

193000008425

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



400135405844

09/09/08--01014--013 **87.50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2008 SEP -9 PM 5:16

FILED

9-9-08
200

BRYANT & HIGBY, CHARTERED

ATTORNEYS AT LAW

833 HARRISON AVENUE (32401)

POST OFFICE BOX 860

PANAMA CITY, FLORIDA 32402-0860

TELEPHONE (850) 763-1787

TELECOPIER (850) 785-1533

ROWLETT W. BRYANT
CLIFFORD C. HIGBY
HALLEY A. STARK

LYNN C. HIGBY
(1938-1992)

September 8, 2008

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

Re: Articles of Incorporation of Brothers United
of Bay County, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of the **Articles of Incorporation of Brothers United of Bay County, Inc.**, to be filed with your office. Also enclosed is our firm's check in the amount of \$87.50 to cover the filing fee, a certified copy of the Articles and a Certificate of Status.

If you have any questions, please do not hesitate to contact me.

Very truly yours,



Rowlett W. Bryant

RWB/wd

Enclosures

FILED
2008 SEP -9 P 5:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF
INCORPORATION OF

BROTHERS UNITED OF
BAY COUNTY, INC.**

A Florida Not-For-Profit Corporation

THE UNDERSIGNED SUBSCRIBERS, acting as incorporators of a corporation pursuant to Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation for the formation of a not-for-profit corporation:

ARTICLE I - NAME

The name of the corporation is **Brothers United of Bay County, Inc.**

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The street and mailing address of the initial principal office of the corporation is: 1615 Friendship Avenue, Panama City, Florida 32405.

ARTICLE III - SPECIFIC PURPOSE

The purpose of the corporation is to offer and provide Christian leadership for the betterment of the community and mankind.

This corporation is organized for the foregoing purposes and no earnings shall inure to the benefit of any private individual. The corporation shall have the power to do all lawful acts necessary or desirable to carry out its purposes consistent with the provisions of the Florida Statutes and Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

ARTICLE IV - DURATION

The corporation shall have perpetual existence unless the corporation is dissolved according to law.

ARTICLE V - DIRECTORS

Directors of the corporation shall be elected or appointed to office pursuant to the Bylaws. The corporation shall have at least one (1) director but not more than seven (7). The initial board of directors and their addresses are:

<u>Name</u>	<u>Address</u>
Jerry Green, Chairman	1615 Friendship Avenue Panama City, Florida 32405
Alonzo Keys, Vice Chairman	1615 Friendship Avenue Panama City, Florida 32405
Jonathan Wilson, Member	1615 Friendship Avenue Panama City, Florida 32405
Elmer Kirkland, Member	1615 Friendship Avenue Panama City, Florida 32405
Sylvester Williams, Member	1615 Friendship Avenue Panama City, Florida 32405
Fred Peterson, Member	1615 Friendship Avenue Panama City, Florida 32405
Willie J. Preyer, Member	1615 Friendship Avenue Panama City, Florida 32405

ARTICLE VI - REGISTERED AGENT AND OFFICE

The name of the initial registered agent and the address of the initial registered office are:

Carl Givens
1615 Friendship Avenue
Panama City, Florida 32405

ARTICLE VII - CAPITAL STOCK

The corporation is not authorized to issue stock and shall only have members who qualify for membership pursuant to the Bylaws of the corporation.

ARTICLE VIII - CORPORATE SEAL

The corporation shall not have a seal.

ARTICLE IX - OFFICERS

The Corporation shall have a President, a Vice President, a Secretary, and a Treasurer. The officers and directors shall be appointed by a majority vote of the Board of Directors. Officers may hold more than one office. The initial officers of this Corporation are:

<u>Name</u>	<u>Office Held</u>
Carl Givens 1615 Friendship Avenue Panama City, Florida 32405	President
James M. Johnson 116 Harlem Avenue Panama City, Florida 32401	Vice President
Timothy Johnson 6318 Babby Lane Panama City, Florida 32404	Secretary

Robert Morrell
1615 Friendship Avenue
Panama City, Florida 32405

Treasurer

ARTICLE X - BYLAWS

The Bylaws of the Corporation are to be made, altered, or rescinded by the members of the Board of Directors.

ARTICLE XI - DISSOLUTION

The internal affairs of the Corporation shall be governed by the provisions contained in the Corporation's Bylaws. The Corporation shall be managed by the Chairman of the Corporation's Board of Directors, who shall be responsible for the day-to-day operation of the Corporation. Upon dissolution of the corporation, any assets remaining after the satisfaction of all corporate liabilities shall be conveyed to such organization or organizations as shall be selected by the affirmative vote of a majority of the directors, provided, however, that such organization or organizations must be recognized as exempt from federal income taxation under Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, as amended, or corresponding sections of any prior or future law, or to the federal, state or local government for exclusive public purpose.

