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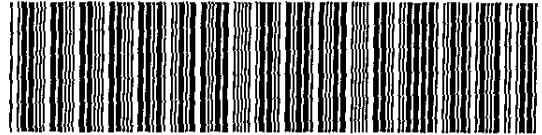
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Ava L. Parker  
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April 17, 2003

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

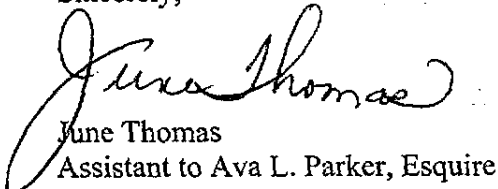
Re: Articles of Incorporations of Adams Chapel African Methodist Episcopal  
Church of Ocoee, Inc.

To Whom It May Concern:

Enclosed please find an original and one copy of the Articles of Incorporations and a check for \$78.75 made payable to the Secretary of State for the filing of the above-referenced corporation. Please file and return the stamped copy and the certificate of status to our office to the attention of Ava L. Parker, Esquire.

Thanking you advance for your attention to this matter.

Sincerely,



June Thomas  
Assistant to Ava L. Parker, Esquire

Enclosures - as stated

**ARTICLES OF INCORPORATION  
OF  
ADAMS CHAPEL AFRICAN METHODIST EPISCOPAL  
CHURCH OF OCOEE, INC.**

**ARTICLE ONE**

The name of the corporation shall be:

Adams Chapel of African Methodist Episcopal Church of Ocoee, Inc.

**ARTICLE TWO**

The principal place of business for this corporation shall be:

615 Roberts Rise Drive  
Ocoee, FL 34761

**ARTICLE THREE**

The specific purpose for which the corporation is organized is:

The general purpose of this corporation is to foster and encourage religious worship in accordance with the principles of the African Methodist Episcopal Church; that it shall 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, in trust, for the use and benefit of the African Methodist Episcopal Church. It shall have the right to make conveyance of its property in accordance with the rules of the general body of the African Methodist Episcopal Church and the current edition of "The Doctrine and Discipline of the African Methodist Episcopal Church"; it being understood that said corporation shall not be required to accept any such donations or gifts not in harmony with the purpose and object of said corporation.

Said corporation is organized exclusively for charitable, religious, educational and scientific purposes including, for such purposes, the making of distributions to organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future Federal tax code.)

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers of 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 Section 501 (c)(3) purposes. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to participate in, or intervene in

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(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 corresponding section of any future Federal tax code.)

#### ARTICLE FOUR

The term of existence of the corporation is as follows:

The corporation shall have perpetual existence, unless it becomes in conflict with the laws of the African Methodist Episcopal Church as found in the current edition of "The Doctrine and Discipline of the African Methodist Episcopal Church" and is dissolved in the manner provided by law. In the event of dissolution of the corporation and after the payment of all debts, monies or assets remaining shall not inure to benefit of any individual, but shall be held in trust by the Central Florida Annual Conference of the African Methodist Episcopal Church.

#### ARTICLE FIVE

The manner in which the Board of Trustees and the Directors shall be appointed is as follows:

The Board of Trustees and Directors shall be appointed in accordance with the current edition of "The Doctrine and Discipline of the African Methodist Episcopal Church".

#### ARTICLE SIX

The bylaws that will govern the corporation are as follows:

The Bylaws that will govern this corporation are the laws as are encouched in, "The Doctrine and Discipline of the American Methodist Episcopal Church," and such amendments to said book, as is revised and compiled by the General Conference of the African Methodist Episcopal Church, Inc. periodically and thereafter.

#### ARTICLE SEVEN

The corporate powers of this corporation are as provided in Section 617.0302, Florida Statutes, unless limited as follows:

The powers and responsibilities of the corporation are limited by the rules and regulations of the African Methodist Episcopal Church, Inc. and the current edition of "The Doctrine and Discipline of the African Methodist Episcopal Church".

## ARTICLE EIGHT

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

Bishop John H. Adams  
101 East Union Street  
Suite 300  
Jacksonville, FL 32202

## ARTICLE NINE

The name and address of the initial members of the Board of Directors is as follows:

Ruth Diehl, President/Director  
615 Roberts Rise Drive  
Ocoee, FL 34761

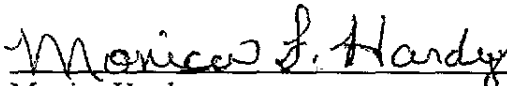
Monica Hardy, Vice-President/Director  
2160 Veranda Circle  
Orlando, FL 32808

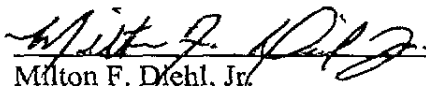
Milton F. Diehl, Jr., Secretary/Director  
615 Roberts Rise Drive  
Ocoee, FL 34761

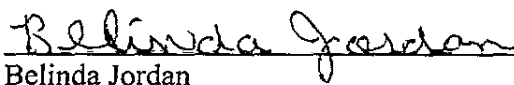
Belinda Jordan, Director  
1057 S. Kirkman Road, #236  
Orlando, FL 32811

The undersigned incorporators have executed these Articles of Incorporation this 2<sup>ND</sup> day  
of April, 2003.

  
Ruth Diehl

  
Monica Hardy

  
Milton F. Diehl, Jr.

  
Belinda Jordan

**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

1. The name of the corporation is:

Adams Chapel African Methodist Episcopal Church of Ocoee, Inc.

2. The name and address of the registered agent and office is

Bishop John H. Adams  
101 East Union Street  
Suite 300  
Jacksonville, FL 32202

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provision of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligation of my position as registered agent.

  
BISHOP JOHN HURST ADAMS

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