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BEAUCHAMP & KOCH, P.A.
ATTORNEYS AT LAW

R. LUTHER BEAUCHAMP
MICHAEL KOCH

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CHIEFLAND, FLORIDA
POST OFFICE BOX 10
CHIEFLAND, FLORIDA 32644

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BEAUCHAMPKOCH
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November 28, 2005

Corporate Specialist Supervisor
New Filing Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Fla. 32399

Re: Antioch Baptist Church of Gainesville, Inc.


Dear Sir or Madam:

Please find enclosed herewith, an original and one copy of the ARTICLES OF INCORPORATION, DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT for a Florida Non-Profit Corporation, and a check for:

<input type="checkbox"/> \$70.00	<input checked="" type="checkbox"/> \$78.75	<input type="checkbox"/> \$78.75	<input type="checkbox"/> \$87.50
Filing Fee	Filing Fee &	Filing Fee &	Filing Fee, Certified
Copy*,	Certificate of Status	Certified Copy*	& Certificate of Status

Should you have any questions, please call our office at (352) 493-2525. Thank you for your assistance in this matter.

Sincerely,


C. Dell Stalvey, secretary
for R. Luther Beauchamp

* Additional copy enclosed.
Enclosures

ARTICLES OF INCORPORATION

OF

ANTIOCH BAPTIST CHURCH OF GAINESVILLE, INC.

(a corporation not for profit)

ARTICLE ONE:

NAME

The name of this corporation shall be "ANTIOCH BAPTIST CHURCH OF GAINESVILLE, INC."

ARTICLE TWO:

PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The location shall be 3612 NW 177th Avenue, Gainesville, FL 32609 and the mailing address is 3612 NW 177th Avenue, Gainesville, FL 32609 in the County of Alachua and State of Florida. The Trustees may change the location of such corporation and the mailing address by majority vote of the Trustees.

ARTICLE THREE:

GENERAL PURPOSE

The corporation is organized exclusively for charitable, educational, religious, or scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code. The general purposes and objects of this corporation shall be to provide a fresh start and conduct religious worship and instruction, churches, schools, parsonages and other institutions connected therewith of a religious, educational, charitable and benevolent character to the end that its own members and others may be generally instructed and guided concerning these articles of faith which are most surely held among Southern Baptist Convention Churches and to advance spiritual growth and enlightenment, moral and personal purity among its membership and the people of the community in which it is located; to promote

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home and foreign missions; and to aid in the spread of the Gospel of Jesus Christ to the ends of the earth; also, to educate and prepare Christian men and Christian women for the ministry of the Gospel of Jesus Christ.

ARTICLE FOUR:

USE OF INCOME

All revenue, profit, income and money received from the conduct of such business or enterprise is to be used and employed in religious, educational, charitable, benevolent and missionary work.

ARTICLE FIVE:

POWERS

The corporation shall have all the powers and authority that a non-profit, charitable corporation, organized under Chapter 617 Florida Statutes, could have and exercise and yet remain exempt from income taxation under the Internal Revenue Code of the United States, including, but not limited to: the power and authority to borrow money and to receive, buy, pledge, mortgage, encumber, sell, lease and otherwise acquire by gift, devise or inheritance, real and personal property of any kind or character necessary to promote the purposes of the corporation and to hold, use, pledge, mortgage, encumber, sell, invest and reinvest the same and collect and disburse the income and principal therefrom for such purposes.

ARTICLE SIX:

QUALIFICATIONS FOR MEMBERSHIP

Every person who believes in repentance toward God and faith in Jesus Christ as Saviour and Lord and who is willing to confess Him publicly as Lord and Saviour and follow him in baptism by immersion and to observe the ordinances of Christ and to be governed by His laws, is qualified and eligible for membership in this corporation.

ARTICLE SEVEN:

ADMISSION TO MEMBERSHIP

The manner of admission to membership in said corporation shall be by letter from other churches of like faith and order, by satisfactory statement of faith and believers baptism by immersion and by profession of faith and baptism as herein above provided in Article Six upon the majority vote of the membership of said corporation present at any meeting of said church. The present membership of the ANTIOCH BAPTIST CHURCH, not incorporated, and those hereafter admitted to membership, shall constitute the membership of this corporation.

ARTICLE EIGHT:

TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE NINE:

NAMES OF SUBSCRIBERS

The names and addresses of those subscribing to these Articles of Incorporation are as follows:

<u>NAME:</u>	<u>ADDRESS:</u>
Dwight Thomas	21825 NW 29 th Terrace Brooker, FL 32622
Bobby Bush	16120 N St Rd 121 Gainesville, FL 32653
Louise Hinton	3301 NW 29 th Avenue Gainesville, FL 32605
Dick Thomas	2624 NW 156 th Avenue Gainesville, FL 32609
Hugh Colson	24207 N St Rd 121 Alachua, FL 32615

Leſter Robinson

122 NE 156th Avenue
Gainesville, FL 32609

ARTICLE TEN:

TRUSTEES, REGISTERED OFFICE AND AGENT

1) The business affairs of this corporation shall be managed by the Trustees subject to and in accordance with the By-Laws of the Church.

2) The Trustees are designated as officers who, in their official capacity, shall sign and execute all legal documents for and on behalf of the Church corporation as its chief executive officers. Any three (3) Trustees signatures shall be required to bind the corporation.

3) The registered office of the corporation shall be at 3612 NW 177th Avenue, Gainesville, FL 32609. The registered agent for the corporation is DWIGHT THOMAS. Trustees may change the registered agent and office with the approval of the new registered agent by giving notice to the office of the Secretary of State as required by the laws of the State of Florida.

ARTICLE ELEVEN:

OTHER OFFICERS, MANAGEMENT AND ELECTION

The other officers of the corporation shall be the Pastor, Church Clerk and Church Treasurer and such other officers as the nominating committee may, from time to time, name and designate and all such officers (except the Pastor and support staff) shall be elected before October each year by a majority vote of the membership of the corporation present at a business meeting of the corporation. The Pastor and support staff shall be elected to serve until resignation, death or termination (by majority vote of membership and corporation).

ARTICLE TWELVE:

MEETINGS

Meetings shall be held at such times as provided for in the By-Laws.

ARTICLE THIRTEEN:

BY-LAWS

The members of the Church shall have the right to make and adopt such By-Laws as they shall deem proper and advisable and such By-Laws shall be made, altered, or rescinded upon a two-thirds vote of the members present and voting, at any regular or special business meeting of the Church called for that purpose.

ARTICLE FOURTEEN:

AMENDMENTS TO BY-LAWS AND ARTICLES OF INCORPORATION

1) The By-Laws of the Church and these Articles of Incorporation may be amended by the members of the Church at any regular business meeting called for that purpose, provided that proper notice has been given at a previous regular business meeting, or in the Church Bulletin on Sunday before the Wednesday meeting; or in case of emergency, such notice may be waived by two-thirds (2/3) vote of those present; but, if possible, such proposed changes shall have been submitted to the Deacons for their consideration prior to bringing it to the Church for consideration. The Deacons may express approval or disapproval but final action thereon is subject to the vote of the membership of the Church. All such proposed alterations, changes or amendments of the By-Laws or Articles of Incorporation must receive the affirmative vote of two-thirds (2/3) of the members present and voting at such meeting.


2) Amendments to the Articles of Incorporation, when approved by the Church, must also be forwarded to and filed by the Florida Secretary of State.

ARTICLE FIFTEEN:

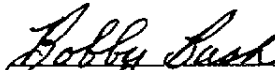
DISSOLUTION

Upon dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all liabilities of the corporation, dispose of all 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, educational, religious, or scientific purposes as shall, at the time, qualify as an exempt organization or organizations under Section 501(c) (3) of Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law, as the Board of Trustees 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 purposes.

IN WITNESS WHEREOF, we, the undersigned, being the original subscribers to this charter, have hereunto set our hands and seals this 16 day of November, 2005.




DWIGHT THOMAS




BOBBY BUSH



LOUISE HINTON



DICK THOMAS
RICHARD.



HUGH COLSON



LESTER ROBINSON

STATE OF FLORIDA

COUNTY OF Alachua

I hereby certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared DWIGHT THOMAS, BOBBY BUSH, LOUISE HINTON, ~~DICK~~ ^{Richard} THOMAS, HUGH COLSON AND LESTER ROBINSON, known to me to be the persons described in and who executed the foregoing instrument, who acknowledged before me that they executed the same. Each of these persons are personally known to me or produced _____, _____ and _____ as identification.

(SEAL)



Gloria L. Thomas
Notary Signature

ACCEPTANCE BY REGISTERED AGENT

As registered agent designated herein, I hereby acknowledge that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Dwight Thomas
DWIGHT THOMAS

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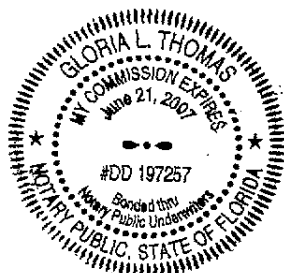
STATE OF FLORIDA

COUNTY OF Alachua

I hereby certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared DWIGHT THOMAS known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same and he is personally known to me or produced _____ as identification.

WITNESS my hand and official seal in the County and State last aforesaid this 16 day of November, 2005.

(SEAL)



Gloria L. Thomas
Notary Signature