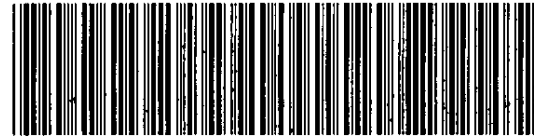


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## COVER LETTER

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

**SUBJECT:** Mt. Calvary Proper Corporation  
(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:** Rev. Anthony Burrell  
Name (Printed or typed)

800 NW 8th Ave.  
Address

Pompano Beach, Fla. 33060  
City, State & Zip

954-943-2422  
Daytime Telephone number

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

**ARTICLES OF INCORPORATION  
MT. CALVARY PROPER CORPORATION**

The undersigned hereby associate themselves for the purpose of forming a NOT-FOR-PROFIT corporation pursuant to Chapters 607 and 617, Florida Statutes and certify as follows:

**ARTICLE I:  
NAME**

The name of the corporation shall be **MT. CALVARY PROPER CORPORATION**

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

The principal place of business and the mailing address of this corporation shall be **MT. CALVARY BAPTIST CHURCH, 800 N.W. 8<sup>th</sup> Avenue, Pompano Beach, FL. 33060.**

**ARTICLE III  
PURPOSE(S)**

The specific purpose(s) for which the corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of Section 501 © (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law. Among those purposes are the revitalization of low and moderate income communities, social services, low/mod income housing and the provision of jobs through entrepreneurial opportunities in South Florida (the counties of Broward, Miami-Dade, and Palm Beach)

**ARTICLE IV  
POWERS**

The Corporation shall have all of the common law and statutory powers of a corporation Not-for-Profit pursuant to the laws of the State of Florida as provided in Section 617.0302 that are not in conflict with the terms of these Articles; provided, however, that notwithstanding any other provisions of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax pursuant to Section 501 © (3) of the Internal Revenue Code of 1986, as amended or the corresponding provisions of any future United States Internal revenue Law or by an organization contributions to which are deductible under Section 170 © (2) of the Code.. The Corporation shall not issue shares of stock and no part of its net income shall inure to the benefit of, or be distributable to its members, directors or officers; provided, however, the Corporation may pay compensation in a reasonable amount to its members,

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TALLAHASSEE  
STATE  
FLORIDA

directors, officers and employees for services rendered and may confer benefits upon its members in conformity with its 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 or distribution of statements) any political campaign on behalf of any candidate for public office.

**ARTICLE V**  
**MEMBERS**

Membership of the Corporation shall be vested as follows:

1. **Members in good standings with the congregation of Mt. Calvary Baptist Church @ 800 NW 8<sup>th</sup> Ave., Pompano Beach, Fla. 33060, a Not-for-Profit organization.**
2. **Members of good report in the community and have been a resident of that community for which this Corporation serve for more than 12 months.**
3. **Representatives of the local government.**

**ARTICLE VI**  
**DIRECTORS**

1. **Powers: All corporate powers shall be exercised by or under the authority of and the affairs of the Corporation shall be managed under the direction of the Board of Directors.**
2. **Number: The number of Directors shall be determined from time to time in accordance with the Corporation's By-Laws, but shall never be less than three (3) Directors, and in the absence of any such determination shall be three (3) Directors. Local government representation may be on the Board of Directors, but not more than one third of the Board's membership. The remaining two-third representation is made up of Church members and community members.**
3. **Election: Directors of the Corporation shall be elected annually at the annual meeting of the membership in the manner determined by the By-Laws.**
4. **Removal: Directors may be removed and vacancies created and filled in the manner provided by the By-Laws.**
5. **Initial Directors: The names and addresses of the Initial Directors to hold office until the first meeting of the membership after Incorporation and/or until their successors shall have been elected are:**

<b><u>NAME</u></b>	<b><u>OFFICE</u></b>
• Malcolm Roberts	Chairman
• Larry Seabrook	Vice Chairman

• **Zadia Tyson**

**Treasurer**

**The Corporation shall indemnify any person who is or was a member of the Board of Directors to the fullest extent permitted by law.**

**ARTICLE VI**  
**INITIAL BY-LAWS**

**The initial By-Laws of this Corporation shall be adopted by the Board of Directors. The By-Laws may be amended from time to time by the Board of Directors.**

**ARTICLE VII**  
**AMENDMENT**

**These Articles of Incorporation may be amended by the membership from time to time in the manner provided by the By-Laws.**

**ARTICLE VIII**  
**DISSOLUTION**

**In the event of the dissolution or final liquidation of this Corporation, all remaining assets shall be distributed to the Mt. Calvary Baptist Church, 800 NW 8<sup>th</sup> Ave., Pompano Beach, Fla., provided such can be done in a manner so as not to adversely affect the status of Mt. Calvary Baptist Church and so as not to create any undesired liabilities on Mt. Calvary Baptist Church. Before such distribution is permitted, Mt. Calvary Baptist Church ruling board must vote by a majority vote to accept such distribution. Any such assets not so disposed of shall be disposed of by the court having jurisdiction over the Corporation, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.**

**ARTICLE IX**  
**INITIAL REGISTERED AGENT**

**The name and address of the Initial Registered Agent is:**

**NAME**  
**Rev. Anthony Burrell**

**ADDRESS**  
**800 NW 8<sup>th</sup> Ave., Pompano Beach, Fla. 33060**

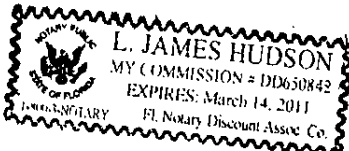
**ARTICLE X**  
**INCORPORATOR**

The undersigned incorporator has executed these Article of Incorporation this 28th day of May, 2008.

  
\_\_\_\_\_  
Rev. Anthony Burrell

STATE OF FLORIDA        )  
  )ss:  
COUNTY OF BROWARD    )

The foregoing instrument was acknowledged before me this 28<sup>th</sup> day of May, 2008, by Rev. Anthony Burrell, who is personally known to me and who did take an oath.



**My Commission Expires:**

  
\_\_\_\_\_  
NOTARY PUBLIC/State of Florida

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

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

1. The name of the Corporation is: Mt. Calvary Proper Corporation
2. The name and address of the registered agent and office is:

<u>Rev. Anthony Burrell</u>	2008 JUN 11 P 3:48 SECRETARY OF STATE TALLAHASSEE, FLORIDA	<b>FILED</b>
NAME		
<u>800 NW 8<sup>th</sup> AVENUE</u>		
ADDRESS		
<u>POMPANO BEACH, FLORIDA, 33060</u>		
CITY/STATE/ZIP		

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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 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.

SIGNATURE: \_\_\_\_\_

DATE: 6/2/2008