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2006 JAN 25 AM 8: 44

TALLAHASSEE FLORIDA

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

SUBJECT: N	New Testament Believers' Fellowship, Inc.			
Englored is an entried as	(PROPOSED CORPORATE			
\$70.00 Filing Fee	nd one(1) copy of the Article \$78.75 Filing Fee & Certificate of Status	S78.75 Filing Fee & Certified Copy ADDITIONAL CO	\$87.50 Filing Fee, Certified Copy & Certificate	
FROM:	Lanny Name (Prin	Evans ated or typed)	. –	
	16355 Florence Oak Court Address			
	Montverde, Florida 34756 City, State & Zip			
407/469-2712 Daytime Telephone number				

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

NEW TESTAMENT BELIEVERS' FELLOWSHIP, INC. Clermont, Florida

2006 JAN 25 AM 8: 44

ARTICLES OF INCORPORATION

The undersigned incorporators, natural persons 18 years of age or older, in order to form a corporate entity under Chapter 617 of the Florida Statutes, adopts the following articles of incorporation.

ARTICLE I

NAME

The name of the Corporation shall be New Testament Believers' Fellowship, Inc., hereafter referred to as the "Corporation".

ARTICLE II

OFFICE

The principal office of the Corporation shall be a place designated from time to time by the Board of Directors. The registered agent's address shall serve as the mailing address for the Corporation.

ARTICLE III

PURPOSE

This Corporation is a non-profit, non-stock, tax-exempt, religious corporation empowered to conduct all legal activities consistent with its status as a tax-exempt organization. As an assembly of Christian believers who accept the Holy Bible as their only infallible guide and are gathered in the Name of the Lord Jesus Christ alone and recognize His sole authority as Head of the Church to give gifts to men, and, as Lord of the Harvest, to send forth laborers into His service, the general purposes and objectives of the Corporation shall be specifically, although not exclusively:

- 1. To provide a suitable setting for Christian believers to gather together as a local assembly for the weekly observance of the Lord's Supper, regular teaching, prayer and fellowship. (Acts 2:42; Hebrews10:25)
- 2. To teach and preach the Holy Bible as the Word of God for mankind, and the Gospel of Christ according to His commandments. (Mark 16:15, Luke 24:47; and Matthew 28:19)

- 3. To attempt to reach those who do not know Christ Jesus as their Lord and Savior by all Biblical means.
- 4. To financially support Christian workers and missionaries who are preaching and teaching the Gospel in the United States of America and around the world.
- 5. To establish schools, institutes, and educational programs, and to use any other necessary means consistent with the teaching of the Holy Bible, and of a Christian, religious, educational, charitable, and benevolent character, for the purpose of education and instruction.

ARTICLE IV

MANNER OF APPOINTMENT OF DIRECTORS

The body that governs the business of this Corporation shall consist of a Board of Directors of not less than three, or more than seven, Directors, each Director being a male over the age of twenty-one (21) and a member of the Corporation as defined by Article XI. With the exception of the Incorporators, Directors shall have been members of the Corporation for no less than two (2) years before being eligible for appointment to the Board of Directors. The Incorporators of the Corporation shall be the initial Directors of the Corporation and shall initially serve for a period of two (2) years, or until their successor Directors are appointed and take office. Thereafter, the Directors shall be those men recognized by the Assembly according to the guidelines of the Holy Bible as being spiritual leaders of the Assembly and who shall each be appointed to the Board of Directors by the Elders of the Assembly for a period of one year, or until their successors are appointed and take office. The Board of Directors, by simple majority vote, may remove an individual Director from the Board of Directors at any time for any conduct unbecoming a Christian, as taught in the Holy Bible, or for their disagreement with the doctrines outlined in Article XII and Article XIII of the Articles of Incorporation, or for any other good reason as determined by the Board of Directors. The Board of Directors' decision shall be final regarding the removal of a Director for the above stated reasons.

Annually, at a time to be established in the By-laws, the appointment of Directors shall be announced by the Elders and recognized by the members of the Corporation.

