

NO200000763

José R. Guzmán / Church of God
2530 SE Amherst Street
Stuart, FL 34997-5068

(City/State/Zip/Phone #)

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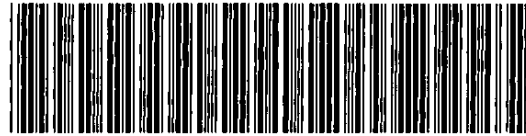
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
for CHURCH OF GOD OF PHILADELPHIA, INC.

The undersigned acting as incorporators of a Corporations to amend previously filed Articles of incorporation pursuant to 617.1007 Florida Statutes, adopt the following Articles of Incorporation on the 29th Day of January 2008. This filing shall supersede any previously filed articles.

Article I

The name of this ministry shall: Church of God of Philadelphia, Inc.

Article II

The principle place of business and mailing address of this corporation shall be in the, City of Stuart, State of Florida. The Ministry may also have offices at such other places as the Board of Directors may from time to time designate. The principle address is. 2814 SE Iris Street, Stuart, Florida 34997

Article III

Qualification of Members of this Ministry/Church

Persons who believe in repentance toward God, and faith in Jesus Christ as their Savior and Lord, and who are willing to confess Him publicly as Lord and follow Him in baptism and observe the ordinances of Christ and to be governed by His laws and the Church of God, are qualified and eligible for membership in this Ministry/Church.

Article IV

1. To propagate the Christian Faith and to spread the Gospel of Jesus Christ as revealed through the Holy Scriptures by all means of communication, whether visual, verbal or written via seminars, radio, television, and other forms of mass media.
2. To provide for preaching, teaching, and fostering the growth of the Christian Religion in all places, local, international: to license and ordain ministers; to carry on the work of evangelism; to promote missionary work in all places; to carry on the work of ministry and/or Churches and foster their development and local sovereignty and independence according to this Constitution and its By-Laws.
3. To erect and maintain Church buildings, social halls, business offices, school buildings, recreation facilities, parsonages, and other structures as are deemed necessary for the upkeep and continuance of said buildings and facilities.

4. To collect, solicit and accept funds, gifts and other subscriptions; to hold in trust, use, mortgage, lease, sell, or otherwise acquire or dispose of property, real or chattel, in keeping with the recited purposes of this Ministry, and it shall and exercise all powers that are necessary or convenient to effect any and all of the purposes for which this Ministry is organized.
5. This organization is organized exclusively for charitable, religious, educational, and scientific purposes, 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 corresponding section of any future federal tax code.
6. No part of the net earnings of the Organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall authorize and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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 this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code, corresponding of any future tax code, or (b) by an organization, contributions to which are deductible under section 170(c) (2) of the International Revenue Code, or corresponding section of any further federal tax code.

ARTICLE V

Manner of appointment of directors

The manner in which the directors are appointed is as follows:

1. Board of Directors

This Ministry/Church, as to its business affairs, shall be fully controlled, governed and operated by its Board of Directors, which shall consist of a minimum of three (3) to five (5) members, but the number may be increased as the need arises, these being taken from qualified Elders. The Board of Directors shall be a President, Vice-President, and Secretary/Treasurer.

4. To collect, solicit and accept funds, gifts and other subscriptions; to hold in trust, use, mortgage, lease, sell, or otherwise acquire or dispose of property, real or chattel, in keeping with the recited purposes of this Ministry, and it shall and exercise all powers that are necessary or convenient to effect any and all of the purposes for which this Ministry is organized.
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3. New Member

As the need arises, new members of the Board shall be appointed by the Board of Directors and ratify by a majority vote of the full-fledged members of this Ministry/Church (Congregation). All members must be chosen and accepted on the basis of scriptural qualifications laid down in 1 Timothy 3.1-7, Titus 1.5-9 and the guidelines for doing ministry in the church given in the Minutes of the Church of God, and must be official members of the Ministry/Church (Congregation).

4. Term of Office

All Board members will maintain their position the term designated in the By-laws of this Church, but are subject to removal at any time when the cease to qualify under the original qualifications by which they were appointed.

5. Replacement

The Board of directors will determine when any member of the Board of Directors is no longer fulfilling the necessary qualifications for the office. Board members may also resign voluntarily at their own request, which must be stated in written form.

ARTICLE VI

Limitation of Corporate Powers

The President, who is also the Senior Pastor, or delegated official, with the advice of other members of the board of Directors will have the power, duties, and authority to implement such powers and duties as follows:

- a. To exercise the power and business of the Ministry and its members.
- b. To apply to the proper authorities for permission to carry on the business of the congregation wherever they may be suitable locally, in state, nationally, or internationally.
- c. The president will have the power to appoint an attorney with the advice of the other members of the board of Directors to do any act and execute any document for and on behalf of the Board of Directors.
- d. To manage and control investments.
- e. To manage and control gifts, legacies and beneficiaries of any kind.

- f. To meet any cost, expense and liabilities from such funds as may be needed by the Ministry.
- g. To insure, build, repair and maintain property
- h. To employ such staff as may be required in the functioning of the Ministry/Church.
- i. To properly attend to account and audit, and keep records of all payments; treasurer being appointed to prepare a proper balance sheet of Ministry/Church business on a quarterly basis of each year.
- j. To call for General Assembly of the Ministry/Church for Annual (or Special) Meetings, the date of same to be advised in the Ministry/Church News and Notice of such Meetings must be given at least two weeks in prior to the date of such meeting.

ARTICLE VII

REGISTERED AGENT AND STREET ADDRESS

The name and street address of the registered agent is:

Name: Jose R. Guzman,
Address: 2530 SE Amherst Street, Stuart, Florida 34997

I hereby am familiar with the duties and responsibilities as a registered agent for said Corporation.



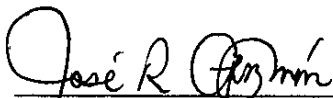
Jose R. Guzman

All members of the Board of Directors will be appointed by the vote of the Board of Directors and the full-fledged members of this Ministry/Church at a regular or special business meeting.

2. Director

The Board of Directors at this period of time consists of the following:

Jose R. Guzman, The President, Chairman of the Board of Directors and Senior Pastor:
Address: 2530 SE Amherst Street, Stuart, Florida 34997



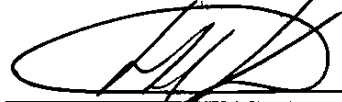
Jose R. Guzman, President, Chairman, Senior

Itazienne Thal, The Secretary and Director:
Address: 3114 SE Ellendale Street, Stuart, Florida 34997



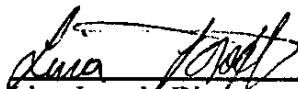
Itazienne Thal, The Secretary and Director

Wilnick Cherisma, Treasurer and Director:
2374 SE Floresta Drive
Port Saint Lucie, Florida 34984



Wilnick Cherisma, Treasurer

Lina Joseph, Director
1243 SW Empire Street
Port Saint Lucie, Florida 34983



Lina Joseph, Director

ARTICLE VIII
Officers And Directors

The names and Street Address of the *Officers + directors* for these Articles are:

DP	JOSE R. GUZMAN	2530 SE AMHERST ST.	STUART, FL 34997
DS	ITAZIENNE THAL	3114 SE ELLENDALE ST.	STUART, FL 34997
DT	WILNICK CHERISMA	2374 SE FLORESTA DR.	PORT ST. LUCIE, FL 34984
D	LINA JOSEPH	1243 SW EMPIRE ST.	PORT ST. LUCIE, FL 34983

ARTICLE IX

Corporate Dissolution Provision

Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the section 501(c)(3) of the Internal Revenue Code, or corresponding sections of any future federal tax code, or shall distributed to the federal government, or to a state or local government, for a public purpose.

Signature of Incorporators:

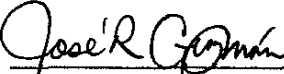

Jose R. Guzman, Senior Pastor

CERTIFICATE OF DESIGNATION REGISTERED
AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617.1006, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, AMENDS THE ORIGINALLY FILED ARTICLES AND SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS: CHURCH OF GOD OF PHILADELPHIA, INC.
2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND THE REGISTERED ADDRESS IS;

Jose R. Guzman
2814 SE Iris Street
Stuart, Florida 34997


Jose R. Guzman

☒ The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.