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KEY & WASHINGTON KENDALL
ATTORNEYS AND COUNSELORS AT LAW

141 S. Main Street, Suite 211, Belle Glade, Florida 33430
PHONE: 561-992-4208 - FAX: 561-992-0338

GWENDOLYN S. KEY, Esquire

MAMIE WASHINGTON KENDALL, Esquire

November 2, 2000

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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*****78.75 *****78.75

RE: St. John First Missionary Baptist Church of Belle Glade, Inc.

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for St. John First Community Baptist Church of Belle Glade, Inc., along with check #5577 for Seventy-Eight Dollars & Seventy-Five Cents (\$78.75) for a certified copy.

Please return to this office at 141 S. Main St., #211, Belle Glade, Florida 33430.

Thank You.

Sincerely,


Gwendolyn S. Key, Esquire

GSK:lc

Enclosure

FILED
00 NOV -6 AM 11:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11-8
100

ARTICLES OF INCORPORATION

OF

ST. JOHN FIRST MISSIONARY BAPTIST CHURCH, OF BELLE GLADE INC.

FILED
00 NOV -6 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

KNOW ALL MEN, that the herein subscribers associate themselves together to form a corporation, not for profit, but for spiritual purposes, pursuant to the provisions of the Laws of Florida relating to corporations not for profit, and for said purposes they adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation shall be: St. John First Missionary Baptist Church, of Belle Glade, Inc., and it shall maintain its offices at 600 SW 8th Street, Belle Glade, Palm Beach County, Florida. The mailing address for the corporation shall be Post Office Box 1096, Belle Glade, Florida 33430.

ARTICLE II. PURPOSE

The general nature and purposes of this corporation is to take charge and manage all the temporal affairs of the Baptist Church; to promote the spiritual, educational and other interests of the Baptist Church, including all the charitable, benevolent work of said church; to promote the teaching, preaching and the doctrine of christianity and to support world missions in espousing the gospel to the world; to promote the spirit of brotherhood and a closer association between the members of the organization; to take charge of, hold and manage all properties, real and personal that may at any time or in any manner come to this corporation whether by purchase, gift, grant, devise or otherwise and to mortgage the same if necessary or dispose of it as the necessities of this corporation may require but not for profit.

ARTICLE III. MEMBERSHIP

All persons who have professed faith in Christ with satisfactory evidence of a change of heart and a willingness to confess to doctrine and practice of this church as set forth in its Articles of Faith, the church covenant, church hand book and By-Laws. Membership shall be confirmed by immersion, letter, christian experience restoration.

ARTICLE IV. TERM OF EXISTENCE

The existence of this corporation shall be perpetual.

ARTICLE V. NAMES OF RESIDENCES OF SUBSCRIBERS

The names and residence address of those subscribing to these Articles of Incorporation are:

Name	Address
Cornelius D. Foster	584 SW 10 th St. Belle Glade, Florida 33430
George White	601 SW 12 th St. Belle Glade, Florida 33430
James Robert Byrd	1224 SW Avenue C Belle Glade, Florida 33430

ARTICLES VI. OFFICERS

The officers who shall manage the affairs of the corporation shall be as follows:

1. **BOARD OF TRUSTEES:** Said board shall consist of not less than three or more than five members, exclusive of the pastor who is, ex officio, a trustee. The trustee shall be elected from the membership, by the membership as hereinafter provided. The trustees shall have charge of the secular business of the Church, including its financial affairs. The trustees shall hold themselves bound by every consideration of morality and honor to carry out the wishes of the Church and to act under its instruction, and to carry out whatever technical rights and duties, civil laws and decisions of Courts that may be given them. The trustees shall be custodians of all the property of the Church, both real and personal and of the funds of the Church. It shall be the duty of the Board to take charge of business affairs of the Church and with direction of the Church body, disburse all funds for payment of the obligations and debts of the Church, including the pastor's salary. The trustees shall have the power to improve, rent, lease, mortgage, sell and convey property of the Church upon being authorized to do so by resolution adopted by a majority of the membership of the Church as shown on the records of the Church, at a special meeting called for that purpose. The trustees shall perform such other duties as the members of the Church, by majority vote, may impose upon them from time to time.

2. **PASTOR:** The Pastor shall be employed or called as provided in the bylaws. The Pastor shall be the head of the church. The Pastor is the Chief Executive and Chief Operating Officer of the corporation. The Pastor shall also serve as the ex-officio head of the Trustee board, as well as each auxiliary, committee board and ministry of the church. The Pastor is the chief moderator of all discussions and meetings held in the church. The Pastor shall cultivate the religious and spiritual needs of the congregation and church, in accordance with the doctrine and discipline of the Holy Scripture. The Pastor shall meet the qualifications set forth for that position in the bylaws. The Pastor shall perform all duties as set forth in the bylaws and his employment contract.

The Pastor shall perform such other duties and exercise all powers that are incidental to the office and his position as Chief Executive and Chief Operating Officer. The term of the Pastor shall be set forth in his employment contract. The employment contract must be signed by a member of the Board of Trustees, the Chairman of the Deacon Ministry and Treasurer in order to be valid and enforced against the corporation. Any contract not executed in accordance with this article shall be void.

The Pastor may be terminated upon the following conditions:

- A. End of the employment contract unless said contract is renewed or extended;
- B. Death;
- C. Disability;
- D. Vote by 3/4 majority of the membership requesting his removal with or without cause.
- E. Violation of the By-Laws.
- F. Breach of Employment Contract; and
- G. Resignation of the Pastor.

3. **GENERAL SECRETARY:** Is to be elected from the membership as herein provided. The General Secretary shall be custodian of all corporate records and the corporate seal. The Secretary shall verify all instruments executed on behalf of the corporation; shall keep records of all church proceedings and accounts and shall perform such other duties as may be delegated to him or her by the laws, resolutions, or other acts of the corporation.

4. **TREASURER:** Shall be elected by the membership as herein provided; he or she shall, by the nature of his office, be a member of the Board of Trustees; he shall receive all monies of the Church and deposit same in a bank as shall be designated by the Board of Trustees; he shall keep the financial records of the Church funds and of all transactions of the Church; all disbursements of the funds of the Church shall be made through his office and he shall perform such other duties as may be incidental to his office.

5. **CHAIRMAN OF DEACONS MINISTRY** shall be appointed by the Pastor and shall represent the view of the majority of the deacons in all church proceedings and business. The Chairman of Deacons Ministry shall be a member of the trustee board. In the absence of the Pastor and assistant Pastor the Chairman of Deacon Ministry shall be the leader of church.

6. All officers, except the Pastor, shall be elected by the members of the corporation, by a majority vote at an annual meeting to be held on the Friday night immediately preceding the first Sunday in December of each year and shall serve until the next such election; the term of office of all officers, shall be for one year, provided, however, all officers may succeed themselves. Vacancies occurring shall be filled by an election, which at a worship service, has been publicly announced at least five days preceding said election.

ARTICLE VII. INITIAL OFFICERS

The officers who shall manage the affairs of this corporation until the first regular election or appointment as provided in these Articles of Incorporation are:

A. Board of Trustees:

George White	Chairman Trustee Board
601 SW 12 th St.	
Belle Glade, Florida 33430	

Cornelius P. Foster	Chairman Deacon Ministry
584 SW 10 th St.	
Belle Glade, Florida 33430	

B. General Secretary:

Betty Page
300 NW 9th St.
Belle Glade, Florida 33430

C. Treasurer:

James Robert Byrd

ARTICLE VIII. BY LAWS

The By-Laws of the corporation are to be made, altered or rescinded by a majority vote for the membership of the corporation present and voting at any general or special meeting of the membership called for such purposes.

ARTICLE IX. AMENDMENTS TO ARTICLES OF INCORPORATION

The Articles of Incorporation may be amended by resolution adopted by a two-thirds vote of the members present at any special or regular meeting called for such purpose.

ARTICLE X. USE OF INCOME

All revenue, profit, income and money received from the conduct of the affairs of this corporation are to be used and employed in religious, educational, charitable, benevolent, and missionary work, and not for the members of the corporation, either individually or collectively.

Section 1. No part of the net earnings of the corporation shall inure to the benefit of any individual member.

Section 2. No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this corporation, and upon dissolution of this organization, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed or organizations which have qualified for exemption under Section 501 (c) (3) of the Internal Revenue Code, or to the Federal Government, or to a state or local government, for a public purpose, and none of the assets will be distributed to any member, officer or director of this corporation.

WITNESS the hands and seals of the incorporators and subscribers to these Articles at Belle Glade, Palm Beach County, Florida, this 2nd day of November, 2000.

George White Seal
George White

Cornelius D. Foster Seal
Cornelius D. Foster

James R. Byrd Seal
James Robert Byrd

STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME the undersigned authority, personally appeared GEORGE WHITE, CORNELIUS D. FOSTER and JAMES ROBERT BYRD, to me known to be the persons who executed the foregoing Articles of Incorporation, and they acknowledge to and before me that they executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 2nd day of November, 2000.

Luisa Camero
Notary Public



Luisa Camero
MY COMMISSION # CC970272 EXPIRES
September 25, 2004
BONDED THRU TROY FAIN INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:

St. John First Missionary Baptist Church or Belle Glade, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Belle Glade State of Florida, has named Mamie Washington Kendall, located at 141 S. Main St., #211, Belle Glade, State of Florida, as its agent to accept service of process within Florida.

[Signature]
Signature
Date: November 2, 2000

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

Mamie W. Kendall
(Signature)
Date 11-2-00