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Kimberly K2949

FLORIDA PROFIT/NON PROFIT CORPORATION

CHURCH ON THE ROCK OF SARASOTA COUNTY, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

CHURCH ON THE ROCK OF SARASOTA COUNTY, INC.

We, the undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes.

ARTICLE I - NAME, ADDRESS AND RESIDENT AGENT.

Section 1 - Name: The name of this corporation is CHURCH ON THE ROCK OF SARASOTA COUNTY, INC. For convenience, the corporation shall be referred to in these Articles as the "Corporation".

Section 2 - Address: The street address of the principal office of the corporation is 8200 Bee Ridge Road, Sarasota, Sarasota County, Florida.

Section 3 - Resident Agent: The resident agent and office shall be Talmadge L. Mathews, Sr., 8200 Bee Ridge Road, Sarasota, Florida 34241.

ARTICLE II - PURPOSES AND POWERS.

Section 1 - Purposes: The general purposes and objects of this corporation shall be to conduct religious worship and instruction; churches, schools, and other institutions connected therewith of a religious, educational, charitable and benevolent character to the end that its own members and others may be generally instructed and guided concerning those articles of faith which are upheld in Scripture and to advance spiritual growth and enlightenment, moral and personal purity among its own membership and the people of the community in which it is located, to promote home and foreign missions; and, to aid in the spread of the Gospel of Jesus Christ to the ends of the earth; also, to educate, prepare and ordain Christian men and women for the ministry of the Gospel of Jesus Christ; and for the purpose of promoting the foregoing objects, this corporation shall have the right to acquire, either by gift or purchase and to hold, own, sell, mortgage, or encumber in any manner, lease and improve real estate and personal property for itself and others; and to engage in any lawful act and activity or business permitted under the laws of the United States and of the State of Florida.

Section 2 - Powers: Said corporation shall have the power to do any and all things necessary or expedient for carrying out the said objects and purposes of the corporation and in

general to possess all rights, privileges and immunities, and enjoy all the benefits granted to corporations of similar character under the laws of the State of Florida.

To the end that the foregoing objectives and purposes and any related religious and charitable purposes may be carried out, performed, and accomplished, this church Corporation shall have the power to engage only in such objectives as shall not constitute business unrelated to its religious, benevolent, charitable, literary and educational purposes. It shall engage only in such activities as are permitted to be carried on by corporations whose income is exempt from taxation pursuant to Section 501(c)(3), and contributions to which are deductible pursuant to Section 170(c)(3), of the Internal Revenue Code of 1954, or corresponding provisions of any future United States Internal Revenue Code.

ARTICLES III - NON-PROFIT NATURE.

The corporation shall not exist or be operated for pecuniary profit, and no part of the net earnings of the corporation or the net assets upon liquidation shall inure to the benefit of any member. The corporation may, however, reimburse its members for actual expense incurred for or on behalf of the corporation, and may pay compensation and a reasonable amount to its members for actual services rendered to the corporation, as permitted by law.

ARTICLE IV - TRANSFER OF ASSETS IN THE EVENT OF DISSOLUTION

If the Corporation shall ever be dissolved, the Directors, as set forth in the Bylaws of the Corporation, after paying or making provision for payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Team of Elders shall determine. None of the assets of this corporation will be distributed to any member or officer of this church corporation. Any of such assets not so disposed of shall be disposed exclusively for the purpose of the corporation, in such manner, or to such organizations with similar religious beliefs and purposes.

ARTICLE V – QUALIFICATIONS AND ADMISSION OF MEMBERS.

The qualifications for members and the manner of their admission and removal shall be regulated by the provisions of the Bylaws of the corporation.

ARTICLE VI – TERMS OF EXISTENCE.

The corporation shall exist perpetually. Corporate existence shall commence upon the filing of these Articles with the Secretary of State.

ARTICLE VII – SUBSCRIBERS

The names and residence addresses of the subscribers to these Articles of Incorporation are:

<u>NAME</u>	<u>RESIDENCE ADDRESS</u>
Talmadge L. Mathews, Sr	1489 17 th Street West Palmetto, FL 34221
Ruth F Mathews	1489 17 th Street West Palmetto, FL 34221
Joseph A. Schroeder	4336 14 th Street Circle West Palmetto, FL 34221

ARTICLE VIII – OFFICERS – ELECTION AND QUALIFICATION.

The affairs of the corporation shall be managed by a President, a Vice-President, and a Secretary-Treasurer. Their manner of election, qualification, and their term of office shall be regulated by the provisions of the Bylaws of the corporation. The corporation may also have such other officers and agents as may be deemed necessary and all such officers and agents shall be chosen in such manner, hold their offices and agents shall be chosen in such manner, holder their offices for such terms, and have such powers and duties as may be prescribed by the Bylaws or determined by resolution of the Board of Directors not inconsistent with the Bylaws.

ARTICLE IX – BOARD OF DIRECTORS.

Section 1 – Initial Board: The number of Directors serving on the initial Board shall be three (3). Their manner of election, qualification, and their term on the Board shall be regulated by the Bylaws of the corporation.

Section 2 – Initial Directors: The names and addresses of the person who are to serve on the first Board are:

<u>NAME</u>	<u>RESIDENCE ADDRESS</u>
Talmadge L. Mathews, Sr. President	1489 17 th Street West Palmetto, FL 34221
Ruth F. Mathews Vice-President	1489 17 th Street West Palmetto, FL 34221
Joseph A. Schroeder Secretary/Treasurer	4336 14 th Street Circle West Palmetto, FL 34221

ARTICLE X - BYLAWS

The first Bylaws of the corporation shall be adopted by the Board of Directors and may be altered, amended, or rescinded in the manner provided by the Bylaws.

ARTICLE XI - AMENDMENTS:

The Board of Directors of the corporation shall adopt a resolution setting forth the proposed amendment to the Articles of Incorporation and, if members have been admitted, directing that it be submitted to a vote at a meeting of members, which may be either the annual or a special meeting. If no members have been admitted, the amendment shall be adopted by a vote of the majority of directors; and the provisions for adoption by members shall not apply.

At such meeting, a vote of the members entitled to vote thereon shall be taken on the proposed amendment. The proposed amendment shall be adopted upon receiving the affirmative vote of a majority of the votes of members entitled to vote thereon and present at the meeting

IN WITNESS WHEREOF, the undersigned, being the incorporators of this corporation, have executed these Articles of Incorporation.

Talmadge L. Mathews, Sr.
Talmadge L. Mathews, Sr.

Ruth F. Mathews
Ruth F. Mathews

Joseph A. Schroeder
Joseph A. Schroeder

STATE OF FLORIDA
COUNTY OF MANATEE

Before me, the undersigned authority, personally appeared, Talmadge L. Mathews, Sr., known to me and known to be the person making, subscribing and acknowledging the foregoing Articles of Incorporation to be his free act and deed for the purposes and uses therein set forth.

SWORN TO AND SUBSCRIBED before me on this 19th day of ~~August~~, 2008.
September

Thelma L. Arnold

Notary Public
My Commission Expire: 3-15-2011



STATE OF FLORIDA
COUNTY OF MANATEE

Before me, the undersigned authority, personally appeared, Ruth F. Mathews, Sr., known to me and known to be the person making, subscribing and acknowledging the foregoing Articles of Incorporation to be his free act and deed for the purposes and uses therein set forth.

SWORN TO AND SUBSCRIBED before me on this 19th day of ~~August~~, 2008.
September

Thelma L. Arnold

Notary Public
My Commission Expire: 3-15-2011



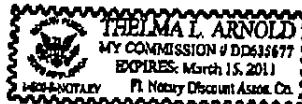
STATE OF FLORIDA
COUNTY OF MANATEE

Before me, the undersigned authority, personally appeared, Joseph A. Schroeder, known to me and known to be the person making, subscribing and acknowledging the foregoing Articles of Incorporation to be his free act and deed for the purposes and uses therein set forth.

SWORN TO AND SUBSCRIBED before me on this 19th day of ~~August~~, 2008.
September

Thelma L. Arnold

Notary Public
My Commission Expire: 3-15-2011



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091 and 607.034, Florida Statutes, the following is submitted:

Church on the Rock of Sarasota County, Inc., a non-profit corporation desiring to organize under the law of the State of Florida, with its principal place of business at 8200 Bee Ridge Road, Sarasota, FL 34241, has named Talmadge L. Mathews, Sr., located at 8200 Bee Ridge Road, Sarasota, FL 34241, as its agent to accept service of process within the State of Florida.

Dated this 29th day of August, 2008.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Talmadge L. Mathews, Sr.
Talmadge L. Mathews, Sr.
Resident Agent

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