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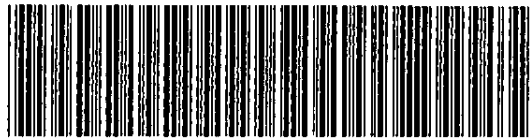
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TALLAHASSEE FLORIDA

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**COVER LETTER**

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

SUBJECT: ST. JOHN PROGRESSIVE MBC COMMUNITY DEVELOPMENT CORPORATION  
(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: REV. JAMES GIBBS  
Name (Printed or typed)

10211 CASA PALARMO DR. #1  
Address

RIVERVIEW, FLORIDA 33578  
City, State & Zip

(813) 246-4264  
Daytime Telephone number

JAMES\_GIBBS86@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

April 19, 2011

REV. JAMES GIBBS  
10211 CASA PALARMO DR.  
#1  
RIVERVIEW, FL 33578

SUBJECT: ST. JOHN PROGRESSIVE MISSIONARY BAPTIST CHURCH  
COMMUNITY DEVELOPMENT CORPORATION  
Ref. Number: W11000021865

We have received your document for ST. JOHN PROGRESSIVE MISSIONARY BAPTIST CHURCH COMMUNITY DEVELOPMENT CORPORATION 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 registered agent and street address must be consistent wherever it appears in your document.

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) 245-6879.

Ruby Dunlap  
Regulatory Specialist II  
New Filing Section

Letter Number: 211A00009462

ARTICLES OF INCORPORATION

OF

ST. JOHN PROGRESSIVE MISSIONARY BAPTIST CHURCH  
COMMUNITY DEVELOPMENT CORPORATION

FILED  
11 APR 29 PM 3: 53  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

I/We, the undersigned incorporators, hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation not for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name and Address

The name of this corporation shall be:  
ST JOHN PROGRESSIVE MISSIONARY BAPTIST CHURCH  
COMMUNITY DEVELOPMENT CORPORATION.

The address of this corporation shall be 2504 East Chipco Avenue, Tampa, Florida 33605, or such address within the State of Florida as the Board of Directors may from time to time designate.

ARTICLE II

Purposes

- (a) The general nature, objects, and purposes for which this corporation is exclusively organized and operated are accepting, holding, administering, and investing funds for charitable purposes including, but not limited to: relief of the poor, distressed, and underprivileged, support of Community outreach Programs, advancement of education, the promotion of social welfare, combating Community deterioration and Juvenile Delinquency. This corporation shall receive and maintain funds of real and/or personal property, and subject to the restrictions and limitations herein above and hereinafter set forth, shall use the whole or any part of the income therefrom and the principal thereof exclusively for its charitable purposes.
- (b) No part of the net earnings of the corporation shall inure to the benefit of or be distributable to any member, director or officer of the corporation,

paid for services rendered to or for the corporation affecting one or more of its purposes), and no member, director or officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office.

- (c) Notwithstanding any other provisions of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501 (c) (3) of the Internal Revenue Code or the regulations issued thereunder, or by an organizations contributions to which are deductible under Section 170 c (2) of such Code and regulations issued thereunder.
- (d) In the event of dissolution or final liquidation of the corporation, the residual assets of the organizations will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or Local Government for exclusive public purpose.

### ARTICLE III

#### Powers

This corporation shall have and exercise all powers provided by the laws of the State of Florida pertaining to corporations not for profit including, but not limited to, Chapter 617 Florida Statutes and future amendments thereto, or succeeding statutes pertaining to corporations not for profit in the State of Florida, necessary or convenient to effect any and all of the charitable purposes for which the corporation is organized, subject, however, to the following:

- (a) This corporation shall be operated exclusively for, and shall only have the power to perform, activities exclusively with the meaning, requirements, and effect of Section 501 (c) (3) of the Internal Revenue Code of 1954, as amended heretofore or hereafter.

- (b) This corporation shall not engage in any act of self-dealing as defined in Section 4941 (d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax law.
- (c) This corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.
- (d) This corporation shall not retain any excess business holdings as defined in Section 4943 (c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.
- (e) This corporation shall not make any investments in such a manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions, of any subsequent Federal tax laws.
- (f) This corporation shall not make any taxable expenditures as defined in Section 4945 (d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.
- (g) This corporation shall not engage in any prohibited transaction as defined in Section 503 (b) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

#### ARTICLE IV

##### Members

The members of this corporation shall consist of subscriber to these Articles of Incorporation, the members of St. John Progressive Missionary Baptist Church, Inc. a Florida corporation, and such other persons, over eighteen (18) years of age, or entities, as may from time to time be elected and admitted to membership by majority vote of the Board of Directors of the corporation in accordance with the provisions of the bylaws of the corporation.

#### ARTICLE V

##### Term of Existence

The term for which this corporation is to exist shall be perpetual

## ARTICLE VI

### Subscribers

The name and address of the subscriber to these Articles of Incorporations is as follows:

NAME: Rev. James F. Gibbs

ADDRESS: 10211 Casa Palarmo Dr #1, Riverview, Florida 33578

## ARTICLE VII

### Officers and Directors

The affairs of this corporation shall be managed by a Board of Directors who shall be elected annually by majority vote of the Board of Directors of the corporation, at a duly called meeting as provided in the bylaws and by officers who shall be elected annually by majority vote of the Board of Directors and who shall be members of the corporation. The officers to elect shall be a president, a vice president, a secretary and a treasurer and such officers as may be provided for in the bylaws of the corporation. Multiple offices may be held by the same person. The duties of the respective officers and the manner of filling vacancies in the offices of the corporation shall be provided for in the bylaws of the corporation.

The number of Directors and the manner of filling vacancies in the Board of Directors shall be provided in the bylaws of the corporation. The number shall not be less than three (3), but may be any number in excess thereof. A quorum for the transaction of business shall be 5 members (75%) of the directors qualified and active, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Meetings of the directors may be held within or outside the boundaries of the State of Florida.

Directors and officers of this corporation may be removed, with or without cause by the members of the Board of Directors of this corporation at a meeting duly called in the manner set forth in the bylaws.

## ARTICLE VIII

### Directors

The names and addresses of the members of the initial Board of Directors, who, subject to these Articles, the bylaws of this corporation and the laws of the State of Florida, shall hold office for the first year of the existence of this corporation or until an election is held by the members for the election of permanent directors or until their successors have been duly elected and qualified are:

**NAME**

**ADDRESSES**

1. Rev. Dr. Bartholomew Banks, Sr., 9609 Woodland Ridge Dr., Tampa, Florida 33637
2. Ms. Yvette L. Boatwright, 8311 Clermont St, Tampa 33637
3. Rev. James F. Gibbs, 10211 Casa Palarmo Dr. #1, Riverview, Fl. 33578
4. Mr. Reginald Bellamy, 4201E. Linebaugh Ave., Tampa, Florida 33617
5. Dr. Sharondrea King, 30922 USF Holly Dr, Tampa, Fl. 33620
6. Ms. Clara B. Thomas, 3001 44<sup>th</sup> St. N., Tampa, Florida 33605
7. Ms. Betty Love, 7129 N. 50<sup>th</sup> St., Tampa, Florida 33617
8. Deacon Willie Monroe, 313 N. Lincoln Ave., Tampa, Florida 33609
9. Deacon Eugene Mays, 8044 Deerwood Circle, Tampa, Florida 33610
10. Deacon Curtis Turner, 24439 Landing Dr., Lutz, Florida 33559
11. Deacon Andrew Burgess, 24351 Landing Dr., Lutz, Florida 33559

## ARTICLE IX

### Officers

The names and addresses of the officers of this corporation who, subject to these Articles and the bylaws of this corporation and the laws of the State of Florida, shall hold office for the first year of the existence of this corporation or until an election is held by the directors of this corporation for the election of permanent officers or until their successors have been duly elected and qualified are:

**Name**

**Office**

**Address**

1. Rev. Dr. Bartholomew Banks, Sr., President, 9609 Woodland Ridge Dr. Tampa, Florida 33637
2. Deacon Willie Monroe, Vice President, 313 N. Lincoln Ave. Tampa, Florida 33609
2. Ms. Clara B. Thomas, Secretary, 3001 44<sup>th</sup> St. N., Tampa, Florida 33605
3. Ms. Betty Love, Treasurer, 7129 N. 50<sup>th</sup> St., Tampa, Florida 33617



## ARTICLE X

### Registered Office and Registered Agent

The name of the corporation's initial registered agent at the following address is: Rev James Gibbs and the address of the corporation's initial registered agent is: 10211 Casa Palarmo Dr., #1, Riverview, Florida 33578. The corporation shall keep the Department of State of the State of Florida informed of the current City, Town, or Village and street address of said registered office together with the name of the current registered agent.

## ARTICLE XI

### Bylaws

The bylaws of this corporation may be made, altered or rescinded from time to time in whole or in part by a majority vote of the directors of this corporation present at any meeting of the Board of Directors duly called and convened; provided, however, that a quorum is present at the meeting of the Board of Directors and notice of the proposed action with respect to the bylaws shall have been waived by a majority of the members of the Board of Directors or mailed by the Secretary of this corporation to all the members of the Board of Directors at least three (10) days before the meeting.

## ARTICLE XII

### Amendment of Articles of Incorporation

These Articles may be amended by resolution adopted by the majority vote of the members of the corporation present at any meeting duly called and convened, provided, however, that notice of the proposed action with respect to the Articles of Incorporation shall have been waived by a majority of the members of the corporation or ten (10) days advanced notice of the amendments to be considered at such meeting. All actions, including but not limited to amendments of Articles of Incorporation, required to be taken at any meeting may be taken by written consents as provided in Florida Statutes, as now amended or as same may be amended in the future.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation for the uses and purposes therein expressed this 11th Day of April, 2011.

James A. Gibbs  
Registered Agent

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, The undersigned authority, on this 11<sup>th</sup> day of April, 2011 Personally appeared Rev. James Gibbs, to me well known to be the person described in and who signed the foregoing Articles of Incorporation, and acknowledged to me that he executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.

Clara B. Thomas  
Notary Public

My commission expires

June 22, 2015

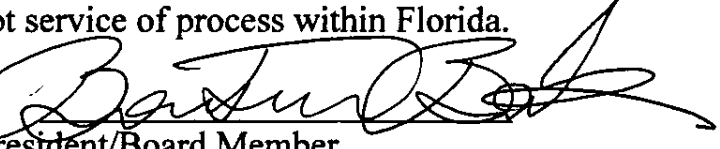


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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

**ST JOHN PROGRESSIVE MISSIONARY BAPTIST CHURCH  
COMMUNITY DEVELOPMENT CORPORATION, INC.,** desiring to organize or qualify under the laws of the State of Florida, with its principle place of business at 2504 East Chipco Avenue, Tampa, Florida, 33065, County of Hillsborough, State of Florida, has named Rev. James Gibbs Located at 10211 Casa Palarmo Dr. #1, Riverview, County of Hillsborough State of Florida as its agent to accept service of process within Florida.

Signature   
Title: President/Board Member  
Date: April 11, 2011

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature James Gibbs  
Name: Rev James Gibbs  
Title: Registered Agent  
Date: April 11, 2011

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11 APR 29 PM 3:53  
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TALLAHASSEE FLORIDA