

NO1000002239

ROBERT L. PEGG
ATTORNEY AND COUNSELLOR AT LAW
1428 21ST STREET
VERO BEACH, FLORIDA

FLORIDA BAR BOARD
CERTIFIED CRIMINAL TRIAL LAWYER

BARBARA A. MICHAUD
LEGAL ASSISTANT

MAILING ADDRESS:
POST OFFICE BOX 1000
VERO BEACH, FLORIDA 32961
(561) 569-6940
FAX NO. (561) 569-1025

March 15, 2001

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 MAR 26 AM 10:11

FILED

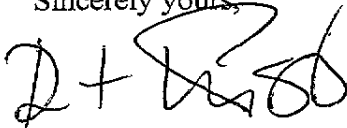
IN RE: **APOSTOLIC ASSEMBLY OF THE LORD JESUS CHRIST, Inc.**

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation and Designation of Registered Agent in regards to the above referenced corporation. I am also enclosing my check in the amount of \$78.75 representing the filing fee. Please file and certify the articles and return a copy to me at your earliest convenience.

Thank you for your attention and cooperation to this matter.

Sincerely yours,



Robert L. Pegg,

RLP/bam

Enclosure

200003909212--5
-03/26/01 --01079--011
*****78.75 *****78.75

R 3/30/02

ARTICLES OF INCORPORATION
OF
APOSTOLIC ASSEMBLY OF THE LORD JESUS CHRIST, INC.

FILED
01 MAR 26 AM 10:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In order to form a corporation under and in accordance with the provisions of the laws of the State of Florida for the Formation of Corporation Not for Profit, we, the undersigned, hereby associate ourselves into a corporation for the purpose and with the powers hereinafter mentioned, and, to that end, we do, by these Articles of Incorporation, set forth:

I

CORPORATE NAME

The name of this corporation is APOSTOLIC ASSEMBLY OF THE LORD JESUS CHRIST, INC..

II

CORPORATE NATURE

This is a nonprofit corporation, organized solely for general religious purposes pursuant to the Florida Corporations Not for Profit Law set forth in Section 617 of the Florida Statutes.

ARTICLE III

DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV

GENERAL AND SPECIFIC PURPOSES

The specific and primary purposes for which this corporation is formed are:

A. For the advancement of religion, charity, education and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.

B. To hold religious services and activities.

C. To operate exclusively in any other manner for such religious, charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal

Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

ARTICLE V

MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than three (3) persons. The number of Directors of the corporation shall be three (3), provided however, that such number may be changed by a By-Law duly adopted by the members.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Directors and until the qualification of the successors in office. Annual meetings shall be held at 1025 9th Square, Vero Beach, Florida, on the 1st day of May of each year at 7:00 p.m., or at such other place or places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by one 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, any such action by written consent shall have the same force and effect as if taken by unanimous vote of the 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 the By-Laws of this corporation authorize the Directors to so act. Such statement shall be prima facie evidence of such authority.

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

<u>Name</u>	<u>Address</u>
TONY CALDWELL	1025 9 th Square, Vero Beach, FL 32960
ANTHONY VELIE	1025 9 th Square, Vero Beach, FL 32960
TODD COX	1025 9 th Square, Vero Beach, FL 32960

B. Corporate Officer. The Board of Directors shall elect the following officers: President, Vice President, Secretary and Treasurer, and such other officers as the By-Laws of this corporation may authorize the Directors to elect from time to time. 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>Address</u>
President: BRO. GORDON G. WILLIAMS, III	1025 9 th Square, Vero Beach, FL 32960
Vice President: TONY CALDWELL	1025 9 th Square, Vero Beach, FL 32960
Secretary: TODD COX	1025 9 th Square, Vero Beach, FL 32960
Treasurer: ANTHONY VELIE	1025 9 th Square, Vero Beach, FL 32960

ARTICLE VI

EARNINGS AND ACTIVITIES OF CORPORATION

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article V hereof.

B. 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 (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

C. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are

deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

D. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VII

DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations, organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII

MEMBERSHIP

The qualification for members and the manner of their admission shall be regulated by the bylaws for this corporation.

ARTICLE IX

SUBSCRIBERS

The name and address of the Subscriber of this Corporation is ROBERT L. PEGG, 1428 21st Street, Vero Beach, Florida 32960.

ARTICLE X.

AMENDMENT OF BY-LAWS

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefor in the By-Laws.

ARTICLE XI

DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to religious, educational, charitable 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 XII

REGISTERED AGENT AND OFFICE

The address of the corporation's registered office shall be 1428 21st Street, Vero Beach, Florida 32960, and the name of its registered agent at said address shall be ROBERT L. PEGG.

ARTICLE XIII

AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote in the manner set forth in the By-Laws of this corporation.

We, the undersigned, being the Subscriber and Incorporator of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this 15th day of March, 2001.

WITNESSED BY:

Barbara A. Michaud

RL PEGG
ROBERT L. PEGG, Subscriber

Cindy J. Velasquez

RL PEGG
ROBERT L. PEGG, Registered Agent

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

The foregoing instrument was acknowledged before me this 15th day of March, 2001, by ROBERT L. PEGG, who is personally known to me or who has produced a Florida Driver's License as identification and who did not take an oath.

Barbara A. Michaud
Name:
Notary Public
My commission expires:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE. NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

FILED

MAR 26 AM 10:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.081, Florida Statutes, the following is submitted, in compliance with said act:

FIRST, that APOSTOLIC ASSEMBLY OF THE LORD JESUS CHRIST, INC., desiring to organize under the laws of the State of Florida, with the principal office, as indicated in the Articles of Incorporation, at 1025 9th Square, Vero Beach, County of Indian River, Florida, has named ROBERT L. PEGG, located at 1428 21st Street, Vero Beach, Florida 32960, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


ROBERT L. PEGG, Registered Agent