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EFFECTIVE DATE  
08/29/2004

FILED  
TALLAHASSEE, FLORIDA

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LAW OFFICES OF  
**BAKER AND MERCER**

4431 LAFAYETTE STREET  
MARIANNA, FLORIDA 32446

FRANK A. BAKER, P.A.

\*BOARD CERTIFIED CIVIL TRIAL

\*BOARD CERTIFIED BUSINESS LITIGATION

\*CERTIFIED CIRCUIT CIVIL MEDIATOR/ARBITRATOR

TELEPHONE

850-526-3633

TELECOPIER

850-526-2714

DOUGLAS WADE MERCER, ESQ.

August 30, 2004

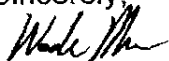
Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

RE: God's Little Country Holiness Church, Inc. - A Nonprofit Corporation

Dear Sir/Madam:

Enclosed is my check in the amount of \$78.75, and the original Articles of Incorporation of God's Little Country Holiness Church, Inc. and one copy. Please return a file stamped copy to the above address. Thank you.

Sincerely,



WADE MERCER, ESQ.

Enclosures (as stated above)

**EFFECTIVE DATE**  
08/29/2004

**FILED**  
04 AUG 31 AM 11:27  
S. J. HARRIS, CLERK  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**GOD'S LITTLE COUNTRY HOLINESS CHURCH, INC.**

The undersigned, for the purpose of forming a nonprofit corporation under Florida Statutes Chapter 617, do hereby make and adopt the following articles of Incorporation:

**ARTICLE 1**  
**NAME**

The name of the Corporation is: God's Little Country Holiness Church, Inc.

**ARTICLE 2**  
**NOT FOR PROFIT**

The Corporation is a nonprofit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Trustees or Officers, except to the extent permissible under law.

**ARTICLE 3**  
**DURATION**

The duration (term) of the Corporation is perpetual.

**ARTICLE 4**  
**PURPOSES**

The Corporation is organized, and shall be operated exclusively, for the following purposes:

A. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and

proceeds of such property, for any of the purposes set forth herein.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

## **ARTICLE 5 LIMITATION**

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Trustees or Officers, but the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered (to officers and/or Trustees, or to other persons) and to make payments and distributions in furtherance of the purposes set forth in Article 4 (Purposes) hereof.

## **ARTICLE 6 MEMBERS**

The Corporation shall have Voting Members who shall be elected (and may be removed) by the Voting Members and shall have all the rights and privileges of members of Corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Member is as follows:

### **Name and Address**

Gregory Broome, P.O. Box 461, Fountain, FL 32438  
Leroy Brock, 1228 Dipper Road, Marianna, FL 32448  
Janet Stokes 1215 Shores Road, Alford, FL 32420  
Teresa Broome, P.O. Box 461 Fountain, FL 32438  
Christopher D. Stokes, 1215 Shores Road, Alford, FL 32420  
Susie Mae Mercer, 4401 Constitution Lane, #203, Marianna, FL 32448  
Jean Mercer, 1517 Highway 77, Bonifay, FL 32425

## **ARTICLE 7 INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial Registered Office of the Corporation is 1221 Dipper Road, Marianna, Florida, 32448, and the name of its initial Registered Agent at that address is Gregory Broome.

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**ARTICLE 8  
INITIAL BOARD OF TRUSTEES**

The management of the Corporation shall be vested in a Board of Trustees. The numbers of Trustees constituting the initial Board of Trustees is five. The number of Trustees may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three. The Voting Members shall elect the Trustees annually. The Bylaws may provide for ex officio and honorary Trustees, and their rights and privileges. The name and address of each initial Trustee of the Corporation is as follows:

Name and Address

Gregory Broome, P.O. Box 461, Fountain, FL 32438  
Leroy Brock, 1228 Dipper Road, Marianna, FL 32448  
Janet Stokes 1215 Shores Road, Alford, FL 32420  
Teresa Broome, P.O. Box 461 Fountain, FL 32438  
Christopher D. Stokes, 1215 Shores Road, Alford, FL 32420

**ARTICLES 9  
OFFICERS**

The Officers of the Corporation shall consists of a President, Vice-President, and Secretary and Treasurer, and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the Board of Trustees (and may be removed by the Board of Trustees) at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

Name and Address

Title

Gregory Broome, P.O. Box 461, Fountain, FL 32438	President
Leroy Brock, 1228 Dipper Road, Marianna, FL 32448	Vice President
Janet Stokes 1215 Shores Road, Alford, FL 32420	Secretary
Teresa Broome, P.O. Box 461 Fountain, FL 32438	Treasurer

**ARTICLE 10  
INCORPORATORS**

The name and address of each Incorporator is as follows:  
Gregory Broome, P.O. Box 461, Fountain, FL 32438

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**ARTICLE 11  
AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Trustees and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law.

**ARTICLE 12  
TURNOVER OF ASSETS UPON DISSOLUTION**

In the event of dissolution, the residual assets of the Corporation will be turned over to one or more organizations which are themselves exempt under Section 501(c)(3) and/or Section 170(c)(2) of the Internal Revenue Code (or corresponding sections of past or future law) or to the federal, state or local government for exclusively public purposes.

**ARTICLE 13  
INDEMNIFICATION**

The Corporation shall indemnify each Officer and Trustee, including former Officers and Trustees, to the full extent permitted by the laws of the State of Florida.

**ARTICLE 14  
BYLAWS**

The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Trustees, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Voting Members.

**ARTICLE 15  
COMMENCEMENT OF CORPORATE EXISTENCE**

In accordance with the laws of the State of Florida, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation.

**ARTICLE 16  
NONSTOCK BASIS**

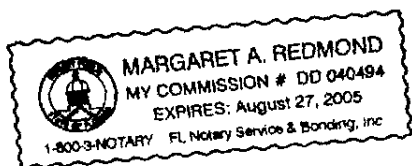
This Corporation is organized on a nonstock basis. This Corporation shall not issue shares of stock.


In Witness Whereof, the undersigned has signed these Articles of Incorporation on this 29 day of August, 2004.

  
\_\_\_\_\_  
GREGORY BROOME, Incorporator

STATE OF FLORIDA  
COUNTY BAY

THE FOREGOING INSTRUMENT was acknowledged before me this 29<sup>th</sup> day of August, 2004, by GREGORY BROOME, as Incorporator, who is personally known to me or who has produced FLA ID as identification and who did take an oath.



  
\_\_\_\_\_  
Notary Public  
My Commission Expires: