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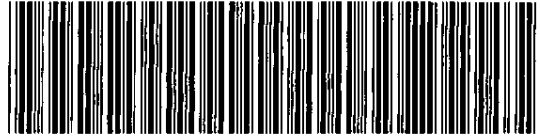
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**BIVENS, JONES & ASSOCIATES**

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Also Admitted in New York\*  
Also Admitted in Ohio\*\*

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February 3, 2009

Florida Department of State  
Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

**RE: Articles of Incorporation of West Friendship Missionary  
Baptist Church of Jacksonville, Inc.**

Dear Secretary of State:

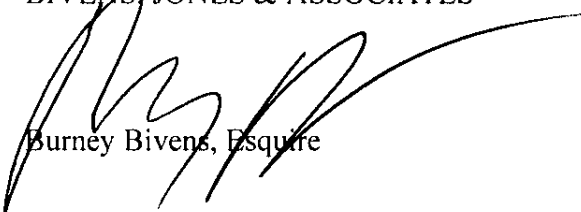
Please find enclosed the original and one copy of the Articles of Incorporation of West Friendship Missionary Baptist Church of Jacksonville, Inc.

Also, enclosed is our check in the amount of \$70.00 to cover the filing fees. Please return the extra copy of the Articles for the incorporation to my office after it has been filed.

Thank you for your cooperation.

Yours truly,

BIVENS, JONES & ASSOCIATES



Burney Bivens, Esquire

BB:rl

Enclosures

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLES OF INCORPORATION**

**West Friendship Missionary Baptist Church of Jacksonville, Inc.**

### **A Florida Corporation Non-Profit**

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida non-profit corporation adopts the following articles of incorporation.

#### **ARTICLE I - NAME**

The name of the corporation shall be West Friendship Missionary Baptist Church of Jacksonville, Inc. (the "Corporation"). Said corporation is organized exclusively for charitable, educational and religious purposes including for such purposes the making of distributions to organizations under section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future Federal tax code).

#### **ARTICLE II – TERM OF EXISTENCE**

The period of duration of the Corporation is perpetual.

#### **ARTICLE III – NATURE OF BUSINESS**

This Corporation is organized for the following purposes:

Specifically created to form a ministry, to worship and instruct in the observance of Christian ordinances in the manner of regenerated persons baptized by immersion on a profession of faith in Christ, to sustain divine worship, to organize auxiliary bodies to assist in this work, to provide for preaching of the gospel, to acquire and exercise all the rights and powers that god has ordained to His church.

The Corporation shall also be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which corporations not for

profit may be incorporated under Chapter 617, Florida Statutes, as amended and supplemented. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, trustees, directors, officers or other private persons except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of section 501 (c)(3) 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 or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

#### ARTICLE IV – INITIAL REGISTERED OFFICE AND AGENT

The principal place of business of the corporation is 945 Carrie Street, Jacksonville, Florida 32209. The name of the initial registered agent is BURNEY BIVENS, and the address of the initial registered agent is 1543 Kingsley Avenue, Suite 18-B, Orange Park, Florida 32073.

#### ARTICLE V - DIRECTORS

The initial board of directors shall consist of four members who need not be residents of the State of Florida or members of the church.

#### ARTICLE VI – INITIAL DIRECTORS

The names and addresses of the persons who shall serve as directors until the first annual meeting of the members or until their successors have been elected and qualified are as follows:

|                      |                                                                      |
|----------------------|----------------------------------------------------------------------|
| Director, President: | Timothy L. Cole, Sr.<br>945 Carrie Street<br>Jacksonville, FL 32209  |
| Director, Secretary: | Michelle Caseno-Perez<br>945 Carrie Street<br>Jacksonville, FL 32209 |
| Director:            | Darrin Parker<br>945 Carrie Street<br>Jacksonville, FL 32209         |
| Director, Treasurer  | Delores Mahone<br>945 Carrie Street<br>Jacksonville, FL 32209        |

The method of election of directors is as stated in the bylaws.

#### ARTICLE VII – INCORPORATOR

The name and address of the initial incorporator is as follows:

| NAME          | ADDRESS                                                   |
|---------------|-----------------------------------------------------------|
| BURNEY BIVENS | 1543 Kingsley Avenue, Suite 18-B<br>Orange Park, FL 32073 |

#### ARTICLE VIII - DUTIES AND POWERS

West Friendship Missionary Baptist Church of Jacksonville, Inc., shall be a non-profit corporation and shall have all the duties and powers of non-profit organizations, and no member, officer or director shall be authorized to do anything inconsistent with a non-profit corporation. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, trustees, officers or other private persons, except that the 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 Article III. No substantial part of any 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 publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles, the 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 or the corresponding section of any future federal tax code; or a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code or the corresponding section of any future federal tax code.

#### ARTICLE IX – AMENDMENT OF ARTICLES OF INCORPORATION

The members shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a called membership meeting, with not less than a two-thirds vote of the members.

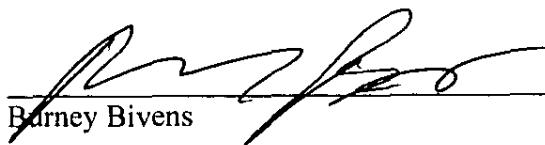
#### ARTICLE X – STOCK

The corporation is organized and shall be operated on a non-stock basis within the meaning of the Florida Not For Profit Corporation Act and shall not have the power to issue shares of any type or class of stock but may issue membership certificates if so provided in the by-laws.

#### ARTICLE XI – DISSOLUTION OF CORPORATION

Upon dissolution of the corporation, the assets of the corporation remaining after payment of all debts and liabilities of the corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code or shall be distributed to West Friendship Missionary Baptist Church if then unincorporated.

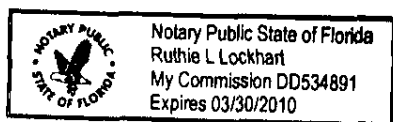
IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of  
Incorporation this 2nd day of February, 2009.

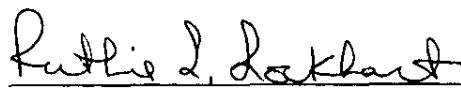
  
Burney Bivens

STATE OF FLORIDA     )  
COUNTY OF CLAY     )

BEFORE ME, the undersigned authority, personally appeared Burney Bivens, the person described in and who subscribed the above Article of Incorporation, and he did freely and voluntarily acknowledge before me that the made and subscribed the same for the uses and purposes therein mentioned and set forth.

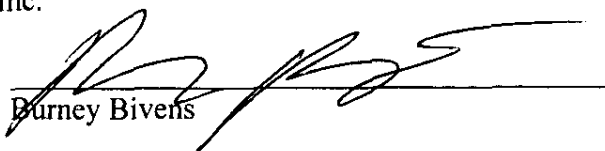
IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Orange Park,  
Clay, County, Florida, on this 2nd day of February,  
2009.



  
Notary Public – State of Florida  
My Commission Expires:

#### ACCEPTANCE OF REGISTERED AGENT

I the undersigned hereby accept this designation as registered agent of West Friendship  
Missionary Baptist Church of Jacksonville, Inc.

  
Burney Bivens

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA