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JACK B. PACKAR, P.A.

ATTORNEY AT LAW

JACK B. PACKAR, ESQ.

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CORPORATE & BUSINESS LAW MARITAL & FAMILY LAW PERSONAL INJURY REAL PROPERTY LAW E M E RALD LAKE CORPORATE PARK 3109 STIRLING ROAD, SUITE 101 FORT LAUDERDALE, FLORIDA 33312 TELEPHONE (954) 963-2211 FT.LAUDERDALE((954) 522-4444 MIAMI (305) 949-4204 FACSIMILE (954) 963-4433 E-MAIL JBPESQ@AOL.COM

January 26, 2009

Florida Department of State Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301 Via FedEx # 8619 1282 6519

RE: RHEMA WORD CHRISTIAN CENTER - CHURCH OF GOD OF PROPHECY HALLANDALE BEACH FLORIDA, INC.

Dear Gentlemen:

In regard to the above captioned matter, enclosed please find the following documents:

- 1. Original Certificate of Incorporation with Original Certificate of Designation of Registered Agent/Registered Officer;
- 2. Copy of Certificate of Incorporation with copy of Certificate of Designation of Registered Agent/Registered Officer;
- 3. This firm's check # 10125 in the sum of \$78.75.

I would appreciate your filing the Certificate and forwarding your acknowledgment letter with assigned document number and original certificate of filing with copy of Articles attached to this office at your earliest convenience.

Should you have any questions and in order to expedite this matter, please do not hesitate to call collect.

JACK B. PACKAR/P.

Very Truly Yours,

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JBP/ar Enclosures

APPROVED

ARTICLES OF INCORPORATION 09 JAN 27 PM 3: 56

OF

SECRETARY OF STATE TALLAHASSEE, FLORIDA

RHEMA WORD CHRISTIAN CENTER - CHURCH OF GOD OF PROPHECY HALLANDALE BEACH FLORIDA, INC.

BY THESE ARTICLES OF INCORPORATION the incorporators hereby form a Corporation not-for-profit under the laws of the State of Florida, pursuant to Florida Statutes 617.

ARTICLE I NAME

The name of the Corporation shall be:

RHEMA WORD CHRISTIAN CENTER - CHURCH OF GOD OF PROPHECY HALLANDALE BEACH FLORIDA, INC.

ARTICLE II TERM OF EXISTENCE

The term of existence of this Corporation shall be perpetual.

ARTICLE III **PURPOSE**

The general nature of the this non-profit Corporation and the objects and purposes proposed to be transacted and carried on, are to do any and all things herein mentioned;

To facilitate and execute the business and activities of Rhema Word Christian Center - Church Of God Of Prophecy Hallandale Beach Florida, Inc. within the State of Florida and to meet the requirements of the laws of the State of Florida in regard to acquiring, mortgaging and disposition of real and personal property within the State of Florida and to conduct any and all business of the Corporation with regard to ownership of real and personal property for Rhema Word Christian Center - Church Of God Of

Prophecy Hallandale Beach Florida, Inc. and it's member congregations.

Its further purpose is to carry on and to promote in a cooperative way the Evangelistic, educational and religious work of the International Church of God of Prophecy. It is the position of this Corporation that it is in no way empowered nor authorized to interfere with, change or modify the doctrine, religious practices, standards or mode of worship or the recommendations of the General Assembly of the Church of God of Prophecy and its General Trustees as adopted and established annually at the regular meeting of the General Assembly in Cleveland, Tennessee, or wherever it may convene.

ARTICLE IV MEMBERSHIP

Any person who subscribes to and accepts the Covenant of Membership, the teachings and the manner of church government as outlined by the Holy Scriptures and the General Assembly of the Church of God of Prophecy may be a member of this Corporation.

ARTICLE V

This Corporation shall issue no shares of stock of any kind or nature whatsoever. There shall be no dividends paid to any of the members, nor shall any part of the income of the Corporation be distributed to its Officers or Trustees.

ARTICLE VI CORPORATION NOT-FOR-PROFIT

No part of the net earnings of this Corporation shall inure to the benefit of or be distributable to its members, directors, officers or other private persons except that this Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this article. substantial part of the activities of this Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation. This Corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office, including the publishing or distribution of statements. Notwithstanding any other provision of these articles, Corporation shall not carry on any other 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 of 1954 or the corresponding provision of any future United States Internal law, or by Corporation, contributions to deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Code. On the dissolution of this Corporation, its local church conference shall dispose of all the assets of this Corporation exclusively for the purposes of this Corporation with asset disposal consideration first given to churches within the Church of God of Prophecy movement and that qualifies as an exempt organization under Section 501 (c) (3) of the Internal Revenue code

of 1954 or the corresponding provision of any future United states Internal Revenue law, after paying or making provisions for the payment of all liabilities of this Corporation. Any assets not so disposed of shall be distributed to the State Trustees of the Church of God of Prophecy, Winter Garden, Florida, or wherever situated, or, secondly to the General Trustees of the Church of God of Prophecy, Cleveland, Tennessee to be disposed of or used by another state office or local church of the Church of God of Prophecy as operating exclusively for charitable, educational, or religious purposes as deemed proper by the State or General Trustees.

ARTICLE VII SUBSCRIBERS

The name and address of the subscribers are:

Charles Turner III Sr. Pastor

601 NW 2nd Ave Hallandale Beach, FL. 33009

Ernest Pratt Associate Pastor

631 Oleander Drive Hallandale, FL 33009

ARTICLE VIII OFFICERS

The names of the Officers that shall serve are:

Charles Turner III - Sr. Pastor President

601 NW 2nd Ave

Hallandale Beach, FL. 33009

Ernest Pratt - Asc. Pastor Vice President

631 Oleander Drive Hallandale, FL 3300

Marilyn Turner - Co-Pastor

601 NW 2nd Ave

Secretary

Hallandale Beach, FL. 33009

ARTICLE IX

The Trustees shall function in accordance with the By-La outlined in Article X. This Corporation shall initially have (5) Trustees. The number of Trustees shall be prescribed in the Laws from time to time. The names and addresses of the Trus who shall serve until the next annual meeting of the local chaconference of this Corporation are:

Ernest	Pratt	 Trustee	631 Oleander Drive			ve
			Hal	landale,	FL.	33009

John	Ellison	_	Trustee	•	2204	Plunk	ett	Street
					Hol1	ywood,	FL.	33020

Barbara J. Hall - Trustee	1918 Harrison Street,	Suite 20
	Hollywood, FL. 33020	

Sunrise, FL. 33313

Richard Britt	 Trustee	6251	North	West	18 th	Place

				·		
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John	Robinson	-	Trustee	1211	South	22 nd	Court
				Holly	wood,	FL.	33020

Vacancies in the initial Trustees shall be filled as provided for in the By-Laws of this Corporation.

ARTICLE X BY-LAWS

The By-Laws of this Corporation shall conform to the Ministry Policy Manual of the Church of God of Prophecy International as published from time to time by the General Assembly of the Church and be adopted by the Trustees and approved at the local church conference. In absence of the adoption and approval of specific By-Laws, the Ministry Policy Manual shall be deemed to be the operating By-Laws of this Corporation.

ARTICLE XI AMENDMENTS

Amendments to these Articles of Incorporation may be proposed by the Trustees of this Corporation. Amendments shall be adopted by the Trustees by two-thirds agreement of the Trustees and approved at the local church conference, according to the By-Laws in Article X above.

ARTICLE XII REGISTERED AGENT

The initial Registered Agent for this Corporation is:

Jack B. Packar, Esq.

Emerald Lake Corporate Park 3109 Stirling Road, Suite 101 Fort Lauderdale, FL. 33312

ARTICLE XIII OFFICE OF CORPORATION

The initial office of the Corporation and principal address shall be located at: 601 NW 2nd Avenue, Hallandale Beach, Florida 33009 and the mailing address of said corporation is the same.

ARTICLE XIV COMMENCEMENT DATE

The activities of this Corporation shall commence upon these Articles of Incorporation being duly filed with the Secretary of State, State of Florida.

IN WITNESS WHEREOF, the undersigned Subscribers have executed these Articles of Incorporation, this 18 day of December, 2008.

Charles Turner III Senior Pastor

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Ernest Pratt
Associate Pastor - Trustee

STATE OF FLORIDA)

SS:

COUNTY OF BROWARD

Notary Public, BEFORE authorized take acknowledgements and County in the State set forth personally appeared Charles Turner III and Ernest Pratt known to me and known by me to be the persons who executed the foregoing Articles of Incorporation of RHEMA WORD CHRISTIAN CENTER - CHURCH OF GOD OF PROPHECY HALLANDALE BEACH FLORIDA, INC. and acknowledged before me that they executed the said Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 18 day of December, 2008.

NOTARY PUBLIC State of Florida

NOTARY PUBLIC-STATE OF FLORIDA

Jack B. Packar

Commission # DD574842

Expires: AUG. 31, 2010

BONDED THRU ATLANTIC BONDING CO., INC.

ACCEPTANCE OF

REGISTERED AGENT/REGISTERED OFFICE

Having been named as Registered Agent and to accept service of process for Rhema Word Christian Center - Church of God of Prophecy Hallandale Beach Florida, Inc., 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.

 $\frac{12/18/08}{\text{Date:}}$

Printed Name of Registered Agent:

Jack B. Packar, Esq.

The address of the Registered Agent and office is:

Emerald Lake Corporate Park 3109 Stirling Road, Suite #101 Fort Lauderdale, FL. 33312