

N 00000000 6387

WILLIAM E. RAIKES, III

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September 20, 2000

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

FILED
00 SEP 25 PM 12:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: TREASURE COAST GOSPEL AND JAZZ FESTIVAL, INC.

Dear Sir or Madam:

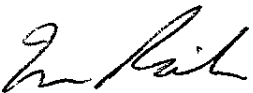
Enclosed please find original and one copy of the Articles of Incorporation for the above-referenced corporation. Also enclosed is Mr. Raikes' check for the following:

Filing fee	\$70.00
Certified Copy of Articles	<u>8.75</u>
Amount of check	\$78.75

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Thank you for your prompt attention to this matter. If you have any questions, please feel free to contact me.

Very truly yours,



William E. Raikes, III, Esq.

WER/tkk
enclosures

F. CHESNIN SEP 26 2000

ARTICLES OF INCORPORATION

FOR

TREASURE COAST GOSPEL AND JAZZ FESTIVAL, INC.
(A Corporation not for Profit)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby sets forth his intention to form a corporation under the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation is TREASURE COAST GOSPEL AND JAZZ FESTIVAL, INC.

ARTICLE II

Duration

This corporation shall have perpetual existence.

ARTICLE III

Purpose

The purposes for which the corporation is formed are as follows:

A. To provide service and raise funds for the Love Center in Fort Pierce, Florida.

B. Notwithstanding any other provision of these Articles, the purposes for which the corporation is organized are exclusively charitable and educational within the meaning of Section 501(c) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law.

C. Notwithstanding any other provision of these Articles, this organization shall not carry on any other activities not permitted to be carried on:

(1) By an organization exempt from Federal Income Tax under Section 501(a) of the Internal Revenue Code of 1986 as an organization described in Section 501(c)(3) of such Code, or the corresponding provision of any future United States Internal Revenue Law.

(2) By an organization, contributions to which are deductible under Sections 170(c)(2), 2055(a)(2), or 2522(a)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IV Qualification of Members

The members of this corporation shall be the members of the Board of Directors and such other persons who express their desire to carry out and support the purposes and objectives of the corporation and who shall be approved for membership by the Board of Directors.

ARTICLE V Distribution of Assets upon Dissolution

In the event of the liquidation or dissolution of the corporation, whether voluntary or involuntary, no member shall be entitled to any distribution or division of its remaining property received by the corporation from any source. After the payment of all debts and obligations of the corporation, all remaining assets shall be used or distributed exclusively for the purposes within those set forth in Article III of this certificate and within the intentment of Section 501(c) of the Internal Revenue Code of 1954 and the regulations thereunder as the same now exist or as they may be hereafter amended from time to time.

In the event of dissolution, the residual assets of the organization will be turned over to the Love Center Regeneration Ministries, Inc. or its successor organization.

ARTICLE VI Income and Distribution

No part of the income of the corporation shall inure to the benefit of any member, director, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no member, officer or the corporation or any private individual

shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

ARTICLE VII Prohibited Activities

No part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in (including publication or distribution of statements), any political campaign on behalf of any candidate for public office.

ARTICLE VIII Subscribers

The name and address of the subscriber to these Articles is:

WILLIAM E. RAIKES, III 100 Avenue A, Suite C
Fort Pierce, FL 34950

ARTICLE IX Officers

Section 1. The officers of the corporation shall be a President, a Vice President, a Secretary, a Treasurer, and such other officers as may be provided in the By-Laws.

Section 2. The names of the persons who are to serve as officers and directors of the corporation until the first annual meeting of the members are:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President	Jerome Rhyant	908 N. 14 th St. Fort Pierce, Fl 34950
Vice-President, Treasurer	Larry Lee	2209 S.25 th St. Fort Pierce, Fl 34947
Secretary	William E. Raikes	100 Av. Ste.C Fort Pierce, Fl 34950

Section 3. The officers shall be elected at the annual meeting of the members or as provided in the By-Laws and shall generally serve for terms of one year each, as further described in the By-Laws.

ARTICLE X
First Board of Directors

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have three (3) directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than three (3).

Section 2. Members of the Board of Directors shall be elected and hold office in accordance with the By-Laws.

Section 3. The names and addresses of the persons who are to serve as directors until the first annual meeting of the corporation and the length of their terms are:

<u>Name</u>	<u>Address</u>
Jerome Rhyant	908 N. 14 th St. Fort Pierce, Fl 34950
Larry Lee	2209 S.25th St. Fort Pierce, Fl 34947
William E. Raikes	100 Av. Ste.C Fort Pierce, Fl 34950

ARTICLE XI
By-Laws

Section 1. The Board of Directors of this corporation may provide such By-Laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Section 2. Upon proper notice, the By-Laws may be amended, altered or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

ARTICLE XII
Amendments to Articles of Incorporation

Section 1. These Articles of Incorporation may be amended at a properly noticed special meeting of the membership called for that purpose, by a majority vote of those present.

Section 2. Amendments may also be made at a regular meeting of the membership upon notice given, as provided by the By-Laws, of intention to submit such amendments.

ARTICLE XIII
Powers

In order to promote the purposes of this corporation, it may acquire property by grant, gift, purchase, devise or bequest, and hold and dispose of such property as the corporation shall require for the benefit of the members and not for pecuniary profit.

ARTICLE XIV
Meetings

Section 1. The annual meeting for the election of members of the Board of Directors shall be held as may be provided in the ByLaws.

Section 2. The corporation may provide in its By-Laws for the holding of additional regular meetings and any special meetings, and shall provide notice of all such meetings.

ARTICLE XV
Initial Registered Office and Agent

The street address of the initial principal office of this corporation is 100 Avenue A, Suite C, Fort Pierce, FL 34950 and the name of the initial registered agent of this corporation at that address is William E. Raikes, III.

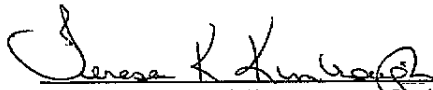
IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, have hereunto set my hand and seal this 20th day of September, 2000 for the purpose of forming this corporation not for profit under the laws of the State of Florida.

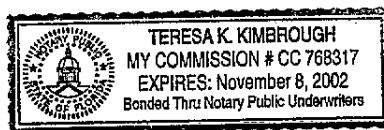

WILLIAM E. RAIKES, III

STATE OF FLORIDA
COUNTY OF ST. LUCIE

BEFORE ME, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared WILLIAM E. RAIKES, III, to me personally known to be the person described as subscriber in (or who was identified to me by the following identification: _____) and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to these Articles of Incorporation.

Witness my hand and official seal in the County and State named above this 20th day of September, 2000.


Notary Public, State of Florida
My Commission expires:



ACCEPTANCE OF REGISTERED AGENT

I, WILLIAM E. RAIKES, III, hereby accept the position of Registered and Resident Agent for TREASURE COAST GOSPEL AND JAZZ FESTIVAL, INC.


WILLIAM E. RAIKES, III

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 SEP 25 PM 12:47

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