keeping open said office.


BARRY A. EISENSEN

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