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P. 01/06

Division of Corporations

Page 1 of 2

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FLORIDA NON-PROFIT CORPORATION

Dayspring Community Development Corporation

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**ARTICLES OF INCORPORATION  
OF  
DAYSPRING COMMUNITY DEVELOPMENT CORPORATION,  
a Florida not-for-profit Corporation**

**ARTICLE 1  
NAME**

The name of the Corporation is **DAYSPRING COMMUNITY DEVELOPMENT CORPORATION** (the "Corporation").

**ARTICLE 2  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The street address of the initial principal office of the Corporation is 5464 Dunn Avenue, Jacksonville, Florida 32299.

**ARTICLE 3  
DURATION**

The term of duration of the Corporation shall be perpetual.

**ARTICLE 4  
PURPOSES, LIMITATIONS AND DISSOLUTIONS**

**Section 4.1 Purposes.** The Corporation is organized and shall be operated exclusively for charitable, educational and religious purposes, and not for pecuniary profit, and to the extent consistent with such purposes, to confer benefits on and support, including the making of distributions to DAYSPRING BAPTIST CHURCH, INC., or to such other organization or organizations that qualify as organizations exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and the Treasury Regulations issued thereunder, or the corresponding provisions of any future United States Internal Revenue law (the "Code").

**Section 4.2 Limitations.** 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 Section 4.1 of this Article. 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. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on: (a) by any organization exempt from federal income taxation under Section 501(c)(3) of the Code; or (b) by an organization contributions to which are deductible under Section 170(c)(2) of the Code.

**Section 4.3 Dissolution.** Upon the dissolution of the Corporation, the Board of Directors shall distribute the assets of the Corporation in accordance with applicable law, and to the extent not inconsistent therewith shall, after paying or making adequate provision for the payment of the liabilities and obligations of the Corporation, and after the return, transfer, or conveyance of assets that are held by the Corporation under a condition requiring their return, transfer or conveyance by reason of dissolution,

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shall distribute all of the assets of the Corporation exclusively for the purposes of the Corporation, to DAYSPRING BAPTIST CHURCH, INC., or to such other organization or organizations organized for charitable, educational, religious or scientific purposes and having its or their principal place of business in Duval County, Florida, as the Board of Directors shall determine; provided, however, that any organizations to which assets are distributed pursuant to this paragraph shall, at the time, qualify as organizations exempt from federal income taxation under Section 501(c)(3) of the Code.

#### **ARTICLE 5**

##### **POWERS**

Subject to the restrictions and limitations set forth in Article 4, the Corporation shall have and may exercise all powers, rights and authorities as are now or may hereafter be granted to corporations not for profit under the laws of the State of Florida, including but not limited to the power, right and authority to elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation; to make contracts and incur liabilities; to borrow money at such rates of interest as the Corporation may determine, to issue its notes, bonds and other obligations, and to secure any of its obligations by mortgage and pledge of all or any of its property, franchises or income; to conduct its affairs, carry on its operations and have offices and exercise its powers in any state, territory, district or possession of the United States or any foreign country; to purchase, take, receive, lease, take by gift, devise, or bequest or otherwise acquire, own, hold, improve, use or otherwise deal in and with real or personal property, or any interest therein, wherever situated; to acquire, enjoy, utilize and dispose of patents, copyrights and trademarks and any licenses and other rights or interests thereunder or therein; to sell, convey, mortgage, grant security interests in, pledge, lease, exchange, transfer or otherwise dispose of all or any part of its property and assets; to purchase, take, receive, subscribe for or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of and otherwise use and deal in and with, shares and other interests in, or obligations of, other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships or individuals, or direct or indirect obligations of the United States, or of any other government, state, territory, governmental district or municipality, or of any instrumentality thereof; to lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested; to make donations for the public welfare or for charitable, educational, religious and scientific or other similar purposes; and to exercise all powers necessary or convenient to effect any or all of the purposes for which the Corporation is organized, including the power to make guaranties when deemed by the Board of Directors to be in furtherance of such purpose or purposes.

#### **ARTICLE 6**

##### **MEMBERSHIP**

**Section 6.1 Nonstock Basis.** The Corporation is organized upon a nonstock basis and shall not issue shares of stock. Membership may be evidenced by a certificate of membership.

**Section 6.2 Members.** The sole member of the Corporation shall be DAYSPRING BAPTIST CHURCH, INC.

**Section 6.3 No Voting Rights.** Members of the Corporation, as such, shall have no voting rights.

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**ARTICLE 7**  
**BOARD OF DIRECTORS**

**Section 7.1 Board of Directors.** All corporate powers shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of, the Board of Directors, except as otherwise provided by law or in these Articles or the Bylaws of Corporation.

**Section 7.2 Number and Election.** The number of directors constituting the initial Board of Directors of the Corporation is seven (7). The number of directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three (3). The directors shall be appointed by the Diaconate Ministry of the DAYSPRING BAPTIST CHURCH, INC. (or its successor ministry or committee) ("Diaconate Ministry") to serve for such terms as shall be provided in the Bylaws of the Corporation.

**ARTICLE 8**  
**INDEMNIFICATION**

Subject to the Bylaws, the Board of Directors is hereby specifically authorized to make provisions for indemnification of directors, officers, employees and agents to the full extent permitted by law.

**ARTICLE 9**  
**BYLAWS**

Bylaws, not inconsistent with law or these Articles, for the administration of the affairs of the Corporation and the exercise of its corporate powers, shall be adopted and may be changed, amended or repealed by the Board of Directors of the Corporation.

**ARTICLE 10**  
**AMENDMENTS**

These Articles of Incorporation may be amended only by the Member(s) of the Corporation acting through the Diaconate Ministry.

**ARTICLE 11**  
**INITIAL REGISTERED AGENT**

The name and street address of the initial registered agent of the Corporation is:

Charles E. Mapson  
5464 Dunn Avenue  
Jacksonville, Florida 32299

**ARTICLE 12**  
**INCORPORATOR**

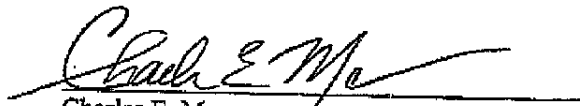
The name and address of the incorporator of the Corporation is:

Charles E. Mapson  
5464 Dunn Avenue  
Jacksonville, Florida 32299

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IN WITNESS WHEREOF, the Incorporator has executed these Articles of Incorporation this 2 day of April, 2002.


  
Charles E. Mapson  
Incorporator

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 2 day of April, 2002, by Charles E. Mapson who is ☒ personally known to me, or who [ ] has produced \_\_\_\_\_ as identification.



Catherine Hawks  
MY COMMISSION # DD102630 EXPIRES  
March 24, 2006  
BONDED THRU TROY FARM INSURANCE INC

  
Print Name: Catherine Hawks  
Notary Public, State of Florida at Large  
My Commission Expires: 3/24/2006

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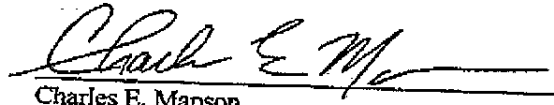
P. 06/06

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ACCEPTANCE OF INITIAL REGISTERED AGENT

Having been named as registered agent 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.

DATE: April 2, 2002

  
Charles E. Mapson

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