

LAW OFFICES
GARY J. HAUSLER

GARY J. HAUSLER
(MEMBER OF FLORIDA, WASH D.C., & N.Y. BARS)

February 22, 2001

NO1000000/321
FEDERAL EXPRESS

950 N. COLLIER BLVD.
SUITE 202
THE SUNTRUST BUILDING
MARCO ISLAND, FL 34145

(941) 394-3171
FAX (941) 394-4858

Corporate Documents
Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

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-02/23/01--01055--006
*****78.75 *****78.75

Attention: Corporate Filings

Re: Incorporation of FIRST BAPTIST CHURCH EVANGELISTIC ASSOCIATION,
INC.

Dear Sir:

Enclosed herewith please find the following documents with respect to the filing
of a new, non-profit corporation entitled FIRST BAPTIST CHURCH EVANGELISTIC
ASSOCIATION, INC.:

1. Original and one (1) copy of ARTICLES OF INCORPORATION;
2. The undersigned's escrow account check in the amount of \$78.75 as and
for your filing fee and a certified copy;

Please proceed to file the enclosed original Articles and return a copy of the filed
Articles of Incorporation for my file.

Thank you for your anticipated cooperation.

Very truly yours,

Gary J. Hausler
Gary J. Hausler

FILED
01 FEB 23 AM 11:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GJH/sew

Enclosures

JP 26-01

ARTICLES OF INCORPORATION OF
FIRST BAPTIST CHURCH EVANGELISTIC ASSOCIATION, INC.
A FLORIDA NONPROFIT CORPORATION

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE

The name of this corporation is FIRST BAPTIST CHURCH EVANGELISTIC ASSOCIATION, INC.

ARTICLE TWO

This is a nonprofit corporation organized solely for the general charitable purposes pursuant to the Florida Corporations Not For Profit law set forth in Chapter 617 of the Florida Statutes.

ARTICLE THREE

- (a) The specific and primary purposes for which this corporation is formed are to operate for the advancement of religion, charity, and education and for other charitable purposes, by the distribution of its funds for such purposes, and particularly for the Evangelistic Outreach Ministry.
- (b) The general purposes for which this corporation is formed are to operative exclusively for such religious, charitable, and educational purposes as will qualify it as an exempt organization under § 501 (c) (3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent federal tax laws, including, for such purpose, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

- (c) This Corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; no shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE FOUR

This corporation shall have a perpetual existence.

ARTICLE FIVE

The Corporation shall have a membership distinct from the Board of Directors. There shall be only one class of membership. Any person paying the dues as from time to time may be levied by the Board of Directors and agreeing to be bound by these Articles of Incorporation and the By-Laws of the Corporation and by such rules and regulations as the Board of Directors may from time to time adopt, is eligible for membership in this Corporation. Application for membership is to be made to the Board of Directors. Unanimous approval of he Board of Directors is required for admission to membership. Members of this Corporation shall not be personally liable for the debts, liabilities, or obligations of the Corporation, and shall not be subject to any assessments.

ARTICLE VI

The names and residence addresses of the subscribers of this Corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
1. Dr. Jack C. Huguen	1450 Winterberry Drive Marco Island, Florida 34145

	<u>NAME</u>	<u>ADDRESS</u>
2.	Darrell D. March	3011 Sandpiper Circle Naples, Florida 34112
3.	Joseph Hughen	1825 Dogwood Drive Marco Island, Florida 34145

ARTICLE SEVEN

- (a) The Street Address, Town/City, County in the State of Florida where the principal office for the transaction of business of this Corporation is to be located at 1450 Winterberry Drive, Marco Island, County of Collier, Florida 34145, and its mailing address is the same.
- (b) The name and address of this Corporation's Registered Agent is:
- Dr. Jack C. Hughen 1450 Winterberry Drive
Marco Island, Florida 34145

ARTICLE EIGHT

- (a) Board of Directors. The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of Directors of the Corporation shall be three (3). Directors shall serve for a term of one year, and be elected at the annual Board of Trustees meeting for that purpose on September 1 of each year. Only the Trustees shall have a vote at this meeting.
- Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written

consent shall have the same force and effect as if taken by unanimous vote of the Board of Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the Articles of Incorporation and Bylaws of this Corporation authorizes the Directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of the initial Board of Directors are as follows:

1. Dr. Jack C. Hughen 1450 Winterberry Drive
Marco Island, Florida 34145
2. Darrell D. March 3011 Sandpiper Circle
Marco Island, Florida 34145
3. Joseph Hughen 1825 Dogwood Drive
Marco Island, Florida 34145

- (b) Corporate Officers. The Board of Directors shall elect the following officers: President, Vice President, Treasurer, and Secretary. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

	<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
1.	Dr. Jack C. Hughen	President-Treasurer	1450 Winterberry Dr. Marco Island, FL 34145
2.	Darrell D. March	Vice President	3011 Sandpiper Circle Naples, FL 34112
3.	Joseph Hughen	Secretary	1825 Dogwood Drive Marco Island, FL 34145

ARTICLE NINE

Subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporation Not For Profit law of Florida, concerning corporate action that must be authorized or approved by the members of the Corporation, the Bylaws of this Corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by a resolution of the Board of Directors or by following the procedure set forth therefore in the Bylaws.

ARTICLE TEN

The property of this Corporation is irrevocably dedicated to religious, charitable, and educational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any Director, Officer or member thereof, or to the benefit of any private individual.

ARTICLE ELEVEN

Upon the dissolution or winding up of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to a nonprofit fund, foundation, or Corporation which is organized and operated exclusively for religious purposes and which has established its tax exempt status under § 501 (c) (3) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent tax laws.

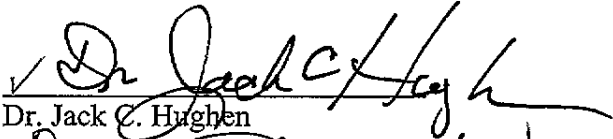
ARTICLE TWELVE

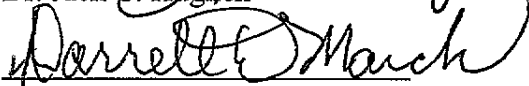
Amendments to the Articles of Incorporation may be adopted by the Board of Directors.

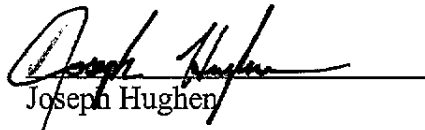
We, the undersigned, being the Incorporators of this Corporation, and including all the persons herein named as the subscribers of this Corporation, of the purpose of

forming this Nonprofit Corporation under the laws of Florida have executed these

Articles of Incorporation on the 31st day of October, 2000.

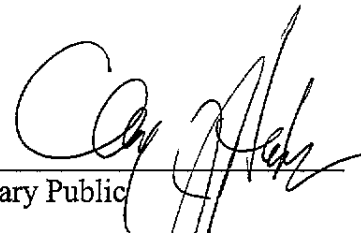

Dr. Jack C. Hughen


Darrell D. March



Joseph Hughen

STATE OF FLORIDA
COUNTY OF COLLIER

On this 31st day of October, 2000, before me personally came DR. JACK C. HUGHEN, DARRYL MARCH and JOSEPH HUGHEN, known to me to be the individuals described in and who executed the foregoing instrument and acknowledged before me that they executed the same.

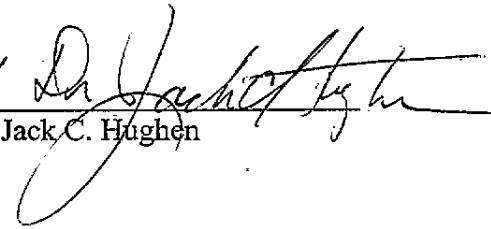

Notary Public

My Commission Expires:

 Gary J. Hausler
My Commission CC913287
Expires March 13, 2004

ACCEPTANCE AND ACKNOWLEDGMENT BY RESIDENT AGENT

Dr. Jack C. Huguen, having been named Resident Agent in the Articles of Incorporation hereby accepts said appointment and consents to act in this capacity and agrees to comply with the provision of the Florida General Corporation Act.

✓ 
Dr. Jack C. Huguen

FILED
01 FEB 23 AM 11:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA