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Articles  
5/16/07

**ROGERS, MORRIS & ZIEGLER LLP**  
ATTORNEYS AT LAW

DWIGHT L. ROGERS (1886-1954)  
JOHN E. MORRIS (1886-1955)  
JOHN E. MORRIS, JR. (1920-1985)  
DWIGHT L. ROGERS, JR.  
ROBERT E. ZIEGLER  
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MARK F. BOOTH  
CHARLES M. KRAMER  
PERRY W. HODGES, JR., P.A.  
JOSEPH T. DUCANIS, JR.†  
LORNA B. BANISTER‡

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† ALSO ADMITTED TO GEORGIA BAR

‡ ALSO ADMITTED TO TEXAS BAR

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May 4, 2007

Department of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, Florida 32314

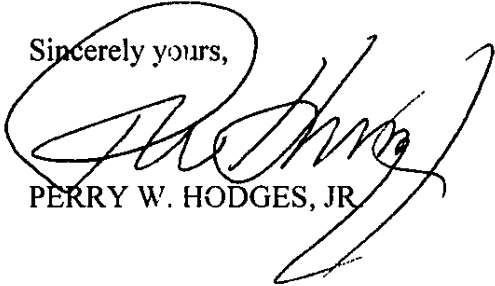
**RE: PROVIDENCE BAPTIST CHURCH OF PLANTATION, FLORIDA, INC.**  
**Document No. 702126**  
**Our File No. 07-013**

Dear Sirs:

Enclosed herein please find the original and two (2) copies of Restated Articles of Incorporation for the above referenced corporation. Please file same and forward a certified copy of the Restated Articles of Incorporation to me at the above address at your earliest convenience. My firm's check in the amount of \$43.75 is enclosed.

Thank you for your attention to this matter. Please contact this office if you have any questions or require anything further.

Sincerely yours,

  
PERRY W. HODGES, JR.

PWH/bnb  
enclosures

FILED  
07 MAY -8 PM 2:40  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**RESTATED ARTICLES OF INCORPORATION**  
**OF**  
**PROVIDENCE BAPTIST CHURCH OF PLANTATION, FLORIDA, INC.**  
(A Florida Nonprofit Corporation)

The undersigned pursuant to applicable provisions of the Florida Not For Profit Corporation Act, hereby adopts the following Restated Articles of Incorporation:

**ARTICLE 1. NAME**

The name of this corporation shall be **PROVIDENCE BAPTIST CHURCH OF PLANTATION, FLORIDA, INC.**

**ARTICLE 2. COMMENCEMENT & DURATION**

This corporation's duration shall be perpetual, unless it is hereafter dissolved according to law.

**ARTICLE 3. PURPOSE**

This corporation is being formed for the purpose of charitable engaging in the transaction of any and all activities permitted under the laws of Florida and the United States of America. This corporation will engage in religious, charitable, and/or educational purposes, and will not engage in nonexempt purposes.

This corporation is irrevocably dedicated to and operated exclusively for non-profit purposes; and no part of the income or assets of the corporation shall be distributed to, nor inure to the benefit of any individual.

This corporation shall be limited in its purposes, objectives and activities as follows:

1. Notwithstanding any other provision of these Articles, this corporation will not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue law.

2. Notwithstanding any other provision of these Articles, this corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c) of the Internal Revenue Code 1954 or any other corresponding provision of any future United States Internal Revenue law.

#### **ARTICLE 4. POWERS**

This corporation may do and perform all such acts and things, including those generally allowed by the laws of Florida relative to nonprofit corporations, as now existing, or as the law may henceforth provide, as from time to time may be necessary or expedient to the exercise of any and all of its corporate functions, powers, and rights.

However, this corporation, in exercising any one or more of such powers shall do so in furtherance of the exempt purpose for which it has been organized as described in the applicable sections of the Internal Revenue Code.

## **ARTICLE 5. MANAGEMENT**

The powers of this corporation shall be exercised, its properties controlled, and its affairs and business conducted and managed by the Board of Elders.

Any action required or permitted to be taken by the Board of Elders, under any provision of the law, may be taken without a meeting, if all of the Elders shall individually or collectively consent in writing to such action. Such written consent shall be filed with the minutes of the proceedings of the Board of Elders. Any such action by written consent shall have the same force and effect as if taken by a unanimous vote of the Board of Elders. Any certificate or other document filed, under any provision of the law which relates to the action so taken, shall state that the action was taken by the unanimous written consent of the Board of Elders without a meeting, and that these Articles of Incorporation authorize the Board of Elders to so act. Such a statement shall be prima facia evidence of such authority.

## **ARTICLE 6. BOARD OF ELDERS**

This corporation's initial Board of Elders shall have three (3) Elders. The number of Elders may be increased or decreased, from time to time, by an amendment to the corporate Bylaws, but shall never be less than three (3).

The Elders of this corporation must, at all times, be members of this corporation. Only a member of this corporation may serve as an Elder of this corporation.

The term and manner of the election of the Elders shall be specified in the corporate Bylaws.

## **ARTICLE 7. INDEMNIFICATION**

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

**ARTICLE 8. PRINCIPAL OFFICE**

The principal office and mailing address of this corporation shall be located at 1101 Southwest 49th Avenue, Plantation, Florida 33317.

**ARTICLE 9. INITIAL REGISTERED OFFICE & AGENT**

The address of this corporation's initial registered office shall be: 1101 Southwest 49<sup>th</sup> Avenue, Plantation, Florida 33317.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: JORGE DEL PINO.

**ARTICLE 10. INCORPORATOR**

The name and street address of the subscribers to these Articles of Incorporation are:

JORGE DEL PINO  
1101 Southwest 49th Avenue  
Plantation, Florida 33317

**ARTICLE 11. BYLAWS**

Corporate Bylaws will be adopted by the Board of Elders. The corporate Bylaws may be amended or repealed, in whole or in part, by the Board of Elders in the manner provided therein, provided that they are not inconsistent with the provisions of these Articles of Incorporation. Any amendments to the corporate Bylaws shall be binding on this corporation's members.

**ARTICLE 12. SPECIAL PROVISIONS**

A. In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or the Federal, State, or Local government for exclusive public purpose.

B. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

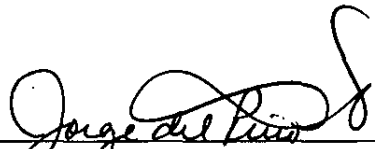
### **ARTICLE 13. AMENDMENTS**

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Elders and presented to a quorum of this corporation's members for their vote. Such amendments may be adopted by a vote of a majority of the quorum of this corporation's members.

### **CERTIFICATE**

1. This restatement contains amendments to the Articles of Incorporation that do require Member approval.
2. The Restated Articles of Incorporation as set forth above constitute all of the Articles of Incorporation of **PROVIDENCE BAPTIST CHURCH OF PLANTATION, FLORIDA, INC.** as amended.
3. The date of adoption of the amendments was April 10, 2007.
4. The amendments and the Restated Articles of Incorporation were adopted by the members and the number of votes cast were sufficient for approval.

**IN WITNESS WHEREOF** we hereunto set our hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 19<sup>th</sup> day of April, 2007.


  
\_\_\_\_\_  
JORGE DEL PINO, President

Attest:   
\_\_\_\_\_  
SANDRA DEL PINO, Secretary


**STATE OF FLORIDA  
COUNTY OF BROWARD**

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, JORGE DEL PINO, President of Providence Baptist Church of Plantation, Florida, Inc., known to me to be the person who executed the foregoing Restated Articles of Incorporation, and acknowledged before me that he executed those Articles of Incorporation.

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 19<sup>th</sup> day of April, 2007.

  
\_\_\_\_\_  
BERNITA N. BLANTON  
Notary Public, State of Florida

My commission expires:

  
Bernita N. Blanton  
Commission #DD218861  
Expires: Jun 02, 2007  
Bonded Thru  
Atlantic Bonding Co., Inc.



**REGISTERED AGENT CERTIFICATE**

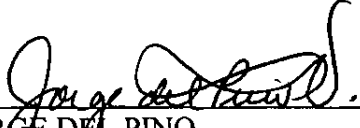
**CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of **Chapter 48.091 and 617.0501, Florida Statutes**, the following is submitted in compliance with said statutes:

That **PROVIDENCE BAPTIST CHURCH OF PLANTATION, FLORIDA, INC.** having been organized under the laws of the State of Florida Not For Profit Corporation Act, with its principal office, as indicated in the Articles of Incorporation at 1101 Southwest 49th Avenue, Plantation, Florida 33317 has named **JORGE DEL PINO** its Registered Agent; and 1101 Southwest 49th Avenue, Plantation, Florida 33317 as the place where service of process may be served within this State. That this designation has been duly approved by a resolution of the corporation's Board of Elders as applicable under Florida Statute.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby acknowledge that I am familiar with, and accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
\_\_\_\_\_  
**JORGE DEL PINO**  
Registered Agent

FILED  
07 MAY -8 PM 2:40  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**RESTATED ARTICLES OF INCORPORATION**

**OF**

**PROVIDENCE BAPTIST CHURCH OF PLANTATION, FLORIDA, INC.**

(A Florida Nonprofit Corporation)

The undersigned pursuant to applicable provisions of the Florida Not For Profit Corporation Act, hereby adopts the following Restated Articles of Incorporation:

**ARTICLE 1. NAME**

The name of this corporation shall be **PROVIDENCE BAPTIST CHURCH OF PLANTATION, FLORIDA, INC.**

**ARTICLE 2. COMMENCEMENT & DURATION**

This corporation's duration shall be perpetual, unless it is hereafter dissolved according to law.

**ARTICLE 3. PURPOSE**

This corporation is being formed for the purpose of charitable engaging in the transaction of any and all activities permitted under the laws of Florida and the United States of America. This corporation will engage in religious, charitable, and/or educational purposes, and will not engage in nonexempt purposes.

This corporation is irrevocably dedicated to and operated exclusively for non-profit purposes; and no part of the income or assets of the corporation shall be distributed to, nor inure to the benefit of any individual.

This corporation shall be limited in its purposes, objectives and activities as follows:

1. Notwithstanding any other provision of these Articles, this corporation will not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue law.

2. Notwithstanding any other provision of these Articles, this corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c) of the Internal Revenue Code 1954 or any other corresponding provision of any future United States Internal Revenue law.

#### **ARTICLE 4. POWERS**

This corporation may do and perform all such acts and things, including those generally allowed by the laws of Florida relative to nonprofit corporations, as now existing, or as the law may henceforth provide, as from time to time may be necessary or expedient to the exercise of any and all of its corporate functions, powers, and rights.

However, this corporation, in exercising any one or more of such powers shall do so in furtherance of the exempt purpose for which it has been organized as described in the applicable sections of the Internal Revenue Code.

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## **ARTICLE 5. MANAGEMENT**

The powers of this corporation shall be exercised, its properties controlled, and its affairs and business conducted and managed by the Board of Elders.

Any action required or permitted to be taken by the Board of Elders, under any provision of the law, may be taken without a meeting, if all of the Elders shall individually or collectively consent in writing to such action. Such written consent shall be filed with the minutes of the proceedings of the Board of Elders. Any such action by written consent shall have the same force and effect as if taken by a unanimous vote of the Board of Elders. Any certificate or other document filed, under any provision of the law which relates to the action so taken, shall state that the action was taken by the unanimous written consent of the Board of Elders without a meeting, and that these Articles of Incorporation authorize the Board of Elders to so act. Such a statement shall be prima facia evidence of such authority.

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This corporation's initial Board of Elders shall have three (3) Elders. The number of Elders may be increased or decreased, from time to time, by an amendment to the corporate Bylaws, but shall never be less than three (3).

The Elders of this corporation must, at all times, be members of this corporation. Only a member of this corporation may serve as an Elder of this corporation.

The term and manner of the election of the Elders shall be specified in the corporate Bylaws.

## **ARTICLE 7. INDEMNIFICATION**

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

**ARTICLE 8. PRINCIPAL OFFICE**

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**ARTICLE 9. INITIAL REGISTERED OFFICE & AGENT**

The address of this corporation's initial registered office shall be: 1101 Southwest 49<sup>th</sup> Avenue, Plantation, Florida 33317.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: JORGE DEL PINO.

**ARTICLE 10. INCORPORATOR**

The name and street address of the subscribers to these Articles of Incorporation are:

JORGE DEL PINO  
1101 Southwest 49th Avenue  
Plantation, Florida 33317

**ARTICLE 11. BYLAWS**

Corporate Bylaws will be adopted by the Board of Elders. The corporate Bylaws may be amended or repealed, in whole or in part, by the Board of Elders in the manner provided therein, provided that they are not inconsistent with the provisions of these Articles of Incorporation. Any amendments to the corporate Bylaws shall be binding on this corporation's members.

**ARTICLE 12. SPECIAL PROVISIONS**

A. In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or the Federal, State, or Local government for exclusive public purpose.

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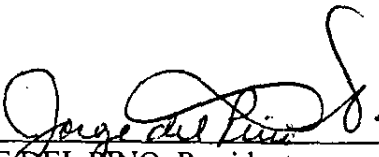
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**CERTIFICATE**

1. This restatement contains amendments to the Articles of Incorporation that do require Member approval.
2. The Restated Articles of Incorporation as set forth above constitute all of the Articles of Incorporation of **PROVIDENCE BAPTIST CHURCH OF PLANTATION, FLORIDA, INC.** as amended.
3. The date of adoption of the amendments was April 10, 2007.
4. The amendments and the Restated Articles of Incorporation were adopted by the members and the number of votes cast were sufficient for approval.

**IN WITNESS WHEREOF** we hereunto set our hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 19<sup>th</sup> day of April, 2007.


  
\_\_\_\_\_  
JORGE DEL PINO, President

Attest:   
\_\_\_\_\_  
SANDRA DEL PINO, Secretary

**STATE OF FLORIDA  
COUNTY OF BROWARD**

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, JORGE DEL PINO, President of Providence Baptist Church of Plantation, Florida, Inc., known to me to be the person who executed the foregoing Restated Articles of Incorporation, and acknowledged before me that he executed those Articles of Incorporation.

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 19<sup>th</sup> day of April, 2007.

  
\_\_\_\_\_  
BERNITA N. BLANTON  
Notary Public, State of Florida

My commission expires:



Bernita N. Blanton  
Commission #DD218861  
Expires: Jun 02, 2007  
Bonded Thru  
Atlantic Bonding Co., Inc.

**REGISTERED AGENT CERTIFICATE**


**CERTIFICATE DESIGNATING (OR CHANGING) 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 and 617.0501, Florida Statutes**, the following is submitted in compliance with said statutes:

That **PROVIDENCE BAPTIST CHURCH OF PLANTATION, FLORIDA, INC.** having been organized under the laws of the State of Florida Not For Profit Corporation Act, with its principal office, as indicated in the Articles of Incorporation at 1101 Southwest 49th Avenue, Plantation, Florida 33317 has named **JORGE DEL PINO** its Registered Agent; and 1101 Southwest 49th Avenue, Plantation, Florida 33317 as the place where service of process may be served within this State. That this designation has been duly approved by a resolution of the corporation's Board of Elders as applicable under Florida Statute.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby acknowledge that I am familiar with, and accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
\_\_\_\_\_  
JORGE DEL PINO  
Registered Agent



FILED  
07 MAY -8 PM 2:40  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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OF  
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JORGE DEL PINO  
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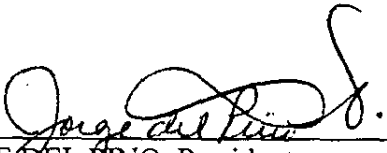
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**IN WITNESS WHEREOF** we hereunto set our hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 19<sup>th</sup> day of April, 2007.

  
\_\_\_\_\_  
JORGE DEL PINO, President

Attest:   
\_\_\_\_\_  
SANDRA DEL PINO, Secretary

**STATE OF FLORIDA  
COUNTY OF BROWARD**

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, JORGE DEL PINO, President of Providence Baptist Church of Plantation, Florida, Inc., known to me to be the person who executed the foregoing Restated Articles of Incorporation, and acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 19<sup>th</sup> day of April, 2007.

  
\_\_\_\_\_  
BERNITA N. BLANTON  
Notary Public, State of Florida

My commission expires:



Bernita N. Blanton  
Commission #DD218861  
Expires: Jun 02, 2007  
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Atlantic Bonding Co., Inc.

**REGISTERED AGENT CERTIFICATE**

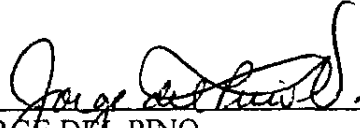
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That **PROVIDENCE BAPTIST CHURCH OF PLANTATION, FLORIDA, INC.** having been organized under the laws of the State of Florida Not For Profit Corporation Act, with its principal office, as indicated in the Articles of Incorporation at 1101 Southwest 49th Avenue, Plantation, Florida 33317 has named **JORGE DEL PINO** its Registered Agent; and 1101 Southwest 49th Avenue, Plantation, Florida 33317 as the place where service of process may be served within this State. That this designation has been duly approved by a resolution of the corporation's Board of Elders as applicable under Florida Statute.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby acknowledge that I am familiar with, and accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
\_\_\_\_\_  
**JORGE DEL PINO**  
Registered Agent