ARTICLE XII - INCOME

The corporation shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, as amended. The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, as amended. The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, as amended. The corporation shall not make any investments in such manner as to subject it to tax under Section 34944 of the Internal Revenue Code of 1986, as amended. The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, as amended.

ARTICLE XIII - INCORPORATORS

The names and addresses of the incorporators are:

Name

Address

Carl Givens

1615 Friendship Avenue
Panama City, Florida 32405

James M. Johnson

116 Harlem Avenue
Panama City, Florida 32401

Timothy Johnson

6318 Babby Lane
Panama City, Florida 32404

Robert Morrell

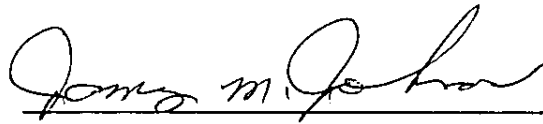
1615 Friendship Avenue
Panama City, Florida 32405

Dated this 17th day of July, 2008.

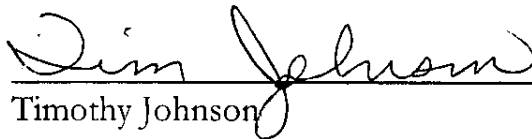
INCORPORATORS:



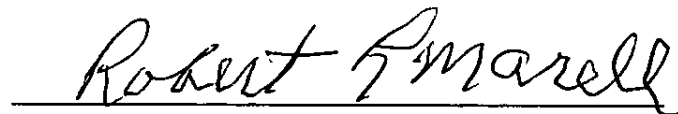
Carl Givens



James M. Johnson



Timothy Johnson

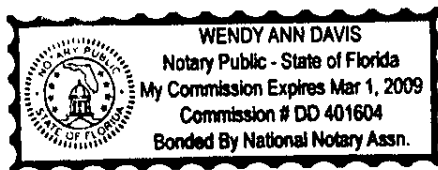


Robert Morrell

STATE OF FLORIDA)

COUNTY OF BAY)

THE FOREGOING INSTRUMENT was acknowledged before me this 17th
day of July, 2008, by Carl Givens, who is personally known to me or who
has provided C152-120-34-384-0 FL as identification.

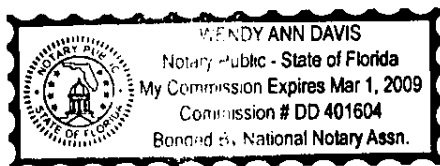


Wendy Ann Davis
Notary Public
My Commission Expires: _____

STATE OF FLORIDA)

COUNTY OF BAY)

THE FOREGOING INSTRUMENT was acknowledged before me this 27th
day of July, 2008, by James M. Johnson, who is personally known to me
or who has provided Drivers License #525-453-41-230-0 as identification.

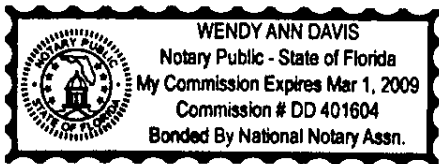


Wendy Ann Davis
Notary Public
My Commission Expires: _____

STATE OF FLORIDA)

COUNTY OF BAY)

THE FOREGOING INSTRUMENT was acknowledged before me this 17th
day of July, 2008, by Timothy Johnson, who is personally known to me
or who has provided DL # W6-40-772-30-417-0 as identification.
JS25-800-412-008-0

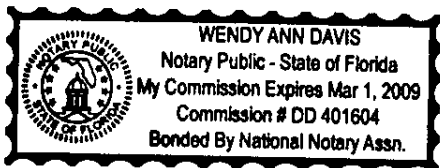


Wendy Ann Davis
Notary Public
My Commission Expires: _____

STATE OF FLORIDA)

COUNTY OF BAY)

THE FOREGOING INSTRUMENT was acknowledged before me this 17th
day of July, 2008, by Robert Morrell, who is personally known to me or
who has provided DL # W6-40-772-30-417-0 as identification.



Wendy Ann Davis
Notary Public
My Commission Expires: _____

CERTIFICATE DESIGNATING REGISTERED AGENT

In compliance with Chapter 48.091, Florida Statutes, Glenwood Working Partnership, Inc., desiring to organize under the laws of the State of Florida, has designated Carl Givens, 1615 Friendship Avenue, Panama City, Florida, 32405, as its initial registered agent to accept service of process within this state.


Willie J. Preyer


SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2008 SEP -9 P 5:16

FILED

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept said appointment and agree to comply with the provisions of said act relative to keeping open said office.


Carl Givens