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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11-3-05

GIBBS LAW FIRM, P.A.

Attorneys and Counselors at Law

5666 SEMINOLE BOULEVARD, SUITE TWO
SEMINOLE, FLORIDA 33772

TELEPHONE: (727) 399-8300
FACSIMILE: (727) 398-3907

October 18, 2005

Mr. Richard Gellasch
Central Baptist Church of Cross City, Florida, Inc.
365 NE 280th Avenue
Old Town, FL 32680

Dear Richard:

I am enclosing a draft of the Articles of Incorporation. If the Articles are acceptable, you must sign (and date) the Articles and Mr. Douglas must sign and date the Acceptance by-Registered Agent. Use the enclosed cover letter and mail the original and one copy of the executed Articles to: **Florida Department of State, Division of Corporations, P. O. Box 6327, Tallahassee, FL 32314**. You will also need to enclose a check for \$78.75 that has been made payable to "Florida Department of State" with the Articles.

It is my understanding that the church already has a Federal Employer Identification Number (59-2506980).

A Florida corporation must have a minimum of three directors and three officers. (The directors and the officers may be the same people). The titles of the required officers are president, secretary, and treasurer. One person may hold both offices of secretary and treasurer but the president may not be either the secretary or the treasurer. The officers and directors must be identified on the annual corporate report that the corporation will have to file between January 1 and May 1, 2006. The report form will be mailed to you prior to that date by the Florida Department of State. If you have any questions, please call me.

Sincerely,

GIBBS LAW FIRM, P. A.


Zachary S. Gray

Enclosures: Articles of Incorporation
Transmittal Letter

GIBBS LAW FIRM, P. A.

Attorneys and Counselors at Law

5666 SEMINOLE BOULEVARD, SUITE TWO
SEMINOLE, FLORIDA 33772

TELEPHONE: (727) 399-8300
FACSIMILE: (727) 398-3907

October 18, 2005

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

SUBJECT: Central Baptist Church of Cross City, Florida, Inc.

Dear Sirs:

Enclosed are an original and one copy of the articles of incorporation and a check for \$78.75 (filing fee and certified copy).

Once filed, please return the certified copy of the articles to:

Gibbs Law Firm, P. A.
5666 Seminole Boulevard
Suite 2
Seminole, FL 33772

If you have any further questions, please contact our office at (727) 399-8300.

Sincerely,

GIBBS LAW FIRM, P. A.


Zachary S. Gray

FILED
2005 NOV -3 P 2:45
TALLAHASSEE FLORIDA
SECRETARY OF STATE

**Articles of Incorporation
of
Central Baptist Church of Cross City, Florida, Inc.**

The undersigned, acting as the incorporator of a corporation pursuant to Chapter 617 of the Florida Statutes, the Florida Not-For-Profit Corporation Act, adopts the following Articles of Incorporation for such corporation:

Article 1

The name of the corporation is CENTRAL BAPTIST CHURCH OF CROSS CITY, FLORIDA, INC.

Article 2

The principle place of business and mailing address of this corporation is 630 SW Highway 351, Cross City, Florida 32628, Dixie County.

Article 3

The corporation is organized as a church exclusively for religious, charitable, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue law), including, but not limited to, for such purposes, the establishing and maintaining of religious worship, the evangelizing of the unsaved by the proclaiming of the gospel of the Lord Jesus Christ, the educating of believers in a manner consistent with the requirements of Holy Scripture, the providing of services to those in need, the maintaining of missionary activities in the United States and any foreign country, and any other lawful purpose or purposes not for pecuniary profit and not specifically prohibited to corporations under other laws of the state of Florida or Section 501(c)(3) of the Internal Revenue Code.

Article 4

The corporation shall have members. The qualifications, rights, privileges, duties, and classifications of members of the corporation shall be stated in the Bylaws of the corporation.

Article 5

The method of election of directors shall be stated in the Bylaws of the corporation. The corporation shall have a minimum of three (3) directors. The names and addresses of the

initial directors are:

David Downing
Herman Douglas
Anthony Messina
Wanda Lee

P. O. Box 727, Cross City, Florida 32628
365 SE 66th Avenue, Cross City, Florida 32628
P. O. Box 1301, Cross City, Florida ~~32680~~ 32628
P.O. Box 517, Cross City, Florida 32628

Article 6

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for 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, religious, or educational purposes as shall at the time qualify as an organization exempt from Federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

Article 7

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 or in opposition to any candidate for public office.

Article 8

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 tax-exempt purposes of the corporation set forth in Article 3.

Article 9

The street address of the initial registered office of the corporation is 630 SW Highway 351, Cross City, Florida 32628, and the name of the initial registered agent of the corporation at the initial registered office is Herman Douglas.

Article 10

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, except that the corporation shall not carry on any activities not permitted to be carried on by an organization 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 Internal Revenue Law) or by an organization, contributions to which are

deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

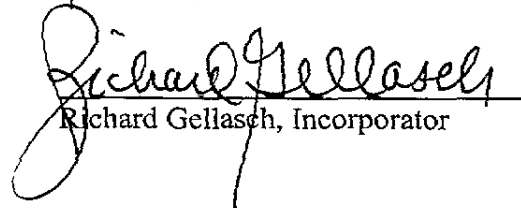
Article 11

The name of the incorporator is Richard Gellasch, and the address of the incorporator is 365 NE 280th Avenue, Old Town, Florida 32680.

Article 12

The period of the duration of the corporation is perpetual unless dissolved according to law.

In Witness Whereof, the undersigned, being the incorporator of this corporation, has executed these Articles of Incorporation this 27th day of October, 2005.


Richard Gellasch, Incorporator

Acceptance By Registered Agent

Having been named as registered agent to accept service of process for the above named 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 provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

10-27-05

Date


Herman Douglas, Registered Agent