

MONCRIEF MISSIONARY BAPTIST CHURCH, INC.
1453 West 22nd Street
Jacksonville, Florida 32209
(904) 354-2954

N000000001543

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

400003156304--5
-03/03/00--01095--010
****131.25 *****87.50

SUBJECT: MONCRIEF MISSIONARY BAPTIST CHURCH, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$131.25 for the filing fee, certified copy & certificate.

From: Rev. Quovadis G. Thomas
1801 Key Biscayne Way
Jacksonville, FL 32218
(904) 354-2915

FILED
00 MAR -3 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2 SMITH MAR 09 2000

ARTICLES OF INCORPORATION OF
MONCRIEF MISSIONARY BAPTIST CHURCH, INC.
(A Non-Profit Corporation)

The undersigned incorporator, a natural person competent to contract, hereby files these Articles of Incorporation in order to form a Non-Profit Corporation under and pursuant to the laws of the State of Florida, and for that purpose, does hereby adopt the following Articles of Incorporation.

ARTICLE I. NAME

The name of this not for profit Church corporation shall be Moncrief Missionary Baptist Church, Inc.

ARTICLE II. ADDRESS

The address of the principal office is: 1453 West 22nd Street, Jacksonville, Florida 32209.

ARTICLE III. PURPOSE

This not for profit Church corporation is organized exclusively for religious, charitable, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Service Code of 1986, as amended. ("Code") (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IV. BOARD OF DIRECTORS

Section 1: The business and affairs of this Church corporation shall be managed by the Board of Trustees, whose members are referred to herein as Directors.

FILED
MAR - 3 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
MONCRIEF MISSIONARY BAPTIST CHURCH, INC.
(A Non-Profit Corporation)

Section 2: The names and addresses of the persons who are to serve as the initial Directors of the Church corporation are:

Rev. Quovadis Thomas
1801 Key Biscayne Way
Jacksonville, FL 32218

William Jordan
3212 Rhone Drive
Jacksonville, FL 32208

Noah Hammett
1476 W. 22nd Street
Jacksonville, FL 32209

Clarence Thomas
1334 W. 32nd Street
Jacksonville, FL 32209

Carson Jordan
1752 Broom Street
Jacksonville, FL 32208

Patricia Neal
5804 Geranium Road
Jacksonville, FL 32209

Section 3: The number of Directors of the Church corporation shall not be less than three (3) or more than thirty (30). The number may change from time to time as provided in the Bylaws.

Section 4: Directors shall be elected, removed and hold office as provided in the Bylaws.

ARTICLE V. POWERS

Except as limited by these articles of Incorporation or its Bylaws, the Church corporation shall have and exercise all rights and powers in furtherance of its purposes as are now or may hereafter be conferred on Non-Profit Corporations under the laws of the State of Florida.

ARTICLE VI. REGISTERED OFFICE AND AGENT

Section 1: The street address of the registered office of this Church corporation is 1627 Rogero Road, Jacksonville, Florida 32211.

Section 2: The name of the registered agent of the Church corporation located at the address of the registered office is Mark L. Griffin, CPA.

ARTICLES OF INCORPORATION OF
MONCRIEF MISSIONARY BAPTIST CHURCH, INC.
(A Non-Profit Corporation)

ARTICLE VII. INCORPORATOR

The name and address of the incorporator of this Church corporation is:

Rev. Quovadis G. Thomas
1801 Key Biscayne Way
Jacksonville, FL 32218

ARTICLE VIII. TERM OF EXISTENCE

The Church corporation shall have perpetual existence.

ARTICLE IX. LIMITATION ON ACTIVITIES

Section 1: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any director or officer of the corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation effecting one or more of its purposes), and no Director or officer of the Corporation, or any other private individual, shall be entitled to share in the distribution of any of the Corporate assets on dissolution of the corporation; provided, however, the Corporation may confer benefits in the form of distributions, in dissolution or otherwise, upon any Non-Profit Corporation described in Section 501(c)(3) and Section 170(c)(2) of the Code and specified in Section 3 below. 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 any political campaign (including the publication or distribution of statements) on behalf of any candidate for public office.

ARTICLES OF INCORPORATION OF
MONCRIEF MISSIONARY BAPTIST CHURCH, INC.
(A Non-Profit Corporation)

Section 2: Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under section 501(c)(3) of the Code, or by an organization contributions to which are deductible under Section 170(c)(2) of the Code.