ARTICLE V

POWERS

To accomplish the purposes for which it was formed, this Corporation shall have the power to acquire by gift, grant, purchase, devise or bequest, and hold, own and manage, sell, grant, convey, mortgage, pledge or otherwise encumber, lease, improve and dispose of real, personal or mixed property, wherever situated, in the name of the Corporation, or through designated agents of the Corporation, provided that such properties shall only be used for

educational, religious, charitable, social or benevolent purposes and not for the profit of the members, Directors or Officers.

ARTICLE VI

NON-PROFIT STATUS

No part of the net earnings of the Corporation shall accrue to the benefit of, or be distributable to its members, 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 purposes set forth in Article III of the Articles of Incorporation. No 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. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VII

TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VIII

MANAGEMENT

Section 1: The Board of Directors shall have the sole power of governing and managing the business of the Corporation. In the management and control of the property, business, and affairs of the Corporation, the Board of Directors, shall be vested with all of the powers possessed by the Corporation itself, so far as that delegation of authority is not inconsistent with the laws of the State of Florida, the Corporation's continued status as a tax-exempt organization, or with the Corporation's By-laws.

Section 2: The Officers of the Corporation shall be elected from and by the Board of Directors. Following their annual appointment, the Board of Directors shall meet for their "Annual Meeting of the Board of Directors", without the need for further notice, for the purpose of electing Directors to the offices of at least President, Secretary and Treasurer, and to transact such other business as might come before them at that meeting. Additional and special meetings of the Board of Directors shall be held by the call of the President, or by

the call any two Directors together, at such time and at a place designated in the call. Notice of such additional and special meetings shall be given in accordance with the By-laws.

A Director may waive notice of any meeting, and the attendance of a Director at any meeting shall constitute a waiver of notice on his part, except where such attendance is for the express purpose of objecting to the transacting of business because the meeting was not lawfully called or convened according to the Articles of Incorporation or the Corporate By-Laws.

Section 3: Vacancies on the Board of Directors shall be filled as prescribed by the Corporate By-Laws.

ARTICLE IX

MEMBERS EXEMPT

The private property of the Members, Directors and Officers of this Corporation shall be forever exempt from New Testament Believers' Fellowship, Inc. corporate debts and obligations of any kind whatsoever.

ARTICLE X

DISTRIBUTION OF ASSETS UPON DISSOLUTION

No individual, corporation or other organization shall receive any dividends or profits from this Corporation, and in the event that this Corporation should dissolve or be liquidated, all of the assets that remain after the payment of all corporate debts, shall only be transferred or conveyed to a non-profit organization, or organizations, whose purpose and religious beliefs are substantially identical to those of this Corporation, are operated for religious, charitable or educational purposes, and qualify for exemption under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Upon liquidation or dissolution, no part of the assets of this Corporation shall be distributed to any Member, Officer, or Director of this Corporation, or to any organization attempting to influence legislation or carrying on political propaganda.

ARTICLE XI

CORPORATE (ASSEMBLY) MEMBERSHIP

The individual members of the Corporation shall be collectively referred to as the "Assembly", and the Officers and Directors set out herein, together with the existing members at the time of incorporation, shall continue as members of the Corporation. Other Christian believers known to be in sympathy with the Corporation's purpose as outlined in Article III, and who personally express their agreement with Article XII and Article XIII of the Articles of Incorporation, may be added as members of the Corporation. To be a member a person must

confess their personal faith in Jesus Christ as their Lord and Savior, be recommended for membership by another member of the Corporation, and be received into the fellowship of the Assembly by the Elders of the Assembly and by the Assembly as a whole.

The Elders, on behalf of the Assembly, and before the Assembly, shall remove from membership any member: found to be of such a doctrinal difference as to be disruptive in the worship, fellowship, or teaching of the Assembly; found to be habitually living a life inconsistent with the principles and teachings of the Holy Bible; or for moral turpitude. (I Corinthians 5:11; Titus 3:10; II Thessalonians 3:6)

Should a member die, or discontinue their regular fellowship with the Assembly, either by moving from the area, or by their known regular attendance at another church, or by virtue of a chosen prolonged absence, that individual shall no longer be considered to be a member of the Corporation.

ARTICLE XII

DOCTRINAL STATEMENT

Because doctrine dominates in both the Old and New Testaments, revealing God and His plans and purposes, every Christian should know and agree with the major doctrines of Scripture. Therefore, every member of the Corporation shall affirm their agreement with the following beliefs taught in the Holy Bible. If a candidate for membership, or member, cannot agree with the following doctrinal statement on any, or all, points, that person may not receive, or continue in, membership in this Corporation.

The members of this Corporation believe individually and together:

- 1. In the Holy Bible as the divinely inspired, inerrant Word of God, the revelation of His mind and will to man, and man's infallible, all-sufficient guide for salvation and the Christian life. (II Timothy 3:15-17, II Peter 1:20-21)
- 2. In one God, the Creator of all, eternally existing in the three persons of the Father, the Son and the Holy Spirit.
- 3. In the full deity of the Lord Jesus Christ, that He is true God, and true man, begotten of the Holy Spirit, born of a virgin, and that He had a perfect and sinless humanity. (John 1:1; Philippians 2:6; Matthew 1:23-25; I John 3:5)
- 4. In the total depravity of the nature of man through his fall in the Garden of Eden, and the absolute inability of man to save himself from eternal punishment by his own works. (Genesis 3; Romans 3:23; Ephesians 2:8-9)
- 5. In the bodily resurrection of the just and the unjust, and the everlasting conscious punishment of the lost. (Revelation 20:11-15)

- 6. In the finished work of Christ on the Cross of Calvary, through which sacrifice Christ has effected complete and eternal redemption, God having set His seal of approval on the work of Christ by raising Him from among the dead and enthroning Him at His own right hand in Heaven. Christ is the Head of the Church, the Lord of the individual, the High Priest over the House of God and the Advocate in the family of God. (Hebrews 5:9; John 10:26-30; Hebrews 10:21-22; I John 2:1).
- 7. In the immediate and eternal salvation of every person who truly believes on Christ and by faith rests on His finished work as the only righteous ground on which a Holy God can forgive a person's sins. (John 3:16; Romans 1:16; Ephesians 2:8; John 10:26-30)
- 8. That all who by faith receive the Lord Jesus Christ as Savior are born again of the Holy Spirit, indwelt by the Holy Spirit and by the Holy Spirit baptized into the Body of Christ, the Church, of which He is the risen and ascended Head. (I Corinthians 12:12-14; Ephesians 1:22-23; Colossians 1:18)
- 9. That as the early Church met together and "continued steadfastly in the Apostles' doctrine and fellowship and in breaking of bread, and in prayers" (Acts 2:42), that is God's pattern for the Church today.
- 10. That the Holy Bible alone is a sufficient guide in matters of church practice and government. (I Corinthians 5:1-3; 11:17 12:31; 14:1-40).
- 11. That there are three symbolic practices the Church has been enjoined to observe, namely: baptism, once after conversion, and the Lord's Supper and women's head-coverings, to be continually practiced by the Assembly.

We hold: Baptism, by immersion, of all true believers in Christ (Matthew 28:19; Acts 8:37-38, 10:44-48; Romans 6:3-5).

The Lord's Supper, where Christians regularly remember their Lord and Savior in response to His dying request, "This do in remembrance of Me" (Luke 22:19; Acts 2:42; I Corinthians 11:23-26).

The uncovered head of the man and the covered head of the woman when in prayer, teaching and in assembly order. (I Corinthians 11:4-6)

12. In the personal and imminent coming of the Lord to the air to Rapture (catch up) the Church and in the revelation of Christ in glory. (I Thessalonians 4:13-17; Il Thessalonians 1:6-10; Philippians 2:9-11)

ARTICLE XIII

ASSEMBLY LEADERSHIP

The members of New Testament Believers' Fellowship, Inc., as a local assembly of Christians, shall be spiritually governed and shepherded by a plurality of Elders (I Peter 5:1-5; Acts 20:17, 28-30; I Timothy 3; Titus 3:1), who shall be responsible for leading, protecting, teaching and disciplining the members according to the Biblical pattern of church government. These Servant-Leaders (Elders) shall be men qualified according to the Holy Bible, raised up by the Holy Spirit, (Acts 20:28), appointed from among the members of the Corporation, presented by the serving Elders, and recognized by the members of the Corporation as their spiritual leaders.

The Assembly may be served by a Board of Deacons (Acts 6:3-7), who shall be men qualified according to the Holy Bible (I Timothy 3) and chosen from among the members of the Corporation. The deacons shall be individually recognized by the members of the Corporation and approved by the Elders to the service of the Assembly. A deacon may be recognized and approved for service for a specific purpose and/or a specific time.

ARTICLE XIV

BY-LAWS

The By-laws of this Corporation may be made, amended or rescinded by the Board of Directors at any regular meeting of the Board of Directors by a simple majority vote of all Directors present, provided that notice of the proposed change(s) to the By-laws shall have been given at a previous regular meeting, or by mail, telephone, or any other means designed to give at least ten (10) days reasonable notice in advance of a meeting to vote on the By-law change(s). A Director may waive notice of any such meeting, and attendance of a Director at any such meeting shall constitute a waiver of notice on his part, except where such attendance is for the express purpose of objecting to the transacting of business because the meeting was not lawfully called or convened according to the Articles of Incorporation or the Corporate By-laws. No amendment to the By-laws shall rescind or impair existing contractual obligations.

ARTICLE XV

AMENDMENTS

The Articles of Incorporation shall only be amended at a special meeting of the Board of Directors called for that purpose by a unanimous vote of the Directors present, provided that notice of the proposed amendment(s) shall have been given at a previous regular meeting, or by mail, telephone, or any other means designed to give at least ten (10) days reasonable notice in advance of a meeting to vote on the amendment(s) to the Articles of Incorporation and providing that a quorum of ¾ of the serving Directors are present to vote. A Director may

waive notice of any such special meeting, and attendance of a Director at any such meeting shall constitute a waiver of notice on his part, except where such attendance is for the express purpose of objecting to the transacting of business because the meeting was not lawfully called or convened according to the Articles of Incorporation or the Corporate Bylaws. No such amendment may rescind or impair existing contractual obligations.

ARTICLE XVI

INCORPORATING OFFICERS/DIRECTORS

The names and addresses of the men who will serve as Officers of the Corporation until the first Annual Meeting of the Board of Directors, or until their successors are elected and take office are:

President: Mr. Walter (Buck) Matthews

Secretary: Mr. Lanny Evans

Treasurer: Mr. William J. Skelton

The names and addresses of the men who are to serve as Directors until the next Annual Meeting of the Corporation, or until their successors are appointed, ratified, and take office are:

Lanny Evans 16355 Florence Oak Court Montverde, FL 34756

Walter (Buck) Matthews 15714 Paddock Drive Montverde, FL 34756 Matthew S. Price 2712 South Dellwood Eustis, FL 32726

William J. Skelton 15739 Paddock Drive Montverde, FL 34756

ARTICLE XVII

REGISTERED AGENT

The Corporation's registered agent shall be Mr. Lanny Evans, of 16355 Florence Oak Court, Montverde, Florida 34756, until such time as a change of registered agent is recorded with the Florida Secretary of State, as required and provided for by that agency.

ARTICLE XVIII



INCORPORATORS

2006 JAN 25 AM 8: 44

The name and address of the Incorporators are:

TALLAHASSEE FLORIDA

Mr. Lanny Evans, of 16355 Florence Oak Court, Montverde, FL 34756

Mr. Walter (Buck) Matthews, of 15714 Paddock Drive, Montverde, FL 34756

Mr. Matthew S. Price, of 2712 South Dellwood, Eustis, FL 32726

Mr. William J. Skelton, of 15739 Paddock Drive, Montverde, FL 34756

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in the certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Cas:		<u>01/22/2006</u>
LANNY EVANS, Registered Agent		Date
La Euro		0122/2006
LANNY EVANS, Incorporator		Date
Walter Matthews WALTER MATTHEWS, Incorporator		<u>01/22/2006</u> Date
		01/22/2006
MATTHEW S. PRICE, Incorporator		Date
alls	·	01/22/2006
WILLIAM J. SKELTON, Incorporator		Date