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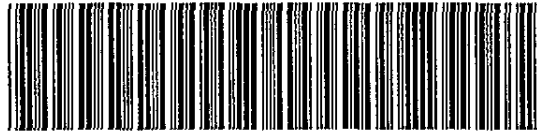
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

copy

**1st CORNERSTONE CHRISTIAN CHURCH, INC.**  
**3465 North Citrus Circle**  
**Zellwood, FL 32798**

February 22, 2004

Secretary of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

Re: Incorporation of **1st CORNERSTONE CHRISTIAN CHURCH, INC.**


Dear Sir/Madam:

We are submitting the Articles of Incorporation for **1st CORNERSTONE CHRISTIAN CHURCH, INC.** We are in the process of establishing a new community Church and are attempting to complete the required legal paper work and Tax Exemptions with the Internal Revenue.

Please find enclosed a check for \$70.00, as payment in full for this Application.

Thanks in advance for your assistance in this matter.

Sincerely,

  
Rev. Frank H. Goodman, President  
Administrative Council  
1<sup>st</sup> Cornerstone Christian Church, Inc.

enclosure

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF**

**1<sup>st</sup> CORNERSTONE CHRISTIAN CHURCH, INC.**  
***(A Corporation Not-for-Profit)***

The undersigned natural persons of legal age, acting as incorporators for the purpose of creating a corporation not-for-profit under the laws of the State of Florida as provided in Chapter 617, Florida Statutes, do hereby adopt the following Articles of Incorporation:

**ARTICLE I**  
**Name and Address**

The name and address of this corporation shall be: **1<sup>st</sup> CORNERSTONE CHRISTIAN CHURCH, Inc., 3465 North Citrus Circle, Zellwood, FL 32798**

**ARTICLE II**

The corporation shall have perpetual existence.

**ARTICLE III**  
**Purpose**

Said Corporation is organized exclusively for charitable, religious, educational, and scientific purposes within the meaning of section 501 © (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law).

**ARTICLE IV**  
**Powers**

This corporation shall have all powers granted by law to not-for-profit corporation subject to the following limitations and restrictions:

- (a) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, director, 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 III hereof. 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 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 (or the corresponding provision of any future United States Revenue law) or (b) by a corporation, contributions to which are deductible under Section 170 (7)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law).

- (b) No member, Councilman, officer, or private individual, shall be entitled to share in the distribution of any corporate assets upon dissolution of the corporation. Upon the dissolution of the corporation, the Administrative Council shall, after paying or making provision for the payment of the liabilities of the corporation, dispose of the residual assets of the corporation to one or more organizations described in Section 501 (c)(3) and 170 (c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law) or to a Federal, State or local government for exclusive public purpose, as the Administrative Council shall determine.
- (c) The corporation shall not engage in any prohibited activity as defined in Florida Statute Section 617.0835, or as subsequently amended.

#### **ARTICLE V**

##### **Membership**

The corporation shall have no capital stock, and shall be composed of Members rather than stockholders. The membership of the corporation shall consist of the individuals consisting of the Administrative Council hereinafter provided, and their successors in office.

#### **ARTICLE VI**

##### **Incorporators**

The officers of the corporation shall consist of a President, Vice-President, a Secretary and a Treasurer and such other officers and assistant officers, as the Administrative Council shall provide for in the bylaws of the corporation. The Administrative Council at the annual meeting of the Administrative Council shall elect the officers. The Administrative Council at any regular or special call meeting shall fill vacancies. The name and address of the first officers who shall manage the affairs of the corporation until their successors are elected or appointed and are duly qualified are:

President: Frank H. Goodman, 3465 North Citrus Circle, Zellwood, FL 32798

V. President: Allen S. Rosado, 849 W. Orange Blossom Trail, Apopka, FL

32712

Secretary: Sharron L. Goodman, 3465 North Citrus Circle, Zellwood, FL 32798

Treasurer: Henry Morgan, 7498 Bordwine Dr., Orlando, FL 32818

#### **ARTICLE VII**

##### **Administrative Council**

Control of the affairs of the corporation shall be vested in the Administrative Council consisting of not less than three (3) Councilmen, who shall be elected on an annual basis, but the term of office of any member of the Administrative Council may be for a period of more than one (1) year as provided in the Bylaws. The number of Councilman may be increased or decreased, by a two third (2/3) vote of the Administrative Council, but shall never be less than three (3) Councilmen. The initial Administrative Council shall be composed of three (3) Councilmen. The Administrative Council at the annual meeting of the Council shall elect the Administrative Council. Vacancies on the Administrative Council shall be filled by a two-third (2/3) vote of the

remaining members of the Council. Any members of the Administrative Council elected by the Administrative Council to fill a vacancy shall hold office until the next annual meeting of the Administrative Council. Each member of the Administrative Council need not be a member of the corporation as a condition precedent to election or appointment to the Council. The Administrative Council may be organized into one (1) or more separate categories of Councilmen as provided in the Bylaws. The name and address of the first members of the Administrative Council who shall serve until their successors are duly elected and qualified are:

President: Frank H. Goodman, 3465 North Citrus Circle, Zellwood, FL 32798

V. President: Allen S. Rosado, 849 W. Orange Blossom Trail, Apopka, FL

32712

Secretary: Sharron L. Goodman, 3465 North Citrus Circle, Zellwood, FL 32798

Treasurer: Henry Morgan, 7498 Bordwine Dr., Orlando, FL 32818

#### **ARTICLE IX** **Informal Action**

To the extent permitted by law, any action required to be taken at any annual or special meeting of the Administrative Council, or any action which may be taken at any annual or special meeting of such Council, may be taken without a meeting, without prior notice and without a vote, if consent in writing, setting forth the action so taken, shall be signed by all of the Councilmen.

#### **ARTICLE X** **Amendment of Bylaws and Articles of Incorporation**

The Bylaws and Articles of Incorporation may be amended or repeated by the Administrative Council by an eighty percent (80%) vote at any regular or special meeting of the Administrative Council. All proposed Amendments shall be submitted to each member of the Administrative Council at least ten days prior to the meeting date.

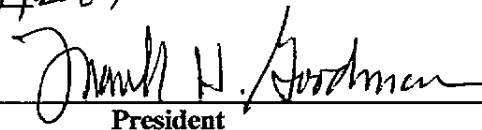
#### **ARTICLE XI** **Registered Office and Agent**

The registered office of the corporation shall be: Frank H. Goodman

The registered agent shall be: 3465 North Citrus Circle, Zellwood, FL 32798

The registered office and registered agent provided for herein may be changed from time to time in the manner provided by law.

IN WITNESS WHEREOF, the undersigned, being the incorporator certifies to the truth of the facts herein stated, this FEBRUARY 24, 2004

  
President

ACCEPTANCE

I hereby accept appointment as Registered agent of 1<sup>st</sup> CORNERSTONE  
CHRISTIAN CHURCH, INC.

Dated: FEB 24, 2004.

Reverend Frank H. Goodman, President  
Reverend Frank H. Goodman, President

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TALLAHASSEE, FLORIDA