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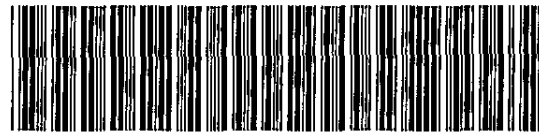
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
04 JUL 21 AM 11:15

TRANSMITTAL LETTER

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

SUBJECT: Emmanuel Haitian Baptist Church (E.H.B.C.)
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Rev. PORCENAT Pierrevilus
Name (Printed or typed)

1916 4th St NE
Address

Winter Haven, FL 33881-1295
City, State & Zip

(863) 291-3799 Cel/Dh. (863) 604-8978
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

June 14, 2004

REV. PORCENQT PIERRUILUS
1916 4TH ST NE
WINTER HAVEN, FL 33881-1295

SUBJECT: EMMANUEL HAITIAN BAPTIST CHURCH OF WINTER HAVEN,
FLORIDA, INC.
Ref. Number: W04000022845

We have received your document for EMMANUEL HAITIAN BAPTIST CHURCH OF WINTER HAVEN, FLORIDA, INC. and your check(s) totaling \$92.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6067.

Neysa Culligan
Document Specialist
New Filings Section

Letter Number: 404A00039864

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

04 JUL 21 AM 11:15

EMMANUEL HAITIAN BAPTIST CHURCH OF WINTER HAVEN, FLORIDA, INC

The undersigned, desiring to form a corporation not for profit under Chapter 617 of the Florida Statutes, do ordain and establish these Articles of Incorporation.

ARTICLE 1.

The name of the corporation is EMMANUEL HAITIAN BAPTIST CHURCH OF WINTER HAVEN, FLORIDA, INC

ARTICLE II.

The street address of the principal office of the corporation is 128 Avenue R, N.W., Winter Haven, Florida, 33880, and the mailing address of the corporation is P. O. Box 3624, Winter Haven, Florida 33881.

ARTICLE III.

The purposes for which the corporation is organized are to establish and maintain a place for the worship of Almighty God, our Heavenly Father; to support, propagate, and encourage public worship and the preaching and teaching of the Word of God and the Gospel of Jesus Christ; to provide for Christian fellowship for those of like faith; to assume our share of responsibility and the privilege of propagating the Gospel of Jesus Christ by all available means, both at home and in foreign lands; to provide assistance for the poor and needy and to do charitable work of any nature deemed beneficial.

ARTICLE IV.

The initial members of the corporation shall consist of those persons who, on the date the existence of the corporation commences are members in good standing of the Emmanuel Haitian Baptist Church of Winter Haven, Florida, an unincorporated association, and such other persons as the members of the corporation shall from time to time elect. The bylaws of the corporation shall prescribe the qualifications for membership and the manner in which membership in the corporation may be terminated. Twenty-five (25) members of the corporation, present in person, shall constitute a quorum for the transaction of business at any annual, regular, or special meeting of the members of the corporation.

ARTICLE V.

Section 1. Except as otherwise provided in these Articles of Incorporation, all corporate powers must be exercised by or under the authority of, and the affairs of the corporation managed under the direction of, the Board of Trustees. The Board of Trustees shall be elected by the members of the corporation. The number of trustees shall be fixed by the bylaws of the corporation, but shall not be less than five (5) nor more than thirteen (13). The President, Vice President, Recording Secretary, Treasurer, and Financial Secretary shall be assembled in consequence of the first election of trustees, the trustees (Other than those persons who hold office as trustee by virtue of serving as president, Vice President, Recording Secretary, Treasurer, or Financial Secretary) shall be divided, as equally as may be, into three classes. The terms of the trustees of the first class shall expire at the end of the first year, the terms of the

trustees of the second class shall expire at the end of the second year, and the terms of the trustees of the third shall expire at the end of the third year, so that one-third of the trustees shall be chosen each year. The Board of Trustees shall elect one of its members as Chairman. The Chairman of the Board of Trustees shall be the principal executive officer of the corporation, shall preside at meetings of the Board of Trustees, and shall when duly authorized by the Board of Trustees, execute and deliver written instruments and documents on behalf of the corporation. The Chairman of the Board of Trustees shall have such other duties as may be prescribed by the bylaws of the corporation or by resolution of the Board of Trustees not inconsistent with the bylaws. A majority of the members of the Board of Trustees, present in person, shall constitute a quorum for the transaction of business at any annual, regular, or special meeting of the Board of Trustees.

Section 2. Except as limited by these Articles of Incorporation, the Bylaws, or any applicable provision of law, the Board of Trustees shall have all of the powers and duties of the Board of Directors of a Florida Corporation not for profit.

Section 3. The Board of Trustees initially shall consist of eleven (7) persons, and the names and addresses of the initial members of the Board of Trustees are as follows:

Gerard St.hillaire

Marie Josee Jean –poix

Amedee Destin

Joselyne Derosier

Marie R. Porcenat

PierreVill Porcenat

Rose Lubin

ARTICLE VI.

The officers of the corporation shall consist of the President, Vice President, Recording Secretary, Treasurer, and Financial Secretary. The Board of Trustees shall nominate, and by and with the advice and consent of the members of the corporation, shall appoint the officers of the corporation for terms of one year. The officers shall have such powers and duties as shall be prescribed by the bylaws of the corporation or by resolution of the Board of Trustees not inconsistent with the bylaws.

ARTICLE VII.

Section 1. Amendments to these articles of incorporation must be made in the following manner: The Board of Trustees must adopt a resolution setting forth the proposed amendment and directing that it be submitted to a vote at a meeting of members, which may be either an annual or

A special meeting. Written notice setting forth the processed amendment or a summary of the changes to be effected by the amendment must be giving to each member. The proposed amendment shall be adopted upon receiving the affirmative vote of the at least two thirds of the members present at annual or special meeting of the membership of the corporation.

SECTION 2. Any plan of merger must be adopted in the following manner: The Board Of Trustees must adopt a resolution approving the proposed plan and directing that it be submitted to a vote at a meeting of members, which may be either an annual or special meeting. Writing notice setting forth the proposed plan or summary thereof must be giving to each member. The proposed plan shall be adopted upon receiving the affirmative vote of at least a majority of the entire membership of the corporation.

SECTION 3. A sale, lease, exchange, or other disposition of all or substantially of all the property and assets of the corporation. May be made upon such terms and conditions and for such consideration which may consist in whole or in part of money or property, real or personal, including shares, bonds or other securities of any corporation or corporation for profits, domestic or foreign, and must be authorize in the following manner: The Board Of Trustees must adopt a resolution approving such sale, lease, exchange or other disposition, and directing that it be submitted to a vote at a meeting of members, which may be either an annual or special meeting. Written notice stating that the purpose, or other the purposes, of such meeting is consider the sale, lease, exchange, or other disposition of all substantially all of the property and assets of the corporation must be giving to each member. At such meeting, the member may authorize The Board Of Trustees to fix, any or all the term and condition thereof and the consideration to the received by the corporation thereof. Such authorization requires the affirmative vote of at lease a majority of the entire membership or the corporation.

SECTION 4 If the corporation desires to dissolve and wind up its affairs, it must adopt a resolution to dissolve in the following manner: The Board Of Trustees must adopt a resolution recommending that the corporation be dissolved and direction that the question of such dissolution be submitted to a vote at a meeting of members, which may be either an annual or special meeting. Written notice stating that the purpose, or one of the purposes, of such meeting is consider the advisability of dissolving the corporation shall be adopted upon receiving the affirmative vote of at least a majority of the entire membership of the corporation.

ARTICLE VIII.

The street address of the corporation's initial register office is 128 Avenue R, N.W. Winter Haven, Florida 33880, and the name of its initial registered agent at that address is Gerard St.hillaire.

ARTICLE IX.

The names and the addresses of the incorporators of the corporation are as follows;

Gerard St.hillaire
2720 woodland Dr.
Winter Haven Fl, 33881

Rose Lubin
405 mall Barry
Poinciana Fl

Amedee Destin

3015 Earnest Dr app.B
Auburndale FL, 33881

Joselyne Derosier
114 Prospect Av SW
Winter Haven FL, 33881

PierreVill Porcenat
1916 4th St. NE
Winter Haven FL, 33881

Marie R. Porcenat
1916 4th St NE
Winter Haven 33881

Marie Josee Jean-poix
225 2nd St NW Palmetto
Winter Haven FL 33881

ARTICLE X.

(a) No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, or officer of the corporation, nor to the benefit of any private individual.

(b) The corporation shall have no power to engage in any act or activity prohibited to corporations which are exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding Sections of any prior or future Internal Revenue Code.

(c)
In the event of the dissolution of this corporation, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding Sections of any prior or future Internal Revenue Code, or to the federal or to a state or local government for public purposes exclusively.

ARTICLE XI.

The initial bylaws of the corporation shall be adopted by a majority of the members of the Board of Trustees of the corporation. The bylaws shall not thereafter be amended except upon the affirmative vote of at least a majority of the members present at an annual or special meeting of the membership of the corporation.

IN TESTIMONY WHEREOF; the undersigned incorporators have signed these Articles of Incorporation this 14 day of January, A.D. 2004.

Gerard St.hillaire

Gerard St.Hillaire

PierreVill Porcenat

PierreVill Porcenat

Joselyne Derosier

Joselyne Derosier

Marie Josee Jean-Paix

Marie Josee Jean-Paix

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, *Gerard St. Hillaire* having been named to serve as Registered Agent of EMMANUEL HAITIAN BAPTIST CHURCH OF WINTER HAVEN, FLORIDA, INC., do hereby accept such office and agree to conduct myself therein according to law. I am familiar with, and accept, the obligations of such office.

Gerard St. Hillaire

Gerard St. Hillaire

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