

COVER LETTER

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

SUBJECT: St. Marks Missionary Baptist Church of Middleburg, Inc.
(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: Dale S. Wilson, P.A.
Name (Printed or typed)

PO Box 1808
Address

Green Cove Springs, FL 32043
City, State & Zip

(904) 284-5618
Daytime Telephone number

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

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ARTICLES OF INCORPORATION

OF

ST. MARKS MISSIONARY BAPTIST CHURCH OF MIDDLEBURG, INC.
(A corporation Not for Profit)

In compliance with the requirements of the State of Florida, the undersigned, and all of whom are of sui juris, have this day voluntarily associated themselves together for the purpose of forming a Corporation, not for profit, and to hereby certify:

ARTICLE I.

The name of the Corporation is ST. MARKS MISSIONARY BAPTIST CHURCH OF MIDDLEBURG, INC.

ARTICLE II.

The principal office of ST. MARKS MISSIONARY BAPTIST CHURCH OF MIDDLEBURG, INC., is located at 2703 Foreman Circle, Middleburg, FL 32068.

ARTICLE III.

The name and address of the Corporation's registered agent is Fred Hampshire, Sr., 2678 Foreman Circle, Middleburg, Florida 32068.

ACCEPTANCE AS REGISTERED AGENT

Having been named to accept service of process for ST. MARKS MISSIONARY BAPTIST CHURCH OF MIDDLEBURG, INC., at the place designated in Article III above, I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.

Fred Hampshire Sr
FRED HAMPSHIRE, SR.

Meetings of the Directors of the Corporation may be held at places within or without the State of Florida and the place or places for the holding of such meetings may be specified in the by-laws or in the notice of the meeting.

ARTICLE IV.

ST. MARKS MISSIONARY BAPTIST CHURCH OF MIDDLEBURG, INC., does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed is to love the Lord our God with all our hearts, all our souls, all our minds, and all our strength and to love our neighbors as we love ourselves, as well as any other activity that is legal under the laws of the State of Florida.

ARTICLE V. MEMBERSHIP.

Membership shall be composed of persons who have been appointed and approved by a majority of the Board of Directors or approved for membership as provided for in the By-Laws of the Corporation. The qualifications of the members are, among others which may be provided for in the By-Laws, a willingness to involve themselves in the objectives and purposes of this Corporation.

ARTICLE VI. BOARD OF DIRECTORS.

The affairs of ST. MARKS MISSIONARY BAPTIST CHURCH OF MIDDLEBURG, INC., shall be managed by a Board of three (3) to nine (9) Directors. The number of Directors may be changed by amendment of the By-Laws. The names and addresses of the persons who are to act in the capacity of Directors until the selection of their successors are:

Fred Hampshire, Sr.
2678 Foreman Circle
Middleburg, Florida 32068

Fred Hampshire, Jr.
4377 Longmire Road
Middleburg, Florida 32068

Catherine Tuggles
2764 Burroughs Road
Middleburg, Florida 32068

The number of Directors shall be specified by the By-Laws and may be changed from time to time by the Board of Directors.

The term of service of the Directors shall be established by the By-Laws.

The Directors shall be elected by a majority vote of the membership present at a meeting of the membership, whether annual, special, or otherwise, as specified in the By-Laws.

The Board of Directors, from and by its membership and by majority vote thereof, shall elect, for a term of office as established by the By-Laws, the following officers whose duties shall include the following:

A. President. The President, who shall be the chief executive officer of the Corporation, shall preside at all meetings of the members and of the Board of Directors, and shall perform such other duties as may be prescribed by the By-Laws or directed by the Board of Directors.

B. Vice-President. The Vice-President shall perform such duties as may be prescribed by the By-Laws or directed by the Board of Directors.

C. Secretary. The Secretary shall keep the minutes of all meetings of the corporation and other records of the corporation and shall perform such additional duties as may be prescribed by the By-Laws or directed by the Board of Directors.

D. Treasurer. The Treasurer shall receive and keep all corporate funds and securities; keep all accounts and records of the corporation; examine, audit, adjust and settle all accounts of the corporation; and shall perform such additional

duties as may be prescribed by the By-Laws or directed by the Board of Directors.

ARTICLE VII.
OFFICERS

The names and addresses of the initial officers of the corporation are as follows:

President/Treasurer.....Fred Hampshire, Sr.
(Chairman Board of Deacons) 2678 Foreman Circle
Middleburg, FL 32068

Vice-President/Secretary....Fred Hampshire, Jr.
4377 Longmire Road
Middleburg, FL 32068

ARTICLE VIII.
DISSOLUTION.

This Corporation may be dissolved with the assent given in writing and signed by not less than two thirds (2/3) of members. Upon dissolution of the Corporation, other than incident to a merger or consolidation, the assets of the Corporation shall be distributed to a similar organization designed to promote the same purpose of this Corporation.

ARTICLE IX.
DURATION.

The Corporation shall exist perpetually.

ARTICLE X.
AMENDMENTS.

Amendments of the Articles shall require the consent of 75 percent (75%) of the entire membership.

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, we, the

undersigned, constituting the incorporators of this Corporation have executed these Articles of Incorporation on the 17th day of April, 2006.

Fred Hampshire
FRED HAMPSHIRE, SR.

Fred Hampshire Jr
FRED HAMPSHIRE, JR.

Catherine Tuggles
CATHERINE TUGGLES

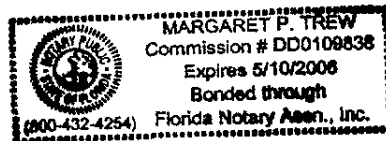
State of Florida
County of Clay

I hereby certify that on this 17th day of April, 2006, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared, FRED HAMPSHIRE, SR., to me well known to be the person described in and who executed the foregoing instrument, and he acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

Witness my hand and official seal on this 17th day of April, 2006.

Margaret P. Trew
NOTARY PUBLIC
My Commission Expires:

State of Florida
County of Clay



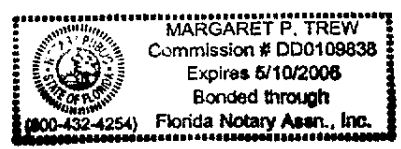
I hereby certify that on this 17th day of April, 2006, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared, FRED HAMPSHIRE, JR., to me well known to be the person

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described in and who executed the foregoing instrument, and he acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

Witness my hand and official seal on this 17th day of April, 2006.

Margaret P. Treu
NOTARY PUBLIC
My Commission Expires:

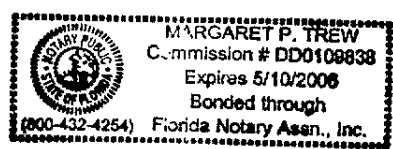


State of Florida
County of Clay

I hereby certify that on this 17th day of April, ^{MT} 2006, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared, CATHERINE TUGGLES, to me well known to be the person described in and who executed the foregoing instrument, and she acknowledged before me that she executed the same freely and voluntarily for the purpose therein expressed.

Witness my hand and official seal on this 17th day of April, 2006.

Margaret P. Treu
NOTARY PUBLIC
My Commission Expires:



Prepared by: DALE S. WILSON, P.A.
Attorney at Law
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Green Cove Springs, FL 32043
(904) 284-5618
Fla Bar ID No: 176945