

No 2000002433

FILED
02 MAR 29 AM 10:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DATE : 03/21/02

SECRETARY OF STATE
CORPORATION DIVISION
STATE OF FLORIDA TALLAHASSEE FL. 32304

RE: Tabernacle Evangelical Baptist Church, INC.

GENTLEMEN

ENCLOSED HERewith ARE THE ARTICLES OF INCORPORATION TOGETHER

WITH A COPY OF SAID ARTICLES FOR: Tabernacle Evangelical Baptist Church, INC.

NAME OF CORPORATION

300005176723--1

-03/29/02--01038--010

AND OUR CHECK IN THE AMOUNT OF \$ 78.75

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

RESPECTFULLY SUBMITTED,

Jean Durano Dorcenat, President

INDIVIDUAL'S NAME

PLEASE FORWARD ALL CORRESPONDENCE TO THE FOLLOWING ADDRESS:

C/O ROBERT & ASSOCIATES, P A
1653 S. STATE RD # 7
NORTH LAUDERDALE FL. 33068

**ARTICLES OF INCORPORATION
OF
TABERNACLE EVANGELICAL BAPTIST CHURCH, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a corporation pursuant to chapter 617, Florida Statutes, adopt the following Articles of Incorporation for such corporation.

**ARTICLE I
NAME**

The name of the Corporation is **TABERNACLE EVANGELICAL BAPTIST CHURCH, INC.**

**ARTICLE II
CORPORATION NOT ONE FOR PROFIT**

This corporation is not organized for profit and shall have no capital stock.

**ARTICLE III
PERPETUAL EXISTENCE**

The period of duration of this corporation is perpetual, unless dissolved according to law, Corporate existence shall commence upon the filing of these Articles of Incorporation with the Secretary of State, State of Florida.

**ARTICLE IV
PURPOSES**

A) CHURCH

The purpose of this corporation shall be to establish and maintain a Church and to provide a place of public worship in the State of Florida, the United States and Internationally, especially Haiti, to establish, maintain and conduct schools for the religious instruction of the young, and to further other religious and charitable work, and to that end may adopt and establish bylaws, and make all rules and regulations deemed necessary and expedient for the management of its affairs, in accordance with law and not inconsistent with these articles of incorporation; and, to take, manage, hold and dispose of the property, real and personal of the corporation.

B) MISSIONARY EFFORTS

The purpose of this corporation are as follows: To provide facilities for missionaries, clergy, other religious workers and their families who work in establishing and furthering all Christian Missionaries throughout the world specially Haiti and in the general diffusion of the specific and primary purpose for which this corporation is formed is to provide a house of worship where missionaries and other workers may otherwise prepare in the United States. In connection with its purposes, this corporation may provide any and all kinds of facilities and services necessary or desirable to further the purposes of the corporation, and it may transact any and all business, engage in any and all activities and do any and all things which are lawful for a non-profit corporation under the laws of the State of Florida.

C) RELIGIOUS PUBLICATIONS

To publish and disseminate religious newspapers, books, tracts, Sundays school publications, and the like, and to obtain funds by gifts collections bequests, and otherwise for the diffusion of sound religious literature.

D) CONSTRUCTIVE EVANGELISM

To enlist and organize men and women to labor in behalf of needy and destitute women and children in all parts of the State of Florida and internationally especially Haiti without distinction of race, and to cooperate with the other societies and agencies of the Christian Church in educational and missionary work; to employ men and women to work in destitute localities, to instruct the ignorant and unfortunate in the practice of industry and economy and in the principles of sanitary laws and morality, and to establish schools and evangelistic agencies throughout the United states and internationally especially Haiti.

E) CHRISTIAN EDUCATION

To establish and maintain a school, institute or college for the instruction in and the promotion of the Christian faith and principles and studies for the intellectual moral spiritual and physical development and improvement of mankind, and for the promotion of the harmony health and happiness of mankind, and to apply such principles and teachings for such purposes.

