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ROBINSON & WHITMORE PA
Counselors and Attorneys at Law

20 December 2012

MAIL REPLY TO:

P. O. BOX 210425
ROYAL PALM BEACH, FL 33421

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Royal Palm Beach, Florida 33411

Via Certified Mail

Department of State - Florida Division of Corporation

Attn: Corporate Filings

P.O. Box 6327

Tallahassee, FL 32314

Matter: New Filing - Grace Emmanuel Tabernacle, Inc.,

Client: Gandy Lucien

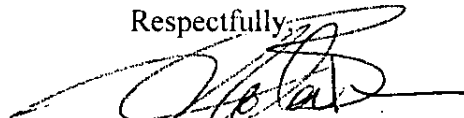
Dear Sir/Madam:

Enclosed is the original Articles of Incorporation and Constitution of Grace Emmanuel Tabernacle, Inc., to be filed with the State.

Also enclosed is a check in the amount of \$78.75 representing the filing fee as well the cost for a certified copy to be mailed in the self-addressed stamped envelope also provided herein.

Thank you for your assistance in this regard. If you have any questions, please do not hesitate to call at 1800-742-3044.

Respectfully,



Nola Brown, FRP

ROBINSON & WHITMORE, P.A.
Counselors & Attorneys at Law

Enclosure(s) as stated above

ARTICLES OF INCORPORATION and CONSTITUTION
OF

GRACE EMMANUEL TABERNACLE INC.

Preamble

We, the people of GRACE Emmanuel Church, in order to carry out the commission given by Jesus Christ to His church, do ordain and establish the following constitution to which we voluntarily submit ourselves. THE UNDERSIGNED for the purpose of becoming incorporated and constituting this church under the laws of the State of Florida, applicable to corporations not for profit, specifically, to operate a church for religious worship and service to the members and surrounding communities, hereby file the following articles:

I. ARTICLE ONE
NAME and IDENTITY

- A. The name of this corporation is GRACE EMMANUEL TABERNACLE INC..
- B. There may be created by the Board a logo or other distinctive symbol uniquely identifying this church corporation which shall be further detailed in the bylaws.

II. ARTICLE TWO
STATEMENT OF CORPORATE PURPOSE AND NATURE

- A. The general purposes for which this corporation is formed are to operate exclusively for charitable, religious, and/or educational purposes as an exempt corporation under Section 501 of the Internal Revenue Code and Florida Law.
- B. The General Nature of the object of this corporation is to conduct religious worship and instruction, churches, schools, pastoriums, and other institution connected therewith of a religious, educational, charitable and benevolent character, to the end that its own members and others maybe generally instructed and guided concerning the articles of faith, and to advance spiritual growth and enlightenment, moral and personal purity among its own membership and the people of the community in which it is located; to promote home and foreign missions; and to aid in the spread the word of God and the Gospel of Jesus Christ to the ends of the earth; also, to educate, prepare and to ordain Christian men and women for the ministry of the Gospel of Jesus Christ as shall be prescribed and stated in the Bylaws. This congregation is organized as a church exclusively for charitable, religious, and educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding

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provisions of any future United States Internal Revenue Law), including, but not limited to, for such purposes, the establishing and maintaining of religious worship, the building of churches, schools, the evangelizing of the unsaved by the proclaiming of the Gospel of the Lord Jesus Christ, the education of believers in a manner consistent with the requirements of Holy Scripture, both in Sunday and weekday schools of Christian education; and the maintaining of missionary/outreach activities in the United States and any foreign country.

C. Our five point purpose statement is:

1. G - glorify God in worship - Matt. 22:37,38
2. R - reach the world in Christ's love - Matt. 28:19
3. A - act on our instruction from God's Word - Matt. 22:39, 40
4. C - commune with each other in love - Matt. 28:19
5. E - educate the body for ministry - Matt. 28:20

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III. ARTICLE THREE STATEMENT OF FAITH

- A. **The Holy Scriptures** - We believe both Old Testament and New Testament, to be the inspired Word of God, without error in the original writings, the complete revelation of His will for the salvation of men and the divine and final authority for Christian faith and life. The Scriptures shall be interpreted according to their normal grammatical-historical meaning. (II Timothy 3:16, 17; II Peter 1:20, 21)
- B. **The Godhead** - We believe in one God, Creator of all things, infinitely perfect and eternally existing in three persons - Father, Son and Holy Spirit - each co-eternal in being, co-identical in nature, co-equal in power and glory, and having the same attributes and perfections. (Deuteronomy 6:4; Matthew 28:19; II Corinthians 13:14; John 14:10,26)
- C. **The Person and Work of Jesus Christ** - We believe that Jesus Christ is true God and true man having been conceived of the Holy Spirit and born of the Virgin Mary. He died on the cross a sacrifice for our sins according to the Scriptures. Furthermore, He arose bodily from the dead, ascended into Heaven and, seated at the right hand of the Majesty on high, is now our High Priest and Advocate who ever lives to make intercession for us.
- D. **The Person and Work of the Holy Spirit** - We believe that the ministry of the Holy Spirit is to glorify the Lord Jesus Christ, and during this age, to convict men, regenerate the believing sinner, indwell, guide, instruct, and empower (fill) the believer for godly living and service.
- E. **Man's Condition** - We believe that man was originally created in the image and likeness of God; he fell through disobedience, incurring thereby both physical and spiritual death. All men are born with a sinful nature, are separated from the life of God, and can be saved only through the atoning work of the Lord Jesus Christ.

(Genesis 1:26,27; Romans 3:22, 23; 5:12; 6:23; Ephesians 2:1-3; 4:17-19)

- F. Salvation - We believe that salvation is the gift of God through faith in the shed blood of Jesus Christ for the forgiveness of our sins. His resurrection provides the only grounds for justification and salvation for all who believe; and only such as receive Jesus Christ are born of the Holy Spirit, and thus become children of God.
- G. Ordinances — We believe that water baptism and the Lord's Supper are ordinances to be observed by the church during the present age. They are however, not to be regarded as means of salvation. (Matthew 28:19, 20; Acts 2:41,42; 18:18; I Corinthians 11:23-26)
- H. The Church:
1. We believe the true church is composed of all such persons, who through saving faith in Jesus Christ, have been regenerated by the Holy Spirit and are united together in the body of Christ of which He is the head: (I Corinthians 12:12 - 14; n Corinthians 11:2; Ephesians 1:22, 23; 5:25-27)
 2. We believe only those who are thus members of the true church shall be eligible for membership in the local church. We believe that the establishment, continuance, and planting of local churches is clearly taught and defined in the New Testament Scriptures. (Acts 14:27; 10:17, 28 - 23; I Timothy 3:1-13; Titus 1:5-11)
 3. We believe that Jesus Christ is the Lord and head of the church and that every local church has the right under Christ to decide to govern it's own affairs. We believe in the autonomy of the local church, free of any external authority or control. (Acts 13:1-4; 15:19-31; 20:28; Romans 16:1; I Corinthians 3:9, 16; 5:4-7; 13; I Peter 5:1-4)
 4. We believe in the personal pre-millennial and imminent coming of our Lord Jesus Christ; and that this blessed hope has a vital bearing on the personal life and service of the believer. (Psalm 89:3, 4; Daniel 2:31 - 45; Zechariah 14:4 - 11; I Thessalonians 1:10; 4:13-18; Titus 2:13; Revelation 3:10; 19:11-16; 10:1-
- I. End Times:
1. We believe in the bodily resurrection of all persons, the believer to eternal life, and the unbeliever to judgment and everlasting punishment. (Matthew 25:46; John 5:28,29; 11:25, 26; Revelation 20:5, 6,12, 13)
 2. We believe that the souls of the redeemed are, at death, absent from the body and present with the Lord, where in conscious bliss they await the first resurrection; when spirit, soul and body are reunited to be glorified forever with the Lord. (Luke 23:43; II Corinthians 5:8; Philipians 1:23, 3:21; I Thessalonians 4; 16,

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- 17; Revelations 20:4 - 6)
3. We believe that the souls of unbelievers remain, after death, in conscious punishment and torment until the second resurrection, when with body and soul reunited, they shall appear at the Great White Throne Judgment, and shall be cast into the Lake of Fire, not be annihilated, but to suffer everlasting conscious punishment and torment. (Matthew 25:41-46; Mark 9:43-48; Luke 16:19-26; II Thessalonians 1:7 -9; Jude 6-7; Revelations 20:11 - 15)

J. Other Doctrinal Positions:

1. **The personality of satan** - We believe that satan is a person, the author of sin and the cause of the fall of man; that he is the open and declared enemy of God and man; and that he shall be eternally punished in the Lake of Fire. (Job 1:6,7; Isaiah 14:12 - 17; Matthew 4:2 - 11,25:41; Revelation 20:10)
2. **Creation** - We believe that God created the universe in six days. We reject evolution and any unscriptural theories of origin. (Genesis 1-2; Exodus 20:11)
3. **Civil Government** - We believe that God has ordained and created all authority consisting of three basic institutions: 1.) the home, 2) the church, and 3) the state. Every person is subject to these authorities, but all (including the authorities themselves) are answerable to God and governed by His Word. God has given each institution specific Biblical responsibilities and balanced those responsibilities with the understanding that no institution has a right to infringe upon the other. The home, the church and the state are equal and sovereign in their respective Biblically assigned spheres of responsibility under God. (Romans 13:1-7; Ephesians 5:22 - 24; Hebrews 13:17; I Peter 2:13, 14).
4. **Human sexuality:**
 - a. We believe that God has commanded that no intimate sexual activity be engaged in outside of a marriage between a man and a woman. We believe that any form of homosexuality, adultery, and pornography are sinful perversions of God's gift of sex. We believe that God disapproves of and forbids any attempt to alter one's gender by surgery or appearance. (Genesis 2:24,19:5,13, 26:8,9; Leviticus 18:1 -30; Romans 1:26-29; I Corinthians 5:1,6,9; I Thessalonians 4:1-8; Hebrews 13:4)
 - b. We believe that the only legitimate marriage is joining one man and one woman. We reject polygamy and bigamy. (Genesis 2:24; Romans 7:2; I Corinthians 7:10; Ephesians 5:22, 23)
5. **Family Relationships**
 - a. We believe that men and women are spiritually equal in position before God, but that God has ordained distinct and separate

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spiritual functions for men and women in the home and the church. The husband is to be the leader of the home, and men are to be the pastoral leaders of the church. Accordingly, only men are eligible for licensure and ordination by the church. (Galatians 3:28; Colossians 3:18; I Timothy 2:8 -15,3:4,5,12)

- b. We believe that God has ordained the family as the foundational institution of human society. The husband is to love his wife as Christ loves the church. The wife is to submit herself to the Scriptural leadership of her husband as the church submits itself to the headship of Christ. Children are an heritage from the Lord. Parents are responsible for teaching their children spiritual and moral values and leading them, through consistent lifestyle example and appropriate discipline, including Scriptural corporal correction. (Genesis 1:26 - 28; Exodus 20:12; Deuteronomy 6:4 - 9; Psalm 127:3 - 5; Proverbs 19:18, 22:15, 23:13, 14; Mark 10:6 - 12; I Corinthians 7:1-16; Ephesians 5:21 — 33, 6:1-4; Colossians 3:18-21; Hebrews 13:4; I Peter 3:1-7)
- c. **Abortion** - We believe that human life continues at conception and that the unborn child is a living human being. Abortion constitutes the unjustified, unexcused taking of an unborn human life. (Job 3:16; Psalm 51:5, 139:14 - 16; Isaiah 44:24, 49:1, 5; Jeremiah 1:5, 20:15 - 18; Luke 1:44).
- d. **Lawsuits between believers** - We believe that Christians are prohibited from bringing civil lawsuits against other Christians or the church to resolve personal disputes. We believe the church possesses all the resources necessary to resolve personal disputes between members. We do believe, however, that a Christian may seek compensation for injuries from another Christian's as long as the claim is pursued without malice or slander. (I Corinthians 6:1 — 8; Ephesians 4:31,32)
- e. **Giving** - We believe that every Christian, as a steward of that portion of God's wealth entrusted to him, is obligated to support his local church financially. We believe that God has established the tithe as a basis for giving, but that every Christian should also give other offerings sacrificially and cheerfully to the support of the church, the relief of those in need, and the spread of the Gospel. We believe that the Christian relinquishes all rights to direct the use of the tithe or offering once the gift has been made. (Genesis 14:20; Proverbs 3:9, 10; Acts 4:34 - 37; I Corinthians 16:2; II Corinthians 9:6, 7; Galatians 6:6; Ephesians 4:28; I Timothy 5:17, 18; I John 3:17)

- K. **AUTHORITY OF STATEMENT OF FAITH:** The Statement of Faith does not exhaust the extent of our faith. The Bible itself is the sole and final source of all that we believe. We do believe, however, that the foregoing Statement of Faith accurately represents the teaching of the Bible and, therefore, is binding upon all members. All literature in the church shall be in complete agreement with the

Statement of Faith.

IV. ARTICLE FOUR.
TERM

This church corporation shall have a perpetual existence.

V. ARTICLE FIVE
MANAGEMENT OF CORPORATE AFFAIRS

(A) Board of Director: The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, herein also referred to as "Executive Board" or "Board." The number of directors of the corporation shall be a minimum of Seven (7) persons, provided, however, that maximum number shall be set and may be changed by the bylaws duly adopted. The Pastor or his designated representative shall always have a designated seat on the Board without election.

The directors named herein as the first board shall hold office until the first time a selection of new or additional directors shall be held. Directors at all times thereafter, shall be selected and serve in accordance with the bylaws, and until the qualification of the successors in office.

Any action required or permitted to be taken by the Board 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. Written consent can be by email or other typed digital communication. 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. Any certificate or other document filed under any provision of law which 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 this corporation authorize the board to so act. Such a statement shall be prima facie evidence of such authority.

The names of such initial members of the board are as follows:

Rev. Gandy Lucien, President
Rev. Gaspard Benjamin, Vice-president
Mrs. Mirma Lucien, Secretary
Mrs. Francoise Mezadier, Treasurer
Ms. Maglie Charles, Director
Rev. Jonas Jean-Baptiste, Director
Angelot Deus