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DIVISION OF CORPORATIONS
07 SEP -6 PM 3:59

MD 9/6

LAW OFFICES OF SCOT B. COPELAND, P.L.

174 EAST BASE STREET
MADISON, FLORIDA 32340

scotcopelandlaw@earthlink.net

TEL: (850) 973-4100

FAX: (850) 973-4194

September 4, 2007

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

RE: First Baptist Church of Madison, Inc.


Dear Sir or Madam:

Enclosed are an original and two (2) copies of the Articles of Incorporation and Certificate of Designation of Registered Agency/Registered Office, along with a check in the amount of \$87.50 to cover the following:

1. Filing Fee	\$35.00
2. Registered Agent Designation	\$35.00
3. Certificate of Status	\$ 8.75
4. Certified copy of Articles	\$ 8.75

I have also enclosed the standard cover letter. Please file the Articles of Incorporation and return a certified copy and Certificate of Status to me at your earliest convenience. Your consideration of this matter is appreciated.

Sincerely,


Scot B. Copeland

SBC/gah
Enclosures

Cc: Pastor Phil Heard, First Baptist Church of Madison, Inc. (with enclosures)

COVER LETTER

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

SUBJECT: FIRST BAPTIST CHURCH OF MADISON, 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: SCOT B. COPELAND
Name (Printed or typed)

174 EAST BASE STREET
Address

MADISON, FLORIDA 32340
City, State & Zip

850-973-4100
Daytime Telephone number

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

LAW OFFICES OF SCOT B. COPELAND, P.L.

174 EAST BASE STREET
MADISON, FLORIDA 32340

scotcopelandlaw@earthlink.net

TEL: (850) 973-4100

FAX: (850) 973-4194

September 5, 2007

Florida Department of State
Division of Corporations
Attn: Mary Ann
P. O. Box 6327
Tallahassee, FL 32314

RE: First Baptist Church of Madison, Inc.

Dear Mary Ann::


Enclosed is a check for \$87.50 which was inadvertently omitted on September 4, 2007, to cover the following:

1. Filing Fee	\$35.00
2. Registered Agent Designation	\$35.00
3. Certificate of Status	\$ 8.75
4. Certified copy of Articles	\$ 8.75

Per our conversation by phone today, you agreed to notate in your computer system for the above documents to be held until payment was received.

Thank you for your assistance in this matter.

Sincerely,


Scot B. Copeland

SBC/gah
Enclosure

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ARTICLES OF INCORPORATION

OF

FIRST BAPTIST CHURCH OF MADISON, INC.

(A Florida Not for Profit Corporation Pursuant to Chapter 617, Florida Statutes)

The undersigned incorporator, who is of legal age and legally competent, hereby desires to incorporate a not for profit corporation as permitted by Florida law, federal law, Chapter 617, Florida Statutes, and Section 501(c)(3) of the Internal Revenue Code, and adopts the following Articles of Incorporation:

1. **Name and Address.** The name of the corporation shall be FIRST BAPTIST CHURCH OF MADISON, INC., with an initial principal street address of 134 S.W. Meeting Avenue, Madison, Florida 32340, and an initial mailing address of P.O. Box 307, Madison, Florida 32341.

2. **Term of Existence.** The corporation shall exist perpetually unless dissolved according to law.

3. **Purposes.** The purposes for which the corporation is formed is to operate and exist exclusively for religious, charitable, or educational purposes which will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code or the corresponding provision(s) of any future federal tax laws or other laws regarding tax-exempt organizations. In furtherance of these purposes, the corporate powers are as provided in Chapter 617, Florida Statutes.

4. **Powers.** In furtherance of its purposes, the corporation shall have the capacity and power to undertake any and all lawful actions necessary or appropriate for their accomplishment, including but not limited to:

a. Hold, manage, and administer any and all real property and personal property of every kind and description acquired or under the control of the corporation; use and apply the whole or part of the income therefrom and the principal thereof exclusively for religious, charitable, or educational purposes as allowed by law.

b. Accept and receive by gift, devise, bequest, or otherwise, for the uses and purposes of the corporation, real property and personal property of any kind, nature, and description.

c. Acquire by purchase, lease, or otherwise real property and personal property; own, hold, maintain and improve real property and personal property; sell, exchange, mortgage, encumber, lease, or otherwise dispose of real property and personal property as may be necessary in furtherance of the corporation's purposes.

d. Invest and reinvest its funds and assets, subject to the limitations and conditions contained in any gift, devise, bequest or grant, however such limitations and conditions shall not conflict with the provisions of Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.

e. Make and enter into contracts and agreements of every kind and description necessary to further the purposes of the corporation and to apply for, receive, contract, administer, and perform gifts, grants, awards, contracts, and programs to accomplish these purposes.

f. Lend its funds upon adequate security, borrow funds or other assets for its corporate purposes, secure loans and debts by mortgage or pledge of any or all of its real property and personal property.

g. Exercise all rights and privileges appurtenant to any securities or any property held by the corporation, including without limitation, the right to vote any share of stock which the corporation may own.

h. Act as trustee of funds for trusts created for the furtherance of the corporation's purposes.

i. Employ persons necessary to fulfill the corporation's purposes; enter into employment contracts, service contracts, and independent contractor contracts in furtherance of the corporation's purposes.

j. Borrow money, issue notes, execute evidences of indebtedness, and mortgage real property and personal property to secure the payment of any obligations, all in the furtherance of the corporation's purposes.

k. Establish terms and conditions of membership in the corporation; establish terms and conditions for officers, members, trustees, and other positions in the corporation.

l. No substantial part of the activities of the corporation shall be attempting to influence legislation, and the corporation shall not intervene in political campaigns.

m. Do any and every act or thing, and engage in any other activity or undertaking, necessary or convenient for the furtherance of the corporation's purposes, which a not for profit corporation may lawfully do or perform.

5. **Not for Profit Status.** The corporation shall be a not for profit corporation and shall have no capital stock, and no dividends or pecuniary profits shall be declared or paid to the trustees, officers, or members. No part of the net earnings of the corporation shall inure to the benefit of any trustee, officer, or member of the corporation or any

private individual, provided, however, that reasonable compensation may be paid for services rendered to the corporation in the furtherance of its purposes.

6. **Membership.** The corporation shall have a membership as provided in the Bylaws. The manner, terms, and conditions upon which a person may become a member shall be provided in the Bylaws.

7. **Board of Trustees.** The corporation shall have a Board of Trustees, consisting of individual Trustees, as provided in the Bylaws. The Trustees shall be elected to the Board, and shall serve in such capacity, in the method and manner set forth in the Bylaws. The names and addresses of the initial Trustees that shall comprise the initial Board of Trustees, who shall serve until successors are qualified and elected, are:

Ronald S. Barfield	William B. Clark	William H. Edwards
744 N.E. Ford Drive	P.O. Box 156	P.O. Box 587
Madison, Florida 32340	Madison, Florida 32341	Madison, Florida 32341

William E. Greene	William D. Rutherford
P.O. Box 38	197 S.W. Archer Way
Madison, Florida 32341	Madison, Florida 32340

8. **Officers.** The corporation shall have certain officers as provided in the Bylaws. The officers shall be elected, and shall serve in such capacity, in the method and manner set forth in the Bylaws.

9. **Bylaws.** The initial Bylaws of the corporation shall be those adopted by its Board of Trustees. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws shall be set forth in the Bylaws.

10. **Incorporator.** The name and address of the incorporator are as follows:

William D. Rutherford
197 S.W. Archer Way
Madison, Florida 32340


11. **Dissolution.** Upon the dissolution and winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed for one or more exempt purposes as allowed by Section 501(c)(3) of the Internal Revenue Code or the corresponding provision(s) of any future federal tax laws or other laws regarding tax-exempt organizations.

12. **Initial Registered Agent Name and Address.** The name and street address of the corporation's initial registered agent are:

Scot B. Copeland
Law Offices of Scot B. Copeland, P.L.
174 East Base Street
Madison, Florida 32340

13. **Amendment of Articles of Incorporation.** These Articles of Incorporation may be amended as provided in Section 617.1002, Florida Statutes.

The undersigned incorporator has executed these Articles of Incorporation, for the purpose of forming this not for profit corporation, on this 30th day of August, 2007.

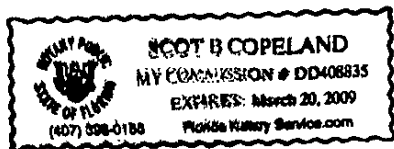

William D. Rutherford, Incorporator

STATE OF FLORIDA
COUNTY OF MADISON

SWORN TO AND SUBSCRIBED BEFORE ME, this 30th day of August, 2007,
by William D. Rutherford, who is personally known to me.

[Notary Seal]



Notary Public



**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 617.0501, Florida Statutes, and Florida law, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office in the State of Florida.

1. The name of the corporation is FIRST BAPTIST CHURCH OF MADISON, INC.
2. The name and address of the registered agent and office are Scot B. Copeland, 174 East Base Street, Madison, Florida 32340.


William D. Rutherford, Incorporator

Having been named as registered agent and to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes and laws relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 30th day of August, 2007.


Scot B. Copeland, Registered Agent

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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