F) BRANCH LEARNING ORGANIZATIONS

For the accomplishment of these objects it has power or establish branch organizations; to establish a library; to print, publish bind and distribute such books, magazines, papers and other literature as will further carry out the objects of this corporation; to lease suitable buildings and equipment and to acquire by purchase or gifts such personal and real property as may be necessary to carry out the objects of this corporation and to receive subscriptions and donations of real and personal property conveyed to it in trust, the income from which is to be applied to the uses and purposes of this corporation and to execute such trusts; to mortgage or otherwise encumber any of its property for religious, educational, benevolent, or other lawful purposes.

G) WORSHIP OF GOD AND PREACHING THE GOSPEL

The objects for which this corporation is formed is for the worship of Almighty God and the preaching of the gospel; to benefit the poor and needy by ministering to their needs and necessities; by assisting them to establish themselves in life by bringing their minds and hearts under the influence of education and the Christian religion, by aiding the erring, the sick the aged and homeless and by otherwise promoting their welfare according to the rules and regulations and doctrines and discipline and usages of the Christian Faith and Doctrines and to carry on every kind of work necessary and incidental to the maintenance of such religious, educational, charitable and philanthropic work, but

that all such work shall be conducted not for pecuniary profit.

H) REAL ESTATE ACQUISITION

Missionary work among the poor, the improvement of the social condition of poor children, mutual religious improvement, the training of clergy and other missionary work, and the purchase, rental, and acquisition of such real estate or the erection of such buildings as are necessary for the above mentioned purposes.

I) BRANCH CHURCHES

The corporation shall have the power to organize, conduct and supervise Branch Churches throughout, Florida, the United States and internationally, including Haiti, which Churches shall have the same powers as are conferred in these articles, but shall be subject to and under the control of the incorporated in these articles.

J) FAMILY VALUES AND COMMUNITY; INVOLVEMENT

The purpose for which this corporation is formed shall be educational, philanthropic and civic, to the end that the members shall become more efficient in their homes, broader in their sympathies and more forceful in raising the standard of civic morality.

K) CHRISTIAN FELLOWSHIP

To encourage among the members closer personal acquaintance and a friendly spirit of mutual cooperation, and the fostering of Christian Fellowship.

**ARTICLE VI
TAX EXEMPT STATUS**

At all times, and notwithstanding the merger, consolidation, reorganization, termination, dissolution, or winding up of this corporation, voluntary or involuntary or by operation of law.

A. This corporation shall not possess or exercise any power or authority either expressly, by interpretation, or by operation of law that will or might prevent it at any time from qualifying, and continuing to qualify, as a corporation described in Section 501(c)(3) of the internal revenue code of 1954, as amended (hereafter) sometimes referred to as "the Code" contributions to which are deductible for Federal income tax purposes; nor shall it engage directly or indirectly in any activity which might cause the loss of such qualification.

B. No part of the assets or net earnings of this corporation shall ever be used, nor shall this corporation ever be organized or operated, for purposes that are not exclusively religious, charitable, scientific, literary, or educational within the meaning of Section 501(c)(3)

C. This corporation shall never be operated for the primary purpose of carrying on a trade or business profit.

D. No substantial part of the activities of this corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation; nor shall it participate or intervene in any manner, or to

any extent, in any political campaign on behalf of any candidate for public office, whether by publishing or distributing statements, or otherwise.

E. At no time shall this corporation engage in any activities which are unlawful under the laws of the United States of America, the State of Florida or any other jurisdiction where its activities are carried on; nor shall it engage in any transaction defined at the time as prohibited under the Internal Revenue Code of 1954.

F. No compensation, loan or other payment shall be paid or made to any officer, director incorporator of this corporation, or substantial contributor to it, unless such payment is permissible under paragraph H of this article and except as a reasonable compensation for services rendered and or as a reasonable allowance for authorized expenditures incurred on behalf of this corporation; and no part of the assets or net earnings current or accumulated, of this corporation shall ever be distributed to or divided among any such persons or inure to, be used for, accrue to or to the benefit of any such person or private individual (pursuant to prohibition contained in section 501(C)(3) of the code)

G. No solicitation of contributions to this corporation shall be made, and no gift, bequest or devise to this corporation shall be accepted, upon any condition or limitation which, in the opinion of the corporation, may cause the corporation to lose its exemption from payment of federal income taxes.

H. Notwithstanding any other provision of these articles, if at any time the corporation shall distribute its income for each taxable year at such time and such manner as not to subject the corporation to tax under Section 4942 of the code; shall not engage in any act of self-dealing as defined in Section 4941 (d) of the code; shall not retain any excess business holdings as defined in Section 4943a (c) of the code; shall not make any investments in any manner as to subject the corporation to tax under Section 4944 of the code; and shall not make any taxable expenditure as defined in section 4945 (d) of the code.

1. Upon the termination, dissolution or winding up of this corporation in any manner or for any reason, its assets, if any remaining after payment (or provision for payment) for all liabilities of the corporation shall be distributed to and only to one or more organizations described in section 501(c)(3) of the code, and such organization or organizations shall not be private foundations within the meaning of the internal revenue code and shall not be Publicly supported within the meaning of that code.

2. Any references herein to any provision of the internal revenue code of 1954 shall be deemed to mean such provision as now or hereafter existing, amended supplemented, or superseded as the case may be.

ARTICLE VII
BOARD OF DIRECTORS

A. The management of this association shall be vested in a board of not less than three nor more than twenty-one directors chosen by ballot from the active members which shall organize departments and branches, and shall have supervision of all work of the corporation and shall make all contracts and leases.

B. One-third of the board of directors shall be elected by ballot, cast by the active members of the association, at each annual meeting to serve for a period of three years. The board shall have the power to fill any vacancy occurring in the interim of annual meetings. After the establishing of more than three (3) Branch Churches, not more than one-third of the board of directors shall be members of any one branch church.

C. The control and management of the affairs of this corporation shall be vested in a board of directors or not less than three nor more than twenty five and the names of those selected to serve beginning with the incorporation of this corporation and until their successors shall be chosen. The board of directors shall be elected at a regular annual meeting of the directors which shall be held at such place within the state of Florida as shall be determined by the board of directors each year commencing with the year 2002 a date selected by the board of directors, and each director shall hold office for a term of three years or until his or her successor shall have elected and qualified.

The board of directors shall have the right to increase and decrease within the limits above set forth the number of directors of the corporation and shall have the right to fill any vacancy in the board of directors in the manner provided in the bylaws. The board of directors shall have full power to adopt alter and amend bylaws and to make proper rules and regulations for the transaction of the affairs of the corporation and to elect all officers designated.

The board of directors shall elect a president, one or more vice presidents, a secretary and a treasurer, any two of which offices other than the office of president and vice president or president and secretary may be held by one person. The time and method of electing such officers and the length of the term of their office shall be fixed in the bylaws. The president and vice president elected shall be members of the board of directors, but the secretary and treasurer need not be members of the board of directors. In addition, the board of directors may engage the services of such other employees, including but not limited to an executive secretary and or managing director as may from time to time be deemed necessary or advisable for the objects and purposes of the corporation.

The board of directors may appoint an executive committee which shall possess and may exercise the powers of the board of directors in the management and direction of the affairs of the corporation during the intervals between meetings of the board of directors.

ARTICLE VIII
MEMBERSHIP IN CORPORATION

The members of this corporation shall consist of the persons named as incorporations and such other persons as from time to time may become members in the manner provided by the bylaws.

ARTICLE IX
VOTING RIGHTS

The voting power and the property rights and interest of all members shall be equal. Each membership shall be entitled to one vote on any and all questions coming before the members. Every members of the corporation entitled to vote at any meeting of the members, may be represented and vote by proxy.

Members may have one vote for each membership held by him or her.

ARTICLE X
FORFEITURE

A. Any member who shall fail to comply with requirements of bylaws or rules and regulations made pursuant to bylaws shall if the board of directors by majority vote so determine, forfeit his or her membership and any and all rights and interest in this corporation and its property.

B. Any person ceasing to be a member, whether voluntary or by exclusion or by death, shall forfeit all rights and privileges of membership and all rights and claim in and to property of the corporation, and all his or her interest in such property shall vest in the corporation absolutely.

C. Any person ceasing to be a member, whether voluntary or by expulsion or by death shall forfeit all rights and privileges of membership and all rights and claim in and to the property of the corporation, and all his or her interest in such property shall vest in the in the corporation absolutely.

ARTICLE XI
NON POLITICAL

The corporation shall not engage nor shall any of its funds, property or income be used in carrying on propaganda or otherwise attempting to influence legislation, nor shall any of its funds, property or income be contributed to any undertaking, a substantial part of the activities of which is carrying on propaganda or otherwise attempting to influence legislation.

ARTICLE XII
INITIAL REGISTERED OFFICE AND AGENT

The street address and city of the initial office of the corporation is: 1101 NE 16TH Court, Fort-Lauderdale, Fl 33305 and the name of its initial registered agent is Jean Durano Dorcenat, 1101 NE 16th Court, Fort-Lauderdale, Fl 33305.

ARTICLE XIII
INITIAL BOARD OF DIRECTORS

The name and addresses of the persons who are to serve are:

JEAN DURANO DORCENAT 1101 NE 16 TH COURT, FORT LAUDERDALE, FL 33305	CHAIRMAN, DIRECTOR
ASSULAIRE ALCIME 1424 NW 2 ND AVE, FORT LAUDERDALE, FL 33311	SECRETARY
MICHEL VILFRARD 3145 SW DAVIE BLVD., FORT LAUDERDALE, FL 33312	DIRECTOR OF FINANCE
MERILES MERILIE 607 NE 29 TH DRIVE, #19, WILTON MANORS, FL 33334	SECRETARY OF FINANCE
CLORAINE MERILIE 1525 NW 54 TH TERR., LAUDERHILL, FL 33313	TREASURER OF FINANCE
OBAS LOUCIMA 540 NE 14 TH PL, FORT LAUDERDALE, FL 33304	ADVISOR
MAXO JEAN-JACQUES 601 NW 42 ND AVE., #403A, PLANTATION, FL 33317	ADVISOR

ARTICLE XIV
DISSOLUTION

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations describe in sections 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law or to the Federal State of local government of exclusive public purpose.

The undersigned incorporator has executed these articles of incorporation this 22ND day of MARCH, 2002

Signatures of Incorporators

Jean D. Dorcenat
Jean Durano Dorcenat

Assulaire Alcime
Assulaire Alcime

Michel Vilfrard
Michel Vilfrard

Meriles Merilien
Meriles Merilien

Cloraine Merilien
Cloraine Merilien

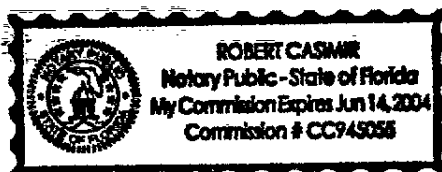
Louicima Obas
Obas Louicima

Maxo Jean-Jacques
Maxo Jean-Jacques

BEFORE ME, the undersigned authority personally appeared each one of the above who produced a Florida Driver's license as identification

JEAN DURANO DORCENAT	LICENSE #	D-625-464-46-401-0
ASSULAIRE ALCIME	LICENSE #	A-425-000-55-331-0
MICHEL VILFRARD	LICENSE #	V-416-540-43-325-0
MERILES MERILIEN	LICENSE #	M-645-540-53-098-0
CLORAINE MERILIEN	LICENSE #	M-645-100-55-677-0
OBAS LOUICIMA	LICENSE #	O-120-523-26-135-0
MAXO JEAN-JACQUES	LICENSE #	J-220-550-69-046-0

WITNESS my hand and official seal in the aforesaid county and state, this 22ND day of MARCH 2002



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED
02 MAR 29 AM 10:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

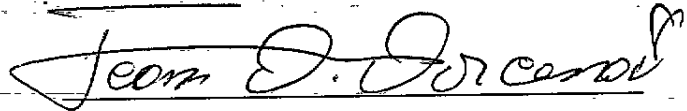
The name of the Corporation is : TABERNACLE EVANGELICAL BAPTIST CHURCH, INC.

The name and address of the registered agent is:

JEAN DURANO DORCENAT
1101 NE 16 COURT
FT-LAUDERDALE, FL 33305

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.

DATES: 3/22/02



JEAN DURANO DORCENAT