

740728

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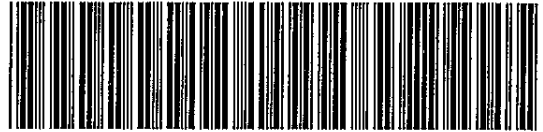
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ARTICLES OF MERGER  
Merger Sheet

MERGING: -----

DISCIPLESHIP BAPTIST CHURCH OF DAVENPORT, FLORIDA, INC. , A  
FLORIDA CORPORATION, N43613

INTO

**THE FIRST BAPTIST CHURCH OF DAVENPORT, FLORIDA, INC.**, a Florida  
entity, 740728.

File date: December 13, 2002

Corporate Specialist: Pamela Smith

**ANTHONY M. NARDELLA, JR., P.A.**  
ATTORNEYS AND COUNSELLORS AT LAW

ANTHONY M. NARDELLA, JR.  
OF COUNSEL:  
FREDERICK H. NELSON  
GREGORY D. LERCH\*  
BYRON D. GAY  
(\*ALSO ADMITTED IN MD. & D.C.)

1110 DOUGLAS AVENUE, SUITE 1002  
ALTAMONTE SPRINGS, FLORIDA 32714

TELEPHONE (407) 786-2700  
FACSIMILE (407) 786-2705  
EMAIL NardellaPA@aol.com

December 11, 2002

Amendment Section  
Divisions of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

RE: THE FIRST BAPTIST CHURCH OF DAVENPORT, FLORIDA, INC.

Gentlemen:

Enclosed please find an original and a copy of the Articles of Merger of The First Baptist Church of Davenport, Florida, Inc. and Discipleship Baptist Church of Davenport, Florida, Inc. along with our check no. 5573 made payable to the Department of State in the amount of \$70.00 for filing fees.

Please return the file stamped copy of the Articles of Merger to the undersigned at your earliest convenience in the self-address, stamped envelope which has been provided.

If you should have any questions, please feel free to contact the undersigned.

Very sincerely yours,

Anthony M. Nardella, Jr.

AMN/bjw  
Enclosures  
cc: Doug Tanner

**ARTICLES OF MERGER  
OF  
THE FIRST BAPTIST CHURCH OF DAVENPORT, FLORIDA, INC.  
AND  
DISCIPLESHIP BAPTIST CHURCH OF DAVENPORT, FLORIDA, INC.**

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH the requirements of the Florida Not-for-Profit Corporation Act, at Section 617.1105 of the *Florida Statutes*, and all other laws governing and applicable hereto, the following Articles of Merger are submitted for the purpose of combining two not-for-profit corporations.

**ARTICLE I: NAME AND JURISDICTION OF THE SURVIVING CORPORATION**

The name and jurisdiction of the surviving corporation are THE FIRST BAPTIST CHURCH OF DAVENPORT, FLORIDA, INC., a Florida not-for-profit corporation.

**ARTICLE II: NAME AND JURISDICTION OF THE MERGING CORPORATION**

The name and jurisdiction of the merging corporation are the DISCIPLESHIP BAPTIST CHURCH OF DAVENPORT, FLORIDA, INC., a Florida not-for-profit corporation.

**ARTICLE III: PLAN OF MERGER**

The Plan of Merger is attached hereto.

**ARTICLE IV: EFFECTIVE DATE OF MERGER**

The merger shall become effective on the date that these Articles of Merger are filed with the Florida Department of State.

**ARTICLE V: ADOPTION BY THE SURVIVING CORPORATION**

The Plan of Merger was adopted by the members of the surviving corporation on December 1, 2002. The number of votes cast for the merger was sufficient for approval and the vote for the Plan was as follows:

105 FOR      0 AGAINST

**ARTICLE VI: ADOPTION BY THE MERGING CORPORATION**

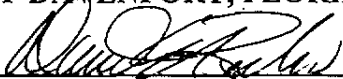
The Plan of Merger was adopted by the members of the merging corporation on April 21, 2002. The number of votes cast for the merger was sufficient for approval and the vote for the Plan was as follows:

27 FOR 0 AGAINST

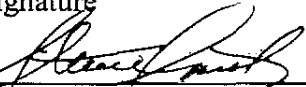
**ARTICLE VII: SIGNATURES FOR EACH CORPORATION**

IN WITNESS WHEREOF, the undersigned have executed these Articles of Merger, on this, the \_\_\_ day of December, 2002.


**THE FIRST BAPTIST CHURCH  
OF DAVENPORT, FLORIDA, INC.**

  
Signature

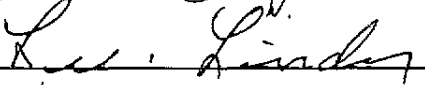
DAVID E. ROCKER, Chairman of Board  
Printed Name and Title

  
Signature

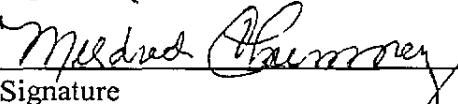
STEVE SMITH, Director  
Printed Name and Title

  
Signature


WENDELL CONLEY, Director  
Printed Name and Title

  
Signature

LEE LINDER, Director  
Printed Name and Title

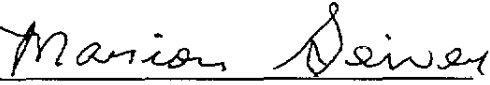
  
Signature

MILDRED CHUMNEY, Director  
Printed Name and Title


  
Signature

SONNIE PREVATT, Director  
Printed Name and Title

**DISCIPLESHIP BAPTIST CHURCH  
OF DAVENPORT, FLORIDA, INC.**

  
Signature

MARION SEIVER, Director  
Printed Name and Title

  
Signature

JANET GARRISON, Director  
Printed Name and Title

  
Signature

FRANK MERRELL, Director  
Printed Name and Title

**PLAN OF MERGER OF  
THE FIRST BAPTIST CHURCH OF DAVENPORT, FLORIDA, INC. AND  
DISCIPLESHIP BAPTIST CHURCH OF DAVENPORT, FLORIDA, INC.**

**IN COMPLIANCE WITH** the requirements of the Florida Not-for-Profit Corporation Act, at Section 617.1101 *et seq.* of the *Florida Statutes*, and all other laws governing and applicable hereto, the following Plan of Merger is submitted for the purpose of combining two not-for-profit corporations.

1. The Name and Jurisdiction of the surviving corporation shall be THE FIRST BAPTIST CHURCH OF DAVENPORT, FLORIDA, INC., a Florida not-for-profit corporation.

2. The Name and Jurisdiction of the merging corporation are the DISCIPLESHIP BAPTIST CHURCH OF DAVENPORT, FLORIDA, INC., a Florida not-for-profit corporation.

3. The Effective Date of the merger shall be the date upon which the Articles of Merger are filed with the Florida Secretary of State.

4. The terms and conditions of this merger are as follows:

a. That, upon the Effective Date of the merger, the separate corporate existence of the merging corporation, DISCIPLESHIP BAPTIST CHURCH OF DAVENPORT, FLORIDA, INC., a Florida not-for-profit corporation, shall cease and be merged into the surviving corporation.

b. That, upon the Effective Date of the merger, the surviving corporation, THE FIRST BAPTIST CHURCH OF DAVENPORT, FLORIDA, INC., a Florida not-for-profit corporation, shall take title to all real estate and other property, and of any interest therein, owned by the merging corporation, DISCIPLESHIP BAPTIST CHURCH OF DAVENPORT, FLORIDA, INC., a Florida not-for-profit corporation.

c. That, upon the Effective Date of the merger, the surviving corporation, THE FIRST BAPTIST CHURCH OF DAVENPORT, FLORIDA, INC., a Florida not-for-profit corporation, shall thenceforth be responsible and liable for all the liabilities and obligations of the merging corporation, DISCIPLESHIP BAPTIST CHURCH OF DAVENPORT, FLORIDA, INC., a Florida not-for-profit corporation.

d. That, upon the Effective Date of the merger, any claim existing or action proceeding pending by or against the merging corporation and the surviving corporation may be continued as if the merger did not occur, or the surviving corporation may be substituted in the proceeding in place of the merging corporation, whose corporate existence has at that time ceased to exist.

e. That, upon the Effective Date of the merger, neither the rights of creditors nor any liens upon the property of any corporation party to the merger shall be impaired by the merger.

f. That, upon the Effective Date of the merger, the members of the merging corporation, DISCIPLESHIP BAPTIST CHURCH OF DAVENPORT, FLORIDA, INC., a Florida not-for-profit corporation, shall hold the same rights as are currently held by the members of the members of THE FIRST BAPTIST CHURCH OF DAVENPORT, FLORIDA, INC., a Florida not-for-profit corporation.

5. The Articles of Incorporation of the surviving corporation, THE FIRST BAPTIST CHURCH OF DAVENPORT, FLORIDA, INC., a Florida not-for-profit corporation, shall not be changed, altered, or affected by this merger in any way.

6. There are no other provisions relating to this merger.