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August 10, 1999

Florida Division of Corporations  
Bureau of Corporate Records  
P. O. Box 6327  
Tallahassee, Florida 32314

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: CHARITY MISSIONARY BAPTIST CHURCH, INC.

Gentlemen:

Enclosed for filing, please find Articles of Incorporation for the above captioned corporation. Also enclosed is our check in the amount of \$122.50 as follows:

Filing Fees	\$ 35.00
Certified Copy	52.50
Registered Agent Designation	35.00

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-08/12/99--01093--006  
\*\*\*\*122.50 \*\*\*\*\*78.75

If you have any questions, please contact my office.

Thank you for your cooperation in this regard.

Sincerely,

*Steven Lulich*

STEVEN LULICH, ESQUIRE

SL:dj

Enclosures

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

CHARITY MISSIONARY BAPTIST CHURCH, INC.

Notice is hereby given that the undersigned incorporators, all being of full age, have associated themselves together for the purpose of forming a corporation not for profit, without capital stock, under the provisions of Chapter 617, Florida Statutes and we do hereby accept all of the rights, privileges, benefits and obligations conferred and imposed by such law, and we do hereby make, subscribe, acknowledge and file these Articles of Incorporation.

ARTICLE I - NAME

The name of the Corporation is CHARITY MISSIONARY BAPTIST CHURCH, INC.

ARTICLE II - CORPORATE PURPOSE

The object and purpose of the Corporation shall be to raise, receive and maintain a fund or funds of real property or personal property, or both, and to distribute and administer the fund or funds, including any income or interest generated therefrom, exclusively for charitable, religious or educational purposes.

The purpose shall include, but not be limited to, the promotion of religious education.

### ARTICLE III - MEMBERSHIP

Section 1: Eligibility. Any person shall be eligible for membership in this Corporation upon application to and approval as provided in the By-Laws of the Corporation.

Section 2: Application for Membership. Any applicant meeting the qualifications set forth above and desiring to become a member of the Corporation shall make application on a form supplied by the Corporation and accompanied by such membership fees and dues as the Board of Directors may from time to time determine.

Section 3: Termination of Membership. Membership may be terminated by expulsion for a just cause or by resignation with thirty days' prior written notice to the Board of Directors.

### ARTICLE IV - DURATION

The Corporation shall have perpetual existence.

### ARTICLE V - MANAGEMENT

Section 1. The affairs of the Corporation shall be managed by a Board of Directors. The Board of Directors shall consist of not less than three (3) and not more than five (5) persons. Directors shall be elected or removed in accordance with the procedure provided in the By-Laws.

Section 2. The officers of the Corporation shall be a President, one or more Vice Presidents, a Secretary and a Treasurer. These officers shall be elected and shall hold office in the manner provided by the By-Laws of the Corporation.

### ARTICLE VI - INITIAL OFFICERS AND DIRECTORS

The names and residence addresses of the officers and directors who are to manage all the affairs of the Corporation until the first annual meeting are:

JERRY MEDLIN  
510 Breakwater Terrace  
Sebastian, FL 32958  
President/Director

SANDRA MEDLIN  
510 Breakwater Terrace  
Sebastian, FL 32958  
Secretary/Director

DON PARKER  
12300 N. A1A  
Vero Beach, FL 32963  
Vice President/Director

JEAN LEBO  
805 Barker Street  
Sebastian, FL 32958  
Treasurer

ARTICLE VII - BY-LAWS AND AMENDMENTS TO

THE ARTICLES OF INCORPORATION

The By-Laws of the Corporation shall be made, altered or rescinded by a majority vote of the voting membership present or voting by proxy at any regular meeting, or by a majority vote of the Board of Directors; provided that notice thereof, which shall include the text of the By-Laws change, has been furnished in writing to each voting member of the Corporation at least ten days prior to the meeting at which such alteration to the By-Laws is to be voted upon, whether it be a membership meeting or a Board of Directors' meeting.

The Articles of Incorporation of this Corporation shall be amended or additional provisions added or adopted by a two-thirds vote of the members of the Board of Directors present or voting by proxy at any meeting thereof; provided that notice thereof, which shall include the text of the change to Articles of Incorporation has been furnished in writing to each voting member of the Corporation at least ten days prior to the meeting at which such

Articles of Incorporation change is to be voted upon, followed by the compliance with the Florida Statutes regarding amendments to articles of incorporation of not for profit corporations.

ARTICLE VIII - GENERAL

All income and assets of the Corporation, above necessary expenses, shall be administered solely and exclusively for the corporate purposes selected by the Board of Directors.

This Corporation shall have no capital stock and shall pay no dividends to its incorporators, directors, officers or members. In addition, no part of the income of the corporation shall be distributed to its members, directors, officers or incorporators; provided that the Corporation may pay compensation in a reasonable amount to its members, directors, and officers for services rendered and may confer benefits upon its members in conformity with its purposes.

ARTICLE IX - SUBSCRIBERS

The names and residence addresses of the subscribers to this Corporation are as follows:

JERRY MEDLIN  
510 Breakwater Terrace  
Sebastian, FL 32958

SANDRA MEDLIN  
510 Breakwater Terrace  
Sebastian, FL 32958

ARTICLE X - REGISTERED OFFICE AND REGISTERED AGENT

AND CORPORATION'S OFFICE

The above-named incorporators, desiring to organize this Corporation under the laws of the State of Florida, hereby designate the Corporation's Registered Office to be located at 510 Breakwater Terr. Sebastian, FL 32958 and hereby designate and appoint SANDRA MEDLIN as Registered Agent of the Corporation, to accept service of process within this State, to serve in such capacity until her successor is selected and duly designated. The

corporation office and registered office addresses are the same as stated above.

#### ARTICLE XI - INDEMNIFICATION

The Corporation shall indemnify any officer, director or employee of the Corporation, or any former officer, director or employee of the Corporation, to the full extent permitted by and as set forth in the Florida General Corporation Act.

#### ARTICLE XII - PROHIBITED ACTIVITIES

The Corporation shall not:

1. Attempt to influence legislation as a substantial part of its activities.

2. Allow any part of its net income to inure to the benefit of officers, directors or members of the Corporation, or to any other individuals, except in the furtherance of its charitable purposes.

3. Participate to any extent in any political campaign for or against any candidate for public office.

4. Conduct any activities not permitted to be carried on by organizations exempt under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, and its regulations as they now exist or as they may hereafter be amended, or by any organization, contributions to which are deductible under Section 170(c)(2) of such Code and regulations as they now exist or as they may hereafter be amended.

#### ARTICLE XIII - DEDICATION OF ASSETS

The Corporation dedicates all assets which it may acquire to the charitable purpose set forth in Article II hereof. In the event that the Corporation shall dissolve or otherwise terminate its corporate existence, subject to the provisions of Chapter 617, Florida Statutes, the Corporation shall distribute all its existing

assets to one or more organizations which themselves are exempt as organizations described in Sections 401(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal government or to a state or local government for exclusive public purpose.

IN WITNESS WHEREOF, the undersigned have subscribed their names under seal this 9th day of August, 1999.

Jerry Medlin  
JERRY MEDLIN

Sandra Medlin  
SANDRA MEDLIN

STATE OF FLORIDA  
COUNTY OF INDIAN RIVER

BEFORE ME, the undersigned authority, personally appeared JERRY MEDLIN and SANDRA MEDLIN, to me well know and well known to me to be the persons described in and who subscribed their names to the foregoing Articles of Incorporation, and who acknowledged before me that they executed such Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal in the aforesaid County and State, this 9th day of August, 1999.

Debra Lee Jobe  
Notary Public, State of Florida  
My Commission Expires:

OFFICIAL NOTARY SEAL  
DEBRA LEE JOBE  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC517028  
MY COMMISSION EXP. DEC. 21, 1999

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 CHARITY MISSIONARY BAPTIST 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 City of Sebastian, County of Indian River, State of Florida, has named SANDRA MEDLIN located at 510 Breakwater Terrace, County of Indian River, City of Sebastian, 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 stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: Sandra Medlin  
SANDRA MEDLIN

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED