

5-10-10

**COVER LETTER**

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

**SUBJECT:** \_\_\_\_\_  
EGLISE BAPTISTE DE GALILEE, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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 of  
Status

**ADDITIONAL COPY REQUIRED**

**FROM:** \_\_\_\_\_  
CLIFTON H. RODRIQUEZ, CPA  
Name (Printed or typed)

\_\_\_\_\_  
3146 NW 68TH STREET  
Address

\_\_\_\_\_  
FORT LAUDERDALE, FLORIDA 33309-1206  
City, State & Zip

\_\_\_\_\_  
TEL: (954)969-9380  
Daytime Telephone number

\_\_\_\_\_  
crozzzz@bellsouth.net  
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**

**Eglise Baptiste De Galilee, Inc.**

**FILED**  
2010 MAY -7 P 3:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, Vasquez Jean Jacques, President of Eglise Baptiste De Galilee, Inc., a Florida not-for-profit corporation (the Corporation), for and on behalf of the Corporation, hereby executes these Articles of Incorporation for the Corporation:

**Article No. 1:** The name of the Corporation is Eglise Baptiste De Galilee, Inc.

**Article No. 2: The Purpose of the Corporation**

The Corporation was established for religious and charitable purposes within the meaning of Section 501(c)(3) of the *Internal Revenue Code* of 1986 (or the corresponding Section of any future U.S. Internal Revenue Law), including the making of distribution to organizations that qualify as exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future U.S. Internal Revenue Law).

The Corporation shall promote, encourage, foster and engage in the dissemination of religious and moral teaching and instruction for the support of public and worldwide worship in accordance with the teachings of Jesus Christ as found in the Bible, through all legitimate means, and in accordance with the laws of Florida and that of the United States.

The purpose for which this Corporation is organized shall be limited to those which are strictly outlined above. In no event shall this Corporation engage in any activity which would be contrary to the purposes and activities: (1) permitted to be engaged in by any organization the activities of which are exempted from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986; or (2) of a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations there under.

The Corporation shall not engage, nor shall any of its funds, property, or income be used in carrying on propaganda or otherwise attempting to influence legislation, nor shall the corporation participate in or intervene in (including the publishing or distributing of statements) political campaign on behalf of any candidate for public office, nor shall the Corporation engage in subversive activities.

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### **Article No. 3- Powers the Corporation**

The Corporation shall have all the powers granted to not-for-profit corporations under the laws of the State of Florida which are necessary or convenient to effect any and all purposes for which the Corporation is organized. In the event, however, shall the corporation have or exercise any power which would cause it not to qualify as a tax-exempt organization under Section 501(c)(3) or Section 170 of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations there under, nor shall the corporation engage directly or indirectly in any activity which would cause the loss of such qualification. No part of the assets or the net earnings, current or accumulated, of the Corporation shall inure to the benefits of any private individual.

### **Article No.4-Members of the Corporation**

The Corporation shall composed of credentialed ministers or Christian denominations, who believe in God Almighty and Jesus Christ, God the Son, and who are in good and regular standing in their church organizations and have received approval from their Senior Pastor, or Bishop to be a member of the Corporation. Any member who denounces the Christian Faith forfeits their right to membership. Each person in ministry shall be given a copy of the constitution and the by-laws after placing or becoming a member.

### **Article No.5-Term of Existence**

The Corporation and its subsidiaries shall have perpetual existence, but shall discontinue operations if agreed upon by all members.

### **Article No.6-Officers, Trustees and Elections**

There shall be an election every two years, known as one term for all officers and trustees. No member shall hold more than one office at a time, and no member shall be eligible to serve more than (1) term in the same office. If any officer should have to resign for any reasons, or retire prior to completion of their term of office, the President may appoint a qualified member to fill the unexpired term. Officers and trustees shall be elected or appointed as specified in the Corporation's bylaws. The following officers/trustees have been appointed to serve:

## **Articles of Incorporation**

**Of**

### **Eglise Baptiste De Galilee, Inc.**

| <u>Name of Officer</u>                 | <u>Position</u>                       |
|----------------------------------------|---------------------------------------|
| 1. Vasquez Jean Jacques                | President/Chairperson-Executive Board |
| 2. Edeline Galette                     | Corporate Secretary/Trustee           |
| 3. Bernadette Jean Jacques             | Corporate Treasury/Trustee            |
| 4. Clifton H. Rodriquez, CPA, CIA, MPA | Board Advisor/Outside Controller      |

#### **Article No.7-The Executive Board**

The officers/trustees of the organization shall make up the Executive Board. The Executive Board shall function as senior management of the Corporation. Members of the Executive Board will be appointed in accordance with the Bylaws. The Executive Board is the body charged with the management and responsibility for running the organization. The Board shall establish the objective of the organization and determine the policy for the development of said objectives. The Executive Board shall promote the organization, organize new chapters and serve as advisors for new chapter. When necessary this board shall duly transact business for the success of the organization.

#### **Article No.8-The By-laws of the Corporation**

The By-Laws of the Corporation shall be initially approved by a majority vote of the Executive Board and thereafter may be altered or rescinded by a majority vote of the Executive Board, or a majority vote of the members at the annual meeting of the Executive Board or the members, or at a duly called meeting of the Executive Board or members in accordance with the By-Laws.

#### **Article No.9-Dissolution of the Corporation**

Upon the liquidation or dissolution of the Corporation, its assets, if any, remains after the payment of all liabilities of the Corporation, shall be distributed to organizations that are organized and operated exclusively for religious purposes and is tax exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, and the applicable rules and regulations there under. The organization to which the net assets will be distributed

## **Articles of Incorporation**

**Of**

**Eglise Baptiste De Galilee, Inc.**

will be selected by the organization, or competent court in the County where the organization is located. No parts of the assets or net earnings, current or accumulated, of the Corporation or any of its subsidiaries shall inure to the benefit of any persons or group of individuals.

### **Article No. 10-Outside Executive Board**

As soon as it is feasible, and if it becomes necessary, the Corporation shall appoint outside members to serve on the Executive Board. The outside Board members must be Christian women who qualify to be appointed to the positions, and shall govern in accordance with the Bylaw of the Corporation.

### **Article No. 11-Corporate Mailing Address & Principal Office**

The principal office and/or mailing address of the Corporation will be c/o Clifton H. Rodriquez, CPA, PA 3146 NW 68<sup>th</sup> Street, Fort Lauderdale, Florida 33309. This will be the corporate mailing address until such time as the Executive Board agrees to change the mailing address.

### **Article No. 12-Prohibition**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private person, 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 purpose set forth in the preceding articles hereof. Notwithstanding any other provision of these articles, this organization shall not carry on any activities permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue Law.

**Certificate of Designation of Registered Agent/Registered Office**

PURSUANT TO THE PROVISION OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The Name of the Corporation is **Eglise Baptiste De Galilee, Inc.**
2. The name and address of the registered agent and office are as follows:

Mr. Vasquez Jean Jacques  
5338 SW 183<sup>rd</sup> Avenue  
Miramar, Florida 333029

*Having been named as registered agent and to accept service for the above corporation at the place designated in this Certificate, 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 obligation of my position as registered agent.*

*Vasquez Jean Jacques*  
(Signature of Registered Agent)

5/3/10  
Date

FILED  
2010 MAY - 1 P 3:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA