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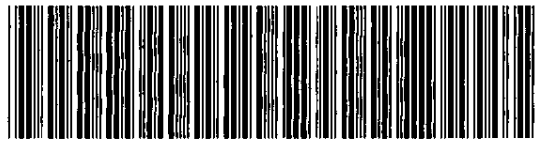
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
10 JAN - 8 PM 2: 26

COVER LETTER

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

SUBJECT: Antioch Missionary Baptist Church of Fort Pierce, Incorporated
(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 R. Roundtree III
Name (Printed or typed)

707 Ixoria Avenue
Address

Fort Pierce, Florida 34982
City, State & Zip

(772)332-5354
Daytime Telephone number

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

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

ARTICLES OF INCORPORATION
OF
ANTIOCH MISSIONARY BAPTIST CHURCH OF FORT PIERCE,
INCORPORATED

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
10 JAN - 8 PM 2: 26

The undersigned, desiring to form a Non-Profit Corporation pursuant to Chapter 617 of the Florida Statutes (F.S.), do hereby certify:

ARTICLE I. The name of the Corporation shall be **Antioch Missionary Baptist Church of Fort Pierce, Incorporated**

Its operation shall be carried on in the United States of America and elsewhere, as may be authorized by its Trustees and Deacons, as hereafter set forth.

ARTICLE II. The principal street address of the Corporation is to be **302 N. 23rd Street, Fort Pierce, Florida 34950**. The mailing address of the Corporation is to be **707 Ixoria Avenue, Fort Pierce, Florida 34982**.

ARTICLE III. The corporation shall maintain its existence until dissolved by its members.

ARTICLE IV. Said corporation is organized exclusively for charitable, religious, educational, and scientific 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, or the corresponding section of any future federal tax code.

The specific purpose and object for which the corporation is organized shall be to advance the Christian Religion, and in particular, the Doctrine of the Baptist Denomination in the United States of America and in Fort Pierce, St. Lucie County, Florida, and to band together to promote religion and morality and the work of this corporation.

ARTICLE V. The qualification of the members of said corporation and the manner of their admission shall be by the giving of satisfactory proof of conversion to the Christian Faith, Baptism by immersion and accordance by majority of the members of the said corporation present and voting at the time of the reception of such members; provided, however, that all persons who are members of Antioch Missionary Baptist Church of Fort Pierce, Incorporated shall be and remain members of said corporation whether or not their names are subscribed to these Articles of Incorporation, unless dismissed for cause by a majority of members of said corporation present and voting at the time of such dismissal.

ARTICLE VI. The corporation's initial Registered Agent and Registered Office are:

William R. Roundtree III
707 Ixoria Avenue
Fort Pierce, Florida 34982

Acknowledgment and Consent of Registered Agent:

Having been named Registered Agent to accept service of process on the corporation at the initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

By: 

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
10 JAN - 8 PH 2: 25

ARTICLE VII. 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 Four hereof. No substantial part of the activities of the corporation shall be the carrying 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, 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 Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by 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 VIII. Upon the dissolution of the corporation, assets 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 the State of Florida, St. Lucie County, or the city of Fort Pierce, for a public purpose, as determined by the corporation. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX. The affairs of the corporation shall be managed by the following Boards, to-wit:

1. By a Board of Trustees composed of three(3) members, who shall be ultimately responsible for the corporate business and who, together with the Board of Deacons, shall take charge of the property of the corporation, and shall make and execute all contracts, deeds, bonds, notes, mortgages, trusts, conveyances and other legal instruments of

the corporation. The Board of Trustees shall all rights and duties of directors granted under Chapters 607 and 617 of the Florida Statutes.

2. By a Board of Deacons, composed of five(5) members, who shall hold their offices pursuant to the Bylaws of the corporation, and who shall manage the day-to-day business and the management of the corporation. The current Pastor of Antioch Missionary Baptist Church of Fort Pierce shall automatically be and become a member of the Board of Deacons. The Board of Deacons may delegate duties and authorities of the corporation to such committees, boards and departments as it may in its sole discretion select, subject only to the supervision of the Board of Trustees.

3. By such officers elected by the corporation, and by such other boards and committees as may be created by vote of the membership at large.

ARTICLE X. The names and addresses of the members of the initial Board of Trustees are as follows:

Lizzie M. Roundtree
707 Ixoria Avenue
Fort Pierce, Florida 34982

Colleen Miller
2931 Zora Neale Drive
Fort Pierce, Florida 34947

Gloria Tucker
1804 South 30th Street
Fort Pierce, Florida 34947

ARTICLE XI. The Board of Trustees or the membership may adopt, amend, alter or repeal By-Laws of the corporation. The By-Laws may contain any provisions for the regulation or management of the affairs of the corporation not inconsistent with law or these Articles of Incorporation.

ARTICLE XII. The corporation shall indemnify any Trustee, Deacon, or Officer, and shall have the power to indemnify any agent who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he or she was or is acting on behalf of, or at the request of the corporation. Such indemnification may take the form of court costs, attorneys' fees or other expenses incurred by such person involved in such action, suit or proceeding.

ARTICLE XIII. All of the Officers of the corporation shall be elected by the members of the corporation at the annual election of the said corporation, to be held on the Thursday before the first Sunday in January of each year, except that the Pastor may be elected or called by the membership at any meeting duly noticed for that purpose. The Pastor shall serve at the

pleasure of the corporation, provided the corporation shall give the Pastor and the Pastor shall give the corporation thirty(30) days notice before the relationship of Pastor and corporation may be terminated.


In case of vacancy in any of the official boards, or any office in said corporation, after the time and place of such election has been first publicly announced, the replacement shall be elected by the membership of the corporation.

ARTICLE XIV. These Articles of Incorporation may be amended by resolution adopted by the Board of Trustees of the corporation setting forth the proposed amendment and directing that such amendment be submitted to a vote at any meeting of the membership, either special or annual, called for that purpose. Any proposed amendment shall be adopted upon the affirmative vote of a majority of the members then entitled to vote.

ARTICLE XV. The name and address of the incorporator is:

**William R. Roundtree III
707 Ixoria Avenue
Fort Pierce, Florida 34982**

These Articles of Incorporation are hereby executed by the incorporator on this 12 day of October, 2009.


Incorporator

12/31/09
Date