

163000009568

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

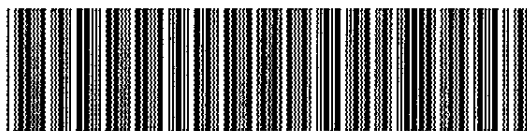
(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



200024095122

10/27/03--01127--012 **78.75

FILED
03 OCT 27 PM 3:27
SEC. OF STATE
TALLAHASSEE, FLORIDA

Battaglia, Ross, Dicus & Wein, P.A.

Attorneys at Law

Wachovia Bank Building

980 Tynone Boulevard

Post Office Box 41100

St. Petersburg, Florida 33743-1100

Tel: (727) 381-2300 Fax: (727) 343-4059

www.brduolaw.com

Anthony S. Battaglia

Howard P. Ross ‡

Anthony O. Dicus, Jr.

Stephen J. Wein

Kelli Hanley Crabbs

Brian P. Battaglia

Robert E. Jagger

Edwin B. Jagger

Timothy W. Weber

Sean Kelly Lenakis

Sean K. McQuaid

Terri N. Neilson

Mark P. Stapa

Jeffery M. Wilkins

David Blum

‡ Board Certified Civil Trial and Business Litigation Lawyer

October 23, 2003

Secretary of State
Division of Corporations
Corporate Filings
409 East Gaines Street
Tallahassee, FL 32399

**Re: Articles of Incorporation for NEW BEGINNING MISSIONARY
BAPTIST CHURCH, INC.;
Our File No. 02-0038.**

Dear Sir/Madam:

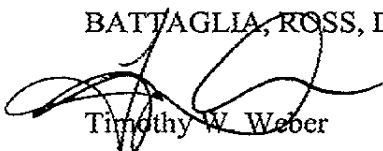
Enclosed for filing please find the original Articles of Incorporation of New Beginning Missionary Baptist Church, Inc., and the Church's check in the amount of \$78.75 for the filing fee. Please send the Certificate of Incorporation directly to:

New Beginning Missionary Baptist Church, Inc.
Attention: Mr. Willie A. Keaton, Sr.
3108 East Lake Avenue
Tampa, FL 33605

If you have any questions, please contact the undersigned. Thank you for your assistance.

Very truly yours,

BATTAGLIA, ROSS, DICUS & WEIN, P.A.



Timothy W. Weber

TWW:lhb
Enclosures
020038/324843

~ Justice for You ~

**ARTICLES OF INCORPORATION
OF
NEW BEGINNINGS MISSIONARY BAPTIST CHURCH, INC.**

A Florida Not-For-Profit Corporation

FILED
03 OCT 27 PM 3:27
SECRET
TALLAHASSEE
STATE
FLORIDA

**ARTICLE I
CORPORATE NAME**

The name of the corporation is NEW BEGINNINGS MISSIONARY BAPTIST CHURCH, INC.

**ARTICLE II
CORPORATE ADDRESS**

The initial mailing address of the corporation is:

3101 E. Lake Avenue
Tampa, Florida 33605

**ARTICLE III
CORPORATE NATURE**

This is a nonprofit corporation, organized solely for general, religious, charitable or educational purposes pursuant to the Florida Not For Profit Corporation Act set forth in Section 617 of the Florida Statutes.

**ARTICLE IV
DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE V
GENERAL AND SPECIFIC PURPOSES**

The specific and primary purposes for which the corporation is formed are:

- A. To establish a church.
- B. To operate exclusively in any other manner for such charitable, educational,

or religious purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

ARTICLE VI MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Directors. The powers of the corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than three (3) persons. Initially, the number of directors of the corporation shall be three (3), provided however, that such number may be changed in accordance with the Bylaws of the Corporation.

The Directors named herein as the first Board of Directors shall hold office until their successors are elected or appointed and qualified. The manner in which the directors are elected or appointed shall be set forth in the Bylaws.

The names and addresses of such initial members of the Board of Directors are as follows:

Charles Smith
3008 W. Averill Avenue
Tampa, Florida 33611

Willie Keaton
872 Oaks Drive
Tampa, FL 33613

James Thomas
3008 N. 44th Avenue
Tampa, Florida 33605

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if a majority of the members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by a majority vote of the directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by written consent of the Board of Directors without a meeting, and that the Articles of Incorporation

and the Bylaws of the corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

B. Corporate Officers. The Board of Directors may provide for the appointment of officers, including a Pastor, who shall have such powers, and shall be elected or appointed in such manner, as specified in the By-Laws.

ARTICLE VII MEMBERSHIP

The corporation shall have members. The qualifications, rights and powers of the members shall be set forth in the By-laws.

ARTICLE VIII STOCK

The corporation shall not be authorized to issue any stock.

ARTICLE VIX EARNINGS AND ACTIVITIES OF CORPORATION

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its 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 Article IV hereof.

B. 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.

C. 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 of 1986 as amended (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 as amended (or the corresponding provision of any future United States Internal Revenue Law).

D. Notwithstanding any other provision of these Articles, the corporation shall

not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of the corporation.

ARTICLE X DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 as amended (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purpose.

ARTICLE XI INCORPORATOR

The name and address of the sole incorporator of the corporation is:

Willie Keaton
3101 E. Lake Avenue
Tampa, Florida 33605

ARTICLE XII REGISTERED AGENT AND OFFICE

The corporation's registered agent and office are:

Willie Keaton
3101 E. Lake Avenue
Tampa, Florida 33605

ARTICLE XIII AMENDMENT OF BYLAWS

Subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, as amended from time to time,

the Bylaws of the corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted by a resolution of the Board of Directors.

ARTICLE XIV DEDICATION OF ASSETS

The property of the corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of the corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

ARTICLE XV INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, in the manner set out and provided for in the Bylaws of the corporation, pursuant to the provisions of Section 607.0850 of the Florida Statutes, as amended.

ARTICLE XVI DIRECTOR CONFLICT OF INTEREST

A. No contract or other transaction between the corporation and one (1) or more of the directors, or between the corporation and any other corporation, firm, association or other entity, in which one (1) or more of the directors are directors or officers, or are financially interested, shall be either void or voidable for this reason alone or by reason alone that such director or directors are present at the meeting of the Board of Directors or of a committee thereof which approves such contract or transaction, or that his or their votes are counted for such purpose:

1. If the fact of such common directorship, officership or financial interest is disclosed or known to the Board or committee, and the Board or committee approves such contract or transaction by vote sufficient for such purpose without counting the vote or votes of such interested director or directors; or

2. If the contract or transaction is fair and reasonable as to the corporation at the time it is approved by the Board or committee.

B. Common or interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee which approves such contract or transaction.

**ARTICLE XVII
AMENDMENT OF ARTICLES**

Amendments to these Articles of Incorporation may be adopted by the Board of Directors or in such other manner specified in the By-Laws.

IN WITNESS WHEREOF, the undersigned, being the Sole Incorporator of the corporation, for the purpose of forming this not-for-profit corporation under the laws of the State of Florida, has executed these Articles of Incorporation, this _____ day of October, 2003.

Willie Keaton
Willie Keaton, Incorporator

I HEREBY acknowledge that I am familiar with and accept the duties and responsibilities as Registered Agent for the corporation.

Willie Keaton
Willie Keaton, Registered Agent

FILED
03 OCT 27 PM 3:27
STATE
SECRETARY
TALLAHASSEE, FLORIDA