

# N00000007210

TRANSMITTAL LETTER

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

FILED

00 OCT 30 AM 10:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**SUBJECT:** The WAY Fellowship Church, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$87.50, Filing Fee, Certified Copy & Certificate of Status.

Please call the contact below when the filing is complete and we will pick up the documents from your office. Thank you.

**FROM:** Daniel W. Hartman  
Ard, Shirley & Hartman, P.A.  
820 East Park Avenue, Suite F200  
Tallahassee, Florida 32301  
(850) 577-6500

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RECEIVED  
00 OCT 30 AM 10:06  
DIVISION OF CORPORATION

10 OCT 30 2000

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**ARTICLES OF INCORPORATION  
OF  
The WAY Fellowship Church, Inc.  
A Florida Not For Profit Corporation**

FILED  
00 OCT 30 AM 10:53  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, acting as Incorporator of a Corporation under Chapter 617 of Florida Statutes, adopts the following Articles of Incorporation:

**NAME OF CORPORATION:** The name of the Corporation is The WAY Fellowship Church, Inc.

**PRINCIPAL OFFICE:** The Principal Office of the Corporation is located at 16211 SW 16<sup>th</sup> Street, Pembroke Pines, FL 33027.

**MAILING ADDRESS:** The Mailing Address of the Corporation is 16211 SW 16<sup>th</sup> Street, Pembroke Pines, FL 33027.

**REGISTERED AGENT:** The Name of the Registered Agent of the Corporation is Kelvin L. Baker, Sr. The Address of this Registered Agent is 16211 SW 16<sup>th</sup> Street, Pembroke Pines, FL 33027.

**DURATION/MEMBERSHIP:** The period of Duration is perpetual. The qualification for Members, if any, and the manner of their admission shall be regulated by the Bylaws.

**BOARD OF DIRECTORS:** The method of selection of the Board of Directors and number of Directors shall be stated in the Bylaws.

**INCORPORATORS:** The Name and Address of the Incorporator is: Kelvin L. Baker, Sr. 16211 SW 16<sup>th</sup> Street, Pembroke Pines, FL 33027.

**CORPORATE PURPOSES**

The purposes for which this Corporation is formed are exclusively, Religious, Educational and Charitable and consist of the following:

1. Teaching the word of Jesus Christ, and encouraging all Christian's faith in accordance with God's word through the gospel.
2. To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, educational or religious purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual.
3. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies.
4. All of the foregoing purposes shall be exercised exclusively charitable, educational and religious purposes in such a manner that the Corporation will qualify as an exempt organization under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

### 501(c)(3) LIMITATIONS

1. CORPORATE PURPOSES: Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

2. EXCLUSIVITY: The Corporation is organized exclusively for Charitable, Educational and Religious purposes.

2. NO PRIVATE INUREMENT: The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any Individual, except as reasonable compensation for services actually performed in carrying out the Corporation's Religious, Charitable and Educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to Religious, Charitable and Educational purposes no part of which shall inure to the benefit of any individual.

3. DISSOLUTION: Upon Winding Up and Dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for religious, charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

4. PRIVATE FOUNDATION STATUS: In the event that this Corporation shall become a "Private Foundation" within the meaning of section 509 of the Internal Revenue Code 1954, the Corporation shall distribute its income for each taxable year at such time and in such manner as not to subject it to tax under section 4942 of the Internal Revenue Code; shall not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code; shall not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code; shall not make any investments in such manner as to subject it to tax under section 4944 of the Internal Revenue Code; and shall not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code.

### INDEMNIFICATION

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

### EXECUTION

These Articles of Incorporation are hereby executed by the Incorporator on this 24<sup>th</sup> day of

October, 2000.  
By: Kelvin L. Baker, Sr.  
Kelvin L. Baker, Sr.

STATE OF FLORIDA )  
COUNTY OF Broward )

I HEREBY CERTIFY that on this day, before me, an Officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Kelvin L. Baker, who is either personally known to me or who produced a valid driver's license, No. \_\_\_\_\_, or valid Identification, No. \_\_\_\_\_, executed the foregoing instrument as Incorporator (or the Agent of the Incorporator) and acknowledged before me that he or she executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 24<sup>th</sup> day of October, 2000.

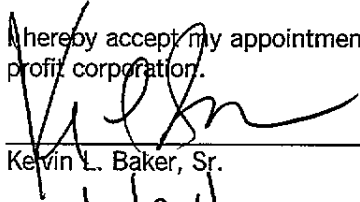
Rosemarie Dausey  
NOTARY PUBLIC STATE OF FLORIDA  
My Commission Expires:



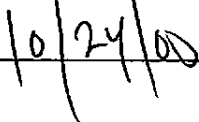
Rosemarie Dausey  
MY COMMISSION # CC886847 EXPIRES  
January 18, 2004  
BONDED THRU TROY FAIR INSURANCE, INC.

**REGISTERED AGENT'S  
ACCEPTANCE OF APPOINTMENT**

I hereby accept my appointment as Registered Agent for The WAY Fellowship Church, Inc., a Florida not for profit corporation.

  
\_\_\_\_\_  
Kevin L. Baker, Sr.

Date

  
\_\_\_\_\_  
10/24/00

**FILED**  
00 OCT 30 AM 10:53  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA