

N 01000004083

TRANSMITTAL LETTER

FILED

01 JUN -8 PM 2:32

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

200004383482--7  
-06/08/01-01050-005  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT: The Emmanuel M.B. Church, Incorporated  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: Joseph L. Diaz, Esq.  
Name (Printed or typed)

2522 W. Kennedy Blvd.

Address

Tampa, FL 33609

City, State & Zip

(813)879-6164

Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

**ARTICLES OF INCORPORATION**  
**OF**  
**THE EMMANUEL M. B. CHURCH, INCORPORATED**

**FILED**  
**01 JUN -8 PM 2:32**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

The undersigned incorporator, for the purpose of forming a not for profit Corporation under and by virtue of the laws of the State of Florida, adopts the following as the Articles of Incorporation of **THE EMMANUEL M. B. CHURCH, INCORPORATED**.

**ARTICLE I - NAME**

The name of the Corporation is **THE EMMANUEL M. B. CHURCH, INCORPORATED**, hereinafter referred to as the "Corporation".

**ARTICLE II - PRINCIPAL OFFICE**

The address of the principal office and mailing address of the Corporation is 2204 Highland Avenue, Tampa, FL 33602.

**ARTICLE III - DURATION**

The existence of the Corporation will be perpetual.

**ARTICLE IV - PURPOSE**

The purposes for which the Corporation is formed, and the business and objects to be carried on and promoted by it are as follows:

- (a) To provide a place of fellowship and worship for persons who share an interest in the Christian faith and the promotion of the Baptist Church doctrine and practices.
- (b) This corporation is organized exclusively for religious, scientific, literary or

educational purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future United States Internal Revenue law.

(c) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any of its members, trustees, officers or other private persons, except that the corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the exempt purposes. 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 or in opposition to any candidate for public office. 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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(d) Upon the winding up and dissolution of the corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the

principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes. The Corporation is irrevocably dedicated to and operated exclusively for such religious purposes as will qualify it as an exempt organization under the applicable sections of the Internal Revenue Code.

#### **ARTICLE V - POWERS**

The Corporation is empowered to do all lawful things necessary to carry out the purposes stated in Article IV and to have all of the corporate powers enumerated in the Florida Not For Profit Corporation Act not inconsistent with these Articles and appropriate for not for profit corporations.

#### **ARTICLE VI - NUMBER AND ELECTION OF DIRECTORS**

The number of directors of the Corporation shall be as provided in the Bylaws; however, the number of directors shall never be less than three (3). Directors shall be elected by the Members at the annual meeting of Members, and shall serve until the next succeeding annual meeting, and until their successors have been elected and qualified. The directors of the Corporation must at all times be members of the Corporation.

#### **ARTICLE VII - INITIAL DIRECTORS AND VOTING MEMBERS**

The names and street addresses of the original Directors and Voting Members are as follows:

WILLIAM BARNES  
1223 East 142<sup>nd</sup> Avenue  
Tampa, FL 33610

TIMOTHY COHEN  
3110 Apricot Street  
Seffner, FL 33584

JOAN PINKNEY  
2803 West Sligh Ave. #1101  
Tampa, FL 33614

MAXINE RIVERS  
4512 East 26<sup>th</sup> Avenue  
Tampa, FL 33605

JULIA WEST  
2910 North Boulevard  
Tampa, FL 33602

ANTHONY TERRY  
1510 East Osborne  
Tampa, FL 33610

FREDDIE ROBERTS, JR.  
1511 East Ford Street  
Tampa, FL 33610

#### **ARTICLE VIII - MEMBERSHIP**

The manner of admission and the grounds for termination of membership in the Corporation shall be as provided in the Bylaws.

#### **ARTICLE IX - OFFICERS**

The Corporation shall have those officers described in, and elected in the manner provided by the Bylaws.

#### **ARTICLE X - INCORPORATOR**

The name and address of the Incorporator is as follows:

FREDDIE ROBERTS, JR.  
1511 E. Ford Street  
Tampa, FL 33610

## **ARTICLE XI - INITIAL REGISTERED AGENT**

The name and street address of the initial registered agent is

FREDDIE ROBERTS, JR.  
1511 E. Ford Street  
Tampa, FL 33610

## **ARTICLE XII - INDEMNIFICATION**

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

## **ARTICLE XIII - BYLAWS**

Bylaws of the Corporation may be adopted, altered or rescinded by the directors at any regular meeting or any special meeting called for that purpose, so long as they are not inconsistent with the provisions of these Articles.

## **ARTICLE XIV - DISSOLUTION**

In the event of dissolution of the Corporation, the residual assets of the Corporation will be distributed to one or more organizations organized and operated exclusively for charitable, educational or religious purposes as shall at the time qualify it as an exempt organization under Section 401(c)(3) of the Internal Revenue Code.

SIGNED by the incorporator this 5 day of June, 2001.

  
FREDDIE ROBERTS, JR.

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

FILED  
01 JUN -8 PM 2:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with Chapter 48.091, Florida Statutes, the following is submitted. **THE EMMANUEL M. B. CHURCH, INCORPORATED**, desiring to organize or qualify under the laws of the State of Florida, has named Freddy Roberts, Jr., located at 1511 E. Ford Street, Tampa, FL 33610, as its agent to accept service within Florida.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
FREDDIE ROBERTS, JR.

DATED: June 5, 2001.