Section 3: Upon the dissolution of the Church corporation, any assets remaining after paying or making provisions for the payment of all of the liabilities of the Church corporation shall be distributed to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes which, at the time of such disposition, qualify as an exempt organization or organizations under section 501(c)(3), Section 170(c)(2), and Section 509(a)(1) or (2) of the Internal Revenue Code of 1986 or corresponding Sections of any or future Internal Revenue Code by reason of such organization or organizations providing public services, or to the federal, state, or local government for exclusive public purpose. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction exclusively for such charitable purposes, or to such organizations organized and operated exclusively for such charitable purposes, as said court shall determine.

ARTICLE XI. OFFICERS

Section 1: The officers of the Corporation shall include a President, Vice-President and a Secretary/Treasurer. The Corporation may have additional officers, assistant officers and agents, including without limitation, one or more Senior, Assistant or other Vice-Presidents, an Assistant Secretary and/or Treasurer.

Section 2: The officers shall be elected, removed and hold office as provided in the Bylaws.

ARTICLES OF INCORPORATION OF
MONCRIEF MISSIONARY BAPTIST CHURCH, INC.
(A Non-Profit Corporation)

Section 3: The officers shall have such powers and responsibilities as provided by the Bylaws.

ARTICLE XII. INDEMNIFICATION OF OFFICERS, DIRECTORS
MANAGERS, EMPLOYEES, AND AGENTS

Section 1: The Corporation shall indemnify against liability to the fullest extent authorized or permitted by the provisions at 607.014 (other than 607.014(7)) Florida Statute and 617.028 Florida Statute as amended, (or any amendment or successor provision thereof or any other statutory provision authorizing or permitting such indemnification which is adopted after the date this Article XII is adopted) any person, and his heirs, executors, administrators and legal representatives, who is or was a party to any proceeding by reason of the fact that such person is or was an officer, director, manager, employee or agent of another corporation, partnership, joint venture, trust, or other enterprise at the request of the corporation. Such persons who are entitled to be indemnified shall be paid their expenses in advance of a final disposition of the proceeding to the maximum extent authorized or permitted by the provision of 607.014(6) Florida Statute or any amended or successor section.

Section 2: Article XII, Section 1 of these Articles, shall not be construed to mean that indemnification by the Corporation pursuant to 607.014 (7) Florida Statute is not permitted. The Corporation may indemnify any person pursuant to Section 607.014 (7) Florida Statute, or any amended or successor section, to the extent and in the manner desired by the Corporation and permitted by law.

Section 3: Terms used in this Articles shall have the meanings ascribed to them in 607.014(11) Florida Statute or any amended or successor section.

ARTICLES OF INCORPORATION OF
MONCRIEF MISSIONARY BAPTIST CHURCH, INC.
(A Non-Profit Corporation)


ARTICLE XIII. BYLAWS

The power to adopt, alter, amend or repeal Bylaws for the Church corporation shall be vested only in the Directors, as more specifically provided in the Bylaws.

ARTICLE XIV. AMENDMENTS

The power to alter, amend or repeal these Articles of Incorporation shall be vested in the Directors, as more specifically provided in the Bylaws of the Church corporation.

IN WITNESS WHEREOF, the undersigned being the Incorporator of the Church corporation, has hereunto set his hand and seal this 24th day of February 2000.

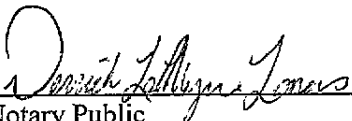

Rev. Quoyadis G. Thomas
Incorporator

STATE OF FLORIDA

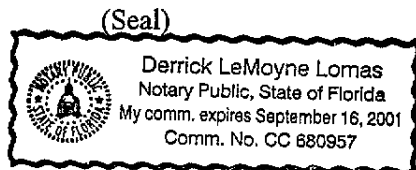
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, Rev. Quovadis G. Thomas, Incorporator, to be well known and well known to me to be the person who executed the foregoing original Articles of Incorporation of MONCRIEF MISSIONARY BAPTIST CHURCH, INC. and acknowledged before me that he executed the same freely and voluntarily for the purposed therein set forth and expressed.

IN WITNESS THEREOF, I have hereunto set my hand and affix my official seal on this 24th day of February 2000.



Notary Public
State of Florida at Large



My commission expires: 9/16/01

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provision of section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: MONCRIEF MISSIONARY BAPTIST CHURCH, INC..
2. The name and address of the registered agent and office is:

Mark L. Griffin, CPA
1627 Rogero Road
Jacksonville, Florida 32211

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE _____

DATE _____

Mark L. Griffin CPA
2/24/00

00 MAR -3 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED