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# TRANSMITTAL LETTER

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

SUBJECT: Mount Zion Commandment Keeping Church of the First Born of Central Florida

Enclosed are an original and one (1) copy of the Articles of incorporation and a check for:

\$87.50 Filing fees, Certified Copy & Certificate of Status

# From:

Mount Zion Commandment Keeping Church of the First Born of Central Florida P.O. Box 2222 Goldenrod, FL 32733

Note: For mailing purposes; please us address above.

Physical Address: 1481 Seminola Blvd

Casselberry, Florida 32733

407-977-1415

INCORPORATION OF:

UNITED STATES OF AMERICA

Mount Zion Commandment Keeping Church of the First Born

\*\*\*\*\*\*\*\*\*\*\*

of Central Florida Inc.

STATE OF FLORIDA 2

COUNTY OF SEMINOL'E

The several persons whose names are hereunto subscribed, all of full age, who severally declared that, availing themselves of the benefits and provisions of the Constitution of the State of Florida and the laws of said State relative to the organization of non-profit corporations, and they have united to form, and do by these presents Form and organize themselves, as well as all other persons who may hereafter joint or become associated with them Or their successors, into a non-profit corporation for the objects and purposes and under the covenants, stipulations

And agreements following, to-wit:

### **ARTICLE 1**

The name and title of this Corporation shall be Mount Zion Commandment Keeping Church of the First Born, of Central Florida and, under and by said name, unless sooner dissolved in accordance with law, it shall exist and continue, and shall have and enjoy corporate existence and succession, for a period of UNLIMITED years from and after this date during which time it generally, shall possess all the powers, rights, privileges, capacities and Immunities which non-profit corporations are authorized, and may hereafter be authorized, to possess under the Constitution and Laws of this State. The objects and purposes for which this corporation is formed are hereby Declared to be: the holding and administering of property, real, personal, and mixed, so that the same may be Devoted to religious services, charitable giving, supervising and parenting of like similar organizations, educational and literary purposes, for the benefit of those who attend Mount Zion Commandment Keeping Church of the First Born of Central Florida, and for the glory of God.

### ARTICLE II

The domicile of this corporation shall currently be 1481 Seminola Blvd., in the City of Casselberry, County of Seminole, State of Florida, 32733 and the location and post office address of its registered office shall be Post Office Box 2222, Goldenrod, FL 32733.

### ARTICLE III

This corporation is a non-profit corporation. No part of the net earnings or other assets of this corporation Shall inure to the benefit of, or be Distributable to its members, trustees, directors, officers or any 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 the furtherance of Section 501(c)(3) purposes. 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 of distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

# ARTICLE IV

The officers of this corporation shall consist of a President, who shall also be the pastor of the church, duly elected by a majority vote as format is laid out in the Founder's Charter; section "Church Authorities after demise of Founder", items 1 ~ 7. A secretary, who shall be a member of The congregation duly elected by a majority vote as format is laid out in the Founder's Charter; section "Church Authorities after demise of Founder", and a Treasurer who shall be a member of the congregation duly Elected by majority vote; as format is laid out in the Founder's Charter; section "Church Authorities after demise of Founder", and Director(s) who shall be a member of the congregation duly appointed or elected or as Dictated in the Charter, or bylaws of this corporation; as format is laid out in the Founder's Charter; section "Church Authorities after demise of Founder". Any one person, except the office of President and Secretary can hold more than one office. All officers are to be elected as set forth above and shall serve for such term as set forth in the Charter and Bylaws of this organization (with the Charter language to supersede; should a perceived conflict appear between the two).

# ARTICLE V

The corporate powers and management of this corporation shall be vested in, and as Stipulated in the Founder's Charter item labeled "Church Authorities after demise of Founder", items 1-7. The terms of the members of

The board of directors shall not be specified, but shall be defined in the bylaws of said organization. Any vacancy occurring among the directors of this corporation, by death, resignation otherwise, shall be filled immediately by the Pastor on a Temporary Basis, and then ratified at the next regular meeting or special meeting (should the Pastor call one) of the board of directors.

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A majority of the directors shall constitute a quorum; and a quorum shall be necessary to consider any questions that may come before any meeting of the Directors. If a quorum is present at a duly assembled meeting, a Majority of those present may adjourn the meeting from time to time, but may not transact any other business until a quorum is secured. A quorum being present, the affirmative vote as format is laid out in the Founder's Charter; section "Church Authorities after demise of Founder" shall be Necessary to decide any questions. The board of directors shall have the power to make, alter and annul such by-

laws, rules and regulations for the government of the affairs of this corporation; adhering to the format laid out in the Founder's Charter; section "Church Authorities after demise of Founder"; as it may deem proper as duly set forth in the original Bylaws of this corporation. The Founder's Charter is perpetual.

Special meetings of the members of this corporation may be called at such times and places as determined by the Board of Directors (as per the provisions of the Founder's charter) or by the President/Pastor (note: President and Pastor may be used interchangeably). Meetings of the Board of Directors may be held outside of the State of Florida.

# ARTICLE VI

The full name of the corporation's registered agent is: Elder Ronald E. Johnson, Post Office Box 2222, Goldenrod, Florida 32733, and whose physical address is 966 Logenberry Trail, Winter Springs, Florida 32708.

### ARTICLE VII

This corporation is to be organized on a non-stock basis. There shall be but one class of Membership. The subscribers to these Articles of Incorporation shall be the first members of this Corporation who are listed in Article nine below. The entire Initial Chartered Membership list is: Elder Ronald E. Johnson, Pastor; Assistant Pastor, Evangelist Bill Anderson; First Church Mother Evangelist Wilma J. Johnson, Founding Mother; Second Church Mother & Chair Person for Pastor's Aid, Mother Ruth A. Richardson; Asst Chair Person for Pastor's Aid, Sister Helen Davis; Treasurer/Finance Director & Youth Department Supervisor, Sister Armanda Coles; Secretary, Sister Veronica D. Johnson; Minister of Music, Brother Waiver Sanchez, The above are the Church Officers.

Other Members, and Regular Attendees: Elder Bernice Crumbley; Evangelist Tawana Anderson; Brother John Anderson; Sister Faith Anderson; Sister Hope Anderson; Brother Doug Mike; Sister Grace Tulloch; Sister Jessica De Rose; Brother Joshua Walters.

# ARTICLE VIII

Membership offerings as well as contributions made from time to time to This corporation, for its Use in furtherance of its objects and purposes, may be used promptly, in the discretion; as is elicited in the Founder's Charter; section "Church Authorities after demise of Founder", to Carry out the objects and purposes of this corporation, or may be employed or invested so that the revenues there from may be used to carry out the objects and purposes of this corporation, provided, however, that any investments may be converted thereafter into cash, and the proceeds used, as required, to carry out the objects and purposes of This corporation.

# **ARTICLE IX**

The names of the subscribers to these articles of incorporation are: Ronald E. Johnson, Wilma J. Johnson, and Armanda Coles. The signing of these Articles of Incorporation by the said incorporators shall act as their election to Membership in this corporation.

### ARTICLE X

The first Board of Directors Incorporators shall be composed of President, Elder Ronald E. Johnson, Post Office Box 2222, Goldenrod, FL 32733, Vice President, Evangelist Wilma J. Johnson, P. O. Box 2222 Goldenrod, FL 32733, Secretary, Armanda Coles, 24 Gum Tree Court, Winter Springs, Florida 32708

### ARTICLE XI

No member of this corporation shall ever be held liable or responsible for contracts, debts or defaults of This corporation in any further sum then the unpaid dues, if any, owing by him or her to the corporation, nor shall any mere informality in organization has the effect of rendering these Articles of Incorporation null or of exposing the members to any liability other than as above provided.

### ARTICLE XII

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt form Federal income tax under Section 501(c)(3) of the Internal revenue Code or corresponding section or (b) by a corporation/organization, or Contributions to which are deductible under Section 170(c)(2) of the Internal revenue Code (or corresponding Section of any future Federal tax code).

### ARTICLE XIII

In the event of dissolution of this corporation, assets shall be distributed for one or more exempt Purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding section of the Future Federal tax code, or shall be distributed to the Federal government, or to a state or local government for a Public purposes.

# ARTICLE XIV

The president of the board of directors of the corporation shall have the authority to sell, assign, transfer, and lease upon such terms and conditions for cash or credit any and all property, movable and/or immovable which may be owned by this corporation and is thereby authorized to purchase and acquire moveable and/or Immovable property form whom ever he deems fit and proper and upon such terms and conditions deemed advisable. He is hereby authorized to execute for and on behalf of this corporation any and all such acts of Sale or other instruments including mortgages and promissory notes which may be necessary in connection with Such transactions. President in these prerogatives, and duties must adhere to stipulations as are laid out in the Founder's Charter; section "Church Authorities after demise of Founder"

## ARTICLE XV

Any director, officer or key employee who has an interest in a contract or other transaction presented to the Board or a committee thereof for authorization, approval, or ratification shall make a prompt and full disclosure of his interest to the Board or committee prior to its acting on such contractor transaction. Such Disclosure shall include any relevant and material facts known to such person about the contract or transaction which Might reasonable be construed to be adverse to the corporation's interest.

The body to which such disclosure is made shall thereupon determine, by a vote of seventy-five percent (75%) of the votes entitled to vote, whether the disclosure shows that a conflict of interest exists or can reasonable be construed to exist. If a conflict is deemed to exist, such person shall not vote on, nor use his personal influence on, nor participate (other than to present factual information or to respond to questions) in, the discussions or deliberations. With respect to such contract or transaction. Such person may be counted in determining whether a quorum is Present but may not be counted when the Board of Directors or a committee or the Board takes action on the Transaction. The minutes of the meeting shall reflect the disclosure made, the vote thereon, the abstention from voting and participation, and whether a quorum was present.

# ARTICLE XVI

The fiscal year of this corporation shall be January through December.

THUS DONE AND PASSED, for the purpose of forming a corporation under the laws of the State of Florida in the city of Casselberry, County of Seminole on the 29 day of June, 2006.

Notary	
The Following appeared before me. Identification was determined by Driver's license, S	tate of Florida
Lacknowledge their Signatures below	· · · · · · · · · · · · · · · · · · ·
	7/10/06
HUGO RENE GARCIA	1/10/00
Elder-Ronald Johnson, President/Pastor MY COMMISSION # DO 131216	Daté
EXPIRES: August 5, 2006 Sonded Thru Notary Public Underwriters	
Notary:	
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HUGO RENE GARCIA	1/10/06
Evangelist Wilma Johnson, Vice President	Date
EXPIRES: August 5, 2006 Bonded Thru Notary Public Underwriters	
Notary C. III	
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HUGO RENE GARCIA MY COMMISSION & DD 131216  Sister Armanda Coles, Finance Director  EXPIRES: August 5, 2006 Bonded Thru Notary Public Underwriters	7/10/06 Date
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