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**FLORIDA PROFIT/NON PROFIT CORPORATION
KEYS COMMUNITY CHURCH, INC.**

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**ARTICLES OF INCORPORATION
OF
KEYS COMMUNITY CHURCH, INC.,
A Florida Not-For-Profit Corporation**

**ARTICLE I
CORPORATE NAME**

The name of the corporation is:

KEYS COMMUNITY CHURCH, INC.,

**ARTICLE II
CORPORATE ADDRESS**

The principle place of business and street address of the Corporation is:

3314 Northside Drive
Unit 81
Key West, Florida 33040

**ARTICLE III
DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE IV
GENERAL AND SPECIFIC PURPOSES**

Section I - General Purpose

KEYS COMMUNITY CHURCH, INC., is a Christian organization who ministers to all persons helping them with food, shelter, pre-school and adult education and instruction in the love of Jesus Christ. We will also provide teaching material for pastors, churches, fellowship groups and conduct seminars to help strengthen the Body of Jesus Christ here and around the world.

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Said corporation will govern itself and to conduct its own affairs according to the New Testament Scriptures. This right shall include such matters as the calling of the pastor, election of the Board of Directors and officers, the discipline of its members, the conduct of its own services, church program and all business matters.

Said corporation will establish and maintain a place of worship of Almighty God, our heavenly father; to provide Christian fellowship for those of like precious faith, where the Holy Spirit may be honored according to our distinctive testimony.

Section II – Internal Revenue Service

Said corporation is organized exclusively for charitable, religious, educational 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.

No part of the net earnings of the organization 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 IV hereof.

No 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, the corporation shall not carry on any other activities not permitted to be carried on

- (a) by an organization 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 an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future Federal tax code.

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ARTICLE V AFFILIATION

While maintaining its inherent rights to sovereignty in the conduct of its own affairs as herein set forth, this assembly shall voluntarily enter into full fellowship with assemblies of like faith, associated in the The Peninsular Florida District Council of the Assemblies of God, Inc., with headquarters in Lakeland, Florida and the General Council of the Assemblies of God, with headquarters in Springfield, Missouri; and shall share in the privileges and assume the responsibilities enjoined by that affiliation. Officers of the District Council and the General Council shall be recognized and respected by the pastor and members of this assembly. The Bible is our all-sufficient rule for faith and practice. The Statement of Fundamental Truths of the General Council of the Assemblies of God is intended as a basis of this fellowship.

ARTICLE VI PASTORAL CARE AND LEADERSHIP

The Church shall have the privilege to consider for pastor any minister in good standing with both the General Council of the Assemblies of God and the The Peninsular Florida District Council of the Assemblies of God, Inc., holding a current Fellowship card. The Pastor shall be the spiritual leader of the church.

ARTICLE VII MEMBERS

Membership in the church shall be available to those persons who qualify according to scripture, Constitution and the Bylaws.

ARTICLE VIII CORPORATE BOARD OF DIRECTORS AND OFFICERS

The board of directors and officers of the corporation shall be members in good standing and be persons of mature Christian experience and knowledge, who shall meet the requirements of Acts 6, 1 Timothy 3 and Titus 1. The manner in which the directors and officers are elected or appointed shall be set forth in the Constitution and Bylaws.

The Directors named herein as the first Board of Directors shall hold office until their successors are elected or appointed and qualified. The names and addresses of the first members of the Board of Directors are as follows:

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Rev. Ernest M. DeLoach, Jr.
3314 Northside Drive
Unit 81
Key West, Florida 33040

Kaye E. DeLoach
3314 Northside Drive
Unit 81
Key West, Florida 33040

John Lucey
266 Guava Avenue
Marathon, FL 33050

The Board of Directors shall elect the following officers: President, Secretary and Treasurer, and such other officers as the Constitution and Bylaws of the corporation may authorize the directors to elect from time to time.

The names and addresses of the initial Officers are as follows:

President:
Rev. Ernest M. DeLoach, Jr.
3314 Northside Drive
Unit 81
Key West, Florida 33040

Secretary:
Kaye E. DeLoach
3314 Northside Drive
Unit 81
Key West, Florida 33040

Treasurer:
John Lucey
266 Guava Avenue
Marathon, FL 33050

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**ARTICLE IX
DISSOLUTION**

Upon the dissolution of the corporation, all properties, real and chattel, shall revert to the ownership of The Peninsular Florida District Council of the Assemblies of God, Inc., located in Lakeland, Florida. 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 X
INCORPORATOR**

The name and address of the incorporator of the corporation:

Rev. Ernest M. DeLoach, Jr.
3314 Northside Drive
Unit 81
Key West, Florida 33040

**ARTICLE XI
REGISTERED AGENT AND OFFICE**

The corporation's registered agent and office is:

Rev. Ernest M. DeLoach, Jr.
3314 Northside Drive
Unit 81
Key West, Florida 33040

ARTICLE XII: INDEMNIFICATION

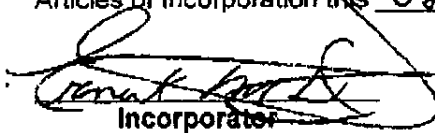
The Corporation shall indemnify any Director, Officer, or former Director and Officer, against expenses actually and necessarily incurred by him/her (legal fees or otherwise) or any amount paid in satisfaction of judgments in connection with any suit or proceeding, whether civil or criminal in nature, in which he/she is made a party by reason of being or having been such Director or Officer.

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ARTICLE XIII: AMENDMENT

This corporation reserves the right to amend, alter, change or repeal any provision contained in the Articles of Incorporation, or any amendments hereto, and to enact a Constitution and By-Laws, in manner now or hereafter prescribed by law and all rights conferred on Directors and Officers herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 08 day of October, 2012.


Incorporator

**STATE OF FLORIDA
COUNTY OF MONROE**

ACKNOWLEDGEMENT

Rev. Ernest M. DeLoach, Jr., on behalf of the Corporation, acknowledged the foregoing instrument before me this 08 day of October, 2012. He is personally known to me yes or has produced _____ as identification and did _____ or did not _____ take an oath. He executed the foregoing Articles of Incorporation freely and of his own free will without any duress whatsoever.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal in the State and County aforesaid this 08 day of October, 2012.


Name of Notary



MY COMMISSION EXPIRES:

M.M.
August 08-2015
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**CERTIFICATE OF DESIGNATION AND ACCEPTANCE OF REGISTERED
AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Chapter 607 of the Florida Statutes, in particular section 607.0501 or 617.0501 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.

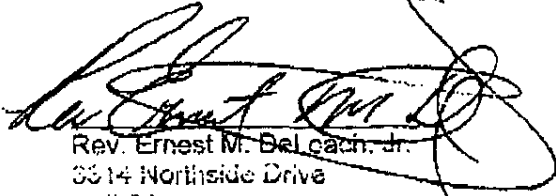
The name of the corporation:

KEYS COMMUNITY CHURCH, INC.,

The name and address of the registered agent and office is:

Rev. Ernest M. DeLoach, Jr.
3314 Northside Drive
Unit 81
Key West, Florida 33040

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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 PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES. AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



Rev. Ernest M. DeLoach, Jr.
3314 Northside Drive
Unit 81
Key West, Florida 33040
REGISTERED AGENT

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Date: October 05, 2012.

Copyright © These Articles of Incorporation and Designation were prepared by John P. Joseph, Esquire of Pinellas Legal Center, P.L. whose office is located at 2420 Central Avenue Suite 201 St. Petersburg, Florida 33712. Florida Bar Number 40507274