

N12000009762

(Requestor's Name)

SALEM Family Worship  
664 CRYSTAL WAY  
ORANGE PARK FL 32065

(City/State/Zip/Phone #)

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PICK-UP

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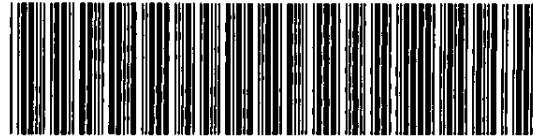
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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

August 31, 2012

SALEM FAMILY WORSHIP  
664 CRYSTAL WAY  
ORANGE PARK, FL 32065

SUBJECT: SALEM FAMILY WORSHIP CHURCH OF GOD, INC.  
Ref. Number: W12000042363

We have received your document for SALEM FAMILY WORSHIP CHURCH OF GOD, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

You must list at least one incorporator with a complete business street address.

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) 245-6052.

Claretha Golden  
Regulatory Specialist II  
New Filing Section

Letter Number: 712A00022302

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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

August 14, 2012

SALEM FAMILY WORSHIP  
664 CRYSTAL WAY  
ORANGE PARK, FL 32065

SUBJECT: SALEM FAMILY WORSHIP CHURCH OF GOD, INC.  
Ref. Number: W12000042363

We have received your document for SALEM FAMILY WORSHIP CHURCH OF GOD, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

You must list at least one incorporator with a complete business street address.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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) 245-6052.

Claretha Golden  
Regulatory Specialist II  
New Filing Section

Letter Number: 512A00020942

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**ARTICLES OF INCORPORATION  
OF  
SALEM FAMILY WORSHIP CHURCH OF GOD, INC.  
A FLORIDA NOT-FOR-PROFIT CORPORATION**

The undersigned, acting as incorporators of a corporation pursuant to the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, adopt the following Articles of Incorporation for such corporation:

**ARTICLE I**

**Name and Location of Principal Office**

The name of the Corporation is Salem Family Worship Church of God, Inc., a Florida not-for-profit corporation. Its initial office is located at  
664 Crystal way, Orange Park Florida 32065

**ARTICLE II**

**Term**

The Corporation shall exist perpetually until dissolved by due process of law.

**ARTICLE III**

**General Purposes**

The General Purposes for which said Corporation is organized are exclusively for charitable, religious, literary, 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 of 1986, as amended (the "Code") or the corresponding provisions of any future federal tax code.

## **ARTICLE IV**

### **Specific Purposes**

The specific purposes for which the Corporation is organized are providing a place of worship for its Members, who shall be Members in good standing of the Church of God (Cleveland, Tennessee, U.S.A.) and conducting the affairs of the Congregation according to the rules and regulations of the Church of God (Cleveland, Tennessee, U.S.A.), and specifically the *International General Assembly Minutes* of the Church of God (Cleveland, Tennessee, U.S.A.), promoting the cause of Christianity in accord with the teaching, tenets, and customs of the Church of God (Cleveland, Tennessee, U.S.A.), receiving, managing, and disbursing gifts, bequests, and other funds for the benefit of the Congregation and the Church of God, (Cleveland, Tennessee, U.S.A.), owning and maintaining suitable buildings and facilities necessary for their acquisition, upkeep, maintenance and sale, all in accord with *International General Assembly Minutes* of the Church of God (Cleveland, Tennessee, U.S.A.).

## **ARTICLE V**

### **Corporate Powers**

The Corporation shall have all the powers conferred by the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, which are necessary, incidental, or convenient to the purposes of the Corporation as herein stated.

## **ARTICLE VI**

### **Activities Not Permitted**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its Members, Director, 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 Articles III and IV 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 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 VII**

### **Dedication of Assets**

#### **Dissolution and Distribution of Assets**

**Section 1:** The assets of the Corporation are irrevocably dedicated to the purposes set forth herein.

**Section 2:** In the event of dissolution of this Corporation, or in the event this Corporation shall cease to exist, or depart from the polity of the Church of God, as expressed in the *International General Assembly Minutes* of the Church of God (Cleveland, Tennessee, U.S.A.) and otherwise, the assets of the Corporation shall revert to the State Board of Trustees for the Church of God in the State of Florida, their successors and assigns, and if the State Board of Trustees shall cease to exist, then to the Church of God, a Tennessee non-profit corporation, and if the Church of God, a Tennessee non-profit corporation, shall cease to exist, then to one or more organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding sections of any prior or future federal tax

code. Further, that the proceeds/assets from the disposition must go directly into real property purchases or improvements.

## **ARTICLE VIII**

### **Management of Corporate Affairs**

(a) Board of Directors. The powers of the Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The Corporation shall have three (3) Directors initially. The number of Directors of the Corporation may be increased or diminished from time to time by the Bylaws, but shall never be less than three (3). The method of selection of Directors is stated in the Bylaws of this Corporation.

The Directors named herein are the present Board of Directors who shall hold office until the next Meeting of Members at which time an election of Directors shall be held.

Directors elected at the next Annual Meeting, and at all times thereafter, shall serve for a term of one year or until the next Annual Meeting of Members following the election of Directors and until the qualification of the successors in office. Annual Meetings shall be held at the Principal Office of the Corporation, or at such other place or places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting if all Members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law that relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the Articles of Incorporation

and Bylaws of the Corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of the first Members of the Board of Director are as follows:

<u>Name</u>	<u>Address</u>
<u>ESPERANCE DUPONT</u>	<u>664 CRYSTAL WAY, ORANGE PARK FL 32065</u>
<u>VANIA DUPONT</u>	<u>664 CRYSTAL WAY, ORANGE PARK FL 32065</u>
<u>ELSINE DORCENT</u>	<u>8602 LONFORD DRIVE, JACKSONVILLE FL 32244</u>
<u>EZELENE DORCENT</u>	<u>8602 LONFORD DRIVE, JACKSONVILLE FL 32244</u>
<u>SHERLINE ADONIS HYMAN</u>	<u>356 SUMMIT DR, ORANGE PARK FL 32073</u>

(b) Corporate Officers. The Board of Directors shall elect the following Officers: President, Vice-President, Treasurer, and Secretary and such other Officers as the Bylaws of the Corporation may authorize, from time to time, the Directors to elect.

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## ARTICLE IX

### Indemnification

Every person who now is or hereafter shall be a Director or Officer of the Corporation shall be indemnified by the Corporation against all costs and expenses (including counsel fees) hereafter reasonably incurred by or imposed upon such person in connection with, or resulting from, any action, suit or proceedings of whatever nature, to which such person is or shall be made a party by reason of his being or having been a Director or Officer of the Corporation (whether or not such person is a Director or Officer of the Corporation at the time such person is made a party to such action, suit or proceeding, or at the time such cost or expense is incurred by or imposed upon such person) except in relation to matters as to which such person shall be finally adjudged in such action, suit or proceeding to have been derelict in the performance of such persons

duties as such Director or Officer. The right of indemnification herein provided shall not be exclusive of other rights to which any such person may now or hereafter be entitled to as a matter of law.

## **ARTICLE X**

### **Membership**

The Membership of the Corporation shall consist of all persons herein named as Directors and all other persons as, from time to time hereafter, as may be received into Membership in accordance with the *International General Assembly Minutes* of the Church of God (Cleveland, Tennessee, U.S.A.), as the same now exists or may be hereafter from time to time amended.

## **ARTICLE XI**

### **Bylaws**

The Board of Directors of the Corporation may provide such Bylaws for the conduct of the business of the Corporation and the carrying out of its purposes as such Directors may deem necessary from time to time. Upon notice properly given, the Bylaws may be amended, altered or rescinded by majority vote of the Directors present at any Regular or Special Meeting called for that purpose, subject to any limitations set forth in the Florida Not-For-Profit Corporation Act concerning corporate action that must be authorized or approved by Members of the Corporation, provided that the proposed amendment does not conflict with these Articles of Incorporation and is in accord with the *International General Assembly Minutes* of the Church of God (Cleveland, Tennessee U.S.A.), as the same now exists or may be hereafter from time to time be amended.

## **ARTICLE XII**

### **Amendments to Articles of Incorporation**

An amendment to these Articles of Incorporation may be proposed by any Member of the Corporation, but such amendment may be adopted only after receiving an affirmative vote of the majority of the Board of Directors, and an affirmative vote of a majority of the Members of the Corporation, provided that the proposed amendment does not conflict with these Articles of Incorporation and is in accord with the *International*

*General Assembly Minutes Church of God (Cleveland, Tennessee, U.S.A.) as the same now exists or may be hereafter from time to time be amended.*

**ARTICLE XIII**

**Initial Registered Office and Registered Agent**

The name and addresses of the Initial Registered Office and Initial Registered Agent of the Corporation are:

Initial Registered Office: SALEM FAMILY WORSHIP

664 CRYSTAL WAY

ORANGE PARK FL 32065

Initial Registered Agent: ESPERANCE DUPONT

664 CRYSTAL WAY

ORANGE PARK FL 32065

IN WITNESS WHEREOF, the undersigned have made, subscribed and acknowledged these Articles of Incorporation on this January day of 3, 2011 for the purpose of forming this not for profit corporation under the laws of the State of Florida.

Signature

  
ESPERANCE DUPONT

Print

Signature

  
VANIA DUPONT

Print

Signature



Elsie Dorcent

Print

Signature

  
Ezelene Dorcent

Print

  
Signature

Sherline Adonis Hyman

Print

**CERTIFICATE DESIGNATING REGISTERED AGENT**  
**AND REGISTERED OFFICE**

SALEM FAMILY WORSHIP CHURCH OF GOD, INC., a Florida not for profit corporation, has designated ESPERANCE DUPONT as its Registered Office and has named 664 CRYSTAL WAY, ORANGE PARK FL 32065 located at said address as its Registered Agent.

DATED THIS January DAY OF 3, 2011.



Esperance Dupont

Registered agent

Having been named Registered Agent for the above stated Corporation, at the designated Registered Office, the undersigned hereby accepts said appointment and agrees to comply with the provisions of all statutes relative to keeping open said office. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties and the undersigned is familiar with and accepts the obligations of the undersigned's position as Registered Agent.

DATED THIS January DAY OF 3, 2011.



Esperance Dupont

Registered agent

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