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FLORIDA PROFIT/NON PROFIT CORPORATION
FIRST MISSIONARY BAPTIST CHURCH DAYCARE AND PRESCHOO

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**FIRST MISSIONARY BAPTIST CHURCH DAYCARE AND
PRESCHOOL, INC.**

The undersigned, acting as incorporators of a corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation shall be FIRST MISSIONARY BAPTIST CHURCH
DAYCARE AND PRESCHOOL, INC.

**ARTICLE II
DURATION**

The term shall be perpetual.

**ARTICLE III
PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The principal place of business and mailing address of this corporation shall be
200 Ave R. Northwest, Winter Haven, Florida 33881-2166

**ARTICLE IV
PURPOSES**

The purpose of this not-for-profit corporation is to provide care and housing for children away from their homes to enable their parents or guardians to seek gainful employment. These services are open to church members and the general public. The Daycare and Preschool shall be committed to providing a wholesome learning environment where children's lives maybe enriched and uplifted. The Daycare and Preschool shall perform such other functions deemed necessary or desirable to carry out its stated mission and public purposes. Also,

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- a. **FIRST BAPTIST CHURCH DAYCARE AND PRESCHOOL, INC.** is organized as exclusively religious, charitable, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.
- b. Notwithstanding any other provision of these Articles, this organization 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 provisions of any future United States Internal Revenue law.
- c. No part of the activities of the corporation shall carry on propaganda, or otherwise attempt to influence legislation, or participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

ARTICLE V.
BOARD OF DIRECTIONS

1. The affairs of this corporation shall be managed by a board of directors which shall never have less than three members. The duties, powers, authority and methods of selection of said board shall be as provided in the by-laws from time to time.
2. The names and addresses of the first members of the board of directors who will serve until their successors are selected are:

LARRY D. HARDAWAY, Chairperson

310 E. Main Street
Bartow, Florida 33830

SERETHA TINSLEY, Treasurer

1900 Havendale Blvd
Winter Haven, FL 33881

MAMIE LEONARD, Secretary

105 Ave R. N.W
Winter Haven, FL 33881

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ARTICLE VI

AMENDMENTS AND BYLAWS

The Articles of Incorporation and the bylaws may be altered or amended by the board from time to time. A two-thirds majority of the board of directors is required to amend the articles or bylaws. Bylaws shall be established by the Board upon a majority vote of its members.

ARTICLE VII

INDEMNIFICATION

Every director and officer of the corporation shall be indemnified by the corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed in connection with any proceeding or any settlement of any proceeding (including any appeal) to which a director may be party or may become involved by reason of being or having been a director or officer, except when the director or officer is guilty of, or liable for, willful misfeasance in the performance of duties, provided also, that in the event of a legal settlement, the indemnification shall apply only when the Board of Directors approves such settlement, the reimbursement is made in the best interest of the corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled by law. Appropriate liability insurance may be provided for every officer, director and agent of the corporation in amounts determined from time to time by the Board of Directors.

ARTICLE VIII

FISCAL YEAR

The fiscal year of the corporation shall begin January 1st and end December 31st of each calendar year.

ARTICLE IX

NON-PROFIT

The corporation shall be authorized to pay reasonable compensation for services rendered and may confer benefits upon its members in conformity with its purposes.

ARTICLE X

TAX EXEMPT STATUS

Notwithstanding any other provision of these articles, the corporation shall not carry on any 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 provisions of any future U.S. Internal Revenue Code or the corresponding provision of any future U.S. Internal Revenue law.

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ARTICLE XI
DISSOLUTION AND DISTRIBUTION OF ASSETS

1. No person, firm or corporation shall ever receive any dividends or profits from the undertakings of this corporation.
2. No part of the net earnings of the corporation shall inure to the benefits of any officer or director of the corporation; and upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for payment of all the liabilities and obligations of the corporation's assets by conveying them to one or more organizations which themselves are exempt organizations as described in Section 501 (c)(3) and 170 (c)(2) of the Internal Revenue Code of 1986, or allow the Circuit Court of the county in which the principal office of the corporation is then located, to transfer the assets to organizations operated for exempt purposes as the Court may determine.

ARTICLE XII
REGISTERED AGENT

I, Larry D. Hardaway, the registered agent for the above-mentioned Corporation, hereby acknowledge that I am familiar with and accept the duties and responsibilities of Registered Agent.

My address is 310 East Main Street
Bartow, Florida 33830



Signature of Registered Agent

Larry D. Hardaway

Printed name of Registered Agent



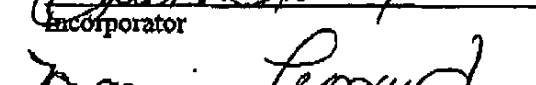
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ARTICLE XIII
NAMES AND ADDRESS OF THE INCORPORATORS ARE:

1. Larry D. Hardaway
310 East Main Street
Bartow, Florida 33830
2. Seretha Tinsley
1900 Havendale Blvd
Winter Haven, FL 33881
3. Mamie Leonard
105 Ave R. N.W
Winter haven, FL 33881

(In witness whereof) We, the undersigned, do acknowledge these Articles of Incorporation and accordingly have here unto set hands this 5th day of July, A.D. 2007



Incorporator

Incorporator

Incorporator

State of Florida
County of Polk

I, NADINE O. HERIFORD hereby certify that on this day before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared:

1. Larry D Hardaway
2. Seretha Tinsley
3. Mamie Leonard

To me well known the persons described in the foregoing Articles of Incorporations and acknowledge before me that they subscribed to same.


Notary Public

NOTARY PUBLIC-STATE OF FLORIDA
NADINE O. HERIFORD
Commission #DD831615
Expires: MAR. 10, 2011
BONDED THRU 737 AMTC BONDING CO., INC.

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