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William McRoberts
AUTHORIZATION BY FRODO TO
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2009 OCT 28 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Wes 9-4604

10/29/09

COVER LETTER

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

SUBJECT: Spiritual Assembly of the Bahai's of Key West, Inc.
(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: William J. McRoberts
Name (Printed or typed)

905B Brinnell St.
Address

Key West, FL 33040
City, State & Zip

305-294-2060
Daytime Telephone number

KeyWestLSA@yahoo.com
E-mail address: (to be used for future annual report notification)

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 15, 2009

WILLIAM J. MCROBERTS
905B GRINNELL STREET
KEY WEST, FL 33040

SUBJECT: SPIRITUAL ASSEMBLY OF THE BAHA'IS OF KEY WEST, INC.
Ref. Number: W09000046004

We have received your document for SPIRITUAL ASSEMBLY OF THE BAHA'IS OF KEY WEST, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Regulatory Specialist II
New Filing Section

Letter Number: 109A00033089

ARTICLES OF INCORPORATION

of

SPIRITUAL ASSEMBLY OF THE BAHÁ'IS OF KEY WEST, INC.

FILED
2009 OCT 28 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

KNOW ALL MEN BY THESE PRESENTS:

We, being natural persons of the age of 21 years or more and the members of the Spiritual Assembly of the Baha'is of Key West, Inc. , State of Florida, an unincorporated association, being duly authorized and empowered by a resolution passed and adopted by the Bahá'í community of Key West, State of Florida, on June 11th, 2009 for the purpose of forming a not-for-profit corporation under and in accordance with the laws of the State of Florida DO HEREBY CERTIFY:

ONE: The name of the corporation is SPIRITUAL ASSEMBLY OF THE BAHÁ'IS OF KEY WEST, INC.

TWO: The principal place of business and the mailing address of the corporation are:

Principal Place of Business: 905B Grinnell Street , Key West , FL 33040

Mailing address: P.O. Box 1784, Key West , FL 33040

THREE: The purposes for which the corporation is organized are:

FIRST: The corporation is organized exclusively for religious and charitable purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code") or the corresponding provision of any future United States Internal Revenue Law.

SECOND: No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, officers, trustees, incorporators or any other private persons, except that the corporation shall be allowed to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article FIRST hereof. 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. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Code (or the corresponding provision of any future United State Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code (or the corresponding provision of any future United States Internal Revenue Law).

THIRD: The corporation is organized for the establishment and maintenance of religious worship and spiritual activities in Key West, Monroe County, Florida in accordance with the principles of the Bahá'í Faith as set forth by Bahá'u'lláh, its Founder; 'Abdu'l-Bahá, its Interpreter and Exemplar; Shoghi Effendi, its Guardian; the Universal House of Justice, its supreme legislative body; and the National Spiritual Assembly of the Baha'is of Key West, Inc. of the Bahá'is of the United States, the duly constituted administrative authority in and for the United States of America except the states of Alaska and Hawaii and all United States trusts and territories; and further for the doing of any and all things necessary and incident to the performance of the purposes above set forth insofar as the same are permissible under the statute governing this corporation.

FOUR: The Annual Meeting of the Corporation at which its Trustees shall be elected shall be held on the First Day of Ridván, being that period between sunset on April 20 and sunset on April 21, at an hour and place to be fixed by the Spiritual Assembly of the Baha'is of Key West, Inc., which shall give not less than fifteen days' notice of the meeting to all members of the local Bahá'í community.

Section 1. The Spiritual Assembly of the Baha'is of Key West, Inc. shall accept those votes transmitted to the Assembly before the election by members who by reason of sickness or other unavoidable reason are unable to be present at the election in person.

Section 2. The election of members to the Spiritual Assembly of the Baha'is of Key West, Inc. shall be by plurality vote.

Section 3. All voting members of the local Bahá'í community are eligible for election as members of the Spiritual Assembly of the Baha'is of Key West, Inc..

Section 4. The Spiritual Assembly of the Baha'is of Key West, Inc. shall prepare an agenda for the Annual Meeting in which shall be included reports of the activities of the Assembly since its election, a financial statement showing all income and expenditure of its fund, reports of its committees and presentation of any other matters pertaining to the affairs of the Bahá'í community. The Assembly, both preceding and following the Annual Election, shall invite discussion and welcome suggestions from the community in order that its plans may reflect the community mind and heart.

Section 5. The result of the election shall be reported by the Spiritual Assembly of the Baha'is of Key West, Inc. to the National Spiritual Assembly.

FIVE: The first Board of Directors shall be nine in number, their names and addresses being as follows:

NAMES OF DIRECTORS	ADDRESS
Manuel J. Marcial, Chairman	3308 Riviera Dr., Key West, FL 33040
Marina C. Marcial, Secretary	247 Golf Club Dr., Key West, FL 33040
William J. McRoberts, Treasurer	905B Grinnell St., Key West, FL 33040
Stacey-Ann Robinson	3920 S. Roosevelt Blvd. #404W, Key West, FL
Peggy Grant	410 County Rd., Key West, FL 33040
Mabel White	800 Emma St., Key West, FL 33040
Francis Fowler	6800 Maloney Ave., Lot 20, Key West, FL
Inge Marcial	3308 Riviera Dr., Key West, FL 33040

SIX: The name and address of the Registered Agent:

William J. McRoberts
905B Grinnell Street
Key West, FL 33040

SEVEN: The names and addresses of the incorporators:

Manuel J. Marcial, Incorporator
3308 Riviera Dr., Key West, FL 33040

Inge Marcial, Incorporator
3308 Riviera Dr., Key West, FL 33040

William J. McRoberts, Incorporator
905B Grinnell St., Key West, FL 33040

Peggy Grant, Incorporator
410 County Rd., Key West, FL 33040

Francis Fowler, Incorporator
6800 Maloney Ave., Lot 20, Key West, FL

Stacey-Ann Robinson, Incorporator
3920 S. Roosevelt Blvd. #404W
Key West, FL 33040

Mabel White, Incorporator
800 Emma St., Key West, FL 33040

Carl Schutze, Incorporator
247 Golf Club Dr., Key West, FL 33040

Marina C. Marcial, Incorporator
247 Golf Club Dr., Key West, FL 33040

EIGHT: The duration of the corporation shall be perpetual.

NINE: These Articles of Incorporation may be amended from time to time in the manner provided by law.

TEN: Upon dissolution of the corporation, liquidation or abandonment of its property, assets remaining after the payment of, or provision for the payment of, all liabilities of the corporation, shall be distributed to the National Spiritual Assembly of the Bahá'ís of the United States if then in existence and exempt under Section 501(c)(3) of the Code (or the corresponding provision of any future United States Internal Revenue Law), otherwise to an organization or organizations, organized and operated exclusively for religious, charitable or educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code (or the corresponding provision of any future United States Internal Revenue Law).

IN WITNESS WHEREOF, we have duly signed these Articles of Incorporation this 3rd

day of Sept, 2009

Manuel J. Marcial
Manuel J. Marcial, Incorporator

William J. McRoberts
William J. McRoberts, Incorporator

Mabel White
Mabel White, Incorporator

Marina Marcial
Marina Marcial, Incorporator

Inge Marcial
Inge Marcial, Incorporator

Carl Schutze
Carl Schutze, Incorporator

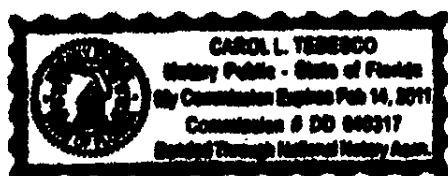
Stacey-Ann Robinson
Stacey-Ann Robinson, Incorporator

STATE OF FLORIDA

COUNTY OF MONROE

)
) SS.
)

On this 3 day of September, 2009 before me, Carol L. Tedesco, a notary public in and for the County of Monroe State of Florida, residing therein, duly commissioned and sworn, personally appeared Manuel J. Marcial, William J. McRoberts, Marina C. Marcial, Inge Marcial, Stacey-Ann Robinson, Mabel White, and Carl Schutze known to me to be the persons who executed the foregoing Articles of Incorporation and whose names are subscribed thereto, and severally acknowledged to me that they executed the same.



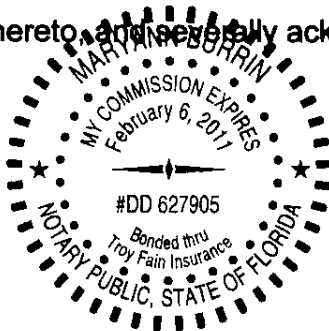
Carol L. Tedesco
Notary Public

Fowler
Francis Fowler, Incorporator

Peggy Grant
Peggy Grant, Incorporator

STATE OF FLORIDA)
) SS.
COUNTY OF MONROE)

On this 4th day of Sept, 2009, before me Mary Ann Burrin a notary public in and for the County of Monroe, State of Florida, residing therein, duly commissioned and sworn, personally appeared **Peggy Grant**, known to me to be one of the persons who executed the foregoing Articles of Incorporation and whose names are subscribed thereto, and severally acknowledged to me that they executed the same.



Mary Ann Burrin
Notary Public

STATE OF FLORIDA)
) SS.
COUNTY OF MONROE)

On this 4th day of Sept, 2009, before me Mary Ann Burrin a notary public in and for the County of Monroe State of Florida, residing therein, duly commissioned and sworn, personally appeared **Francis Fowler**, known to me to be one of the persons who executed the foregoing Articles of Incorporation and whose names are subscribed thereto, and severally acknowledged to me that they executed the same.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

William J. McRoberts
Signature/Registered Agent

[Signature]
Signature/Incorporator Secretary

Oct. 25, 2009
Date

10.25.09
Date

FILED
2009 OCT 28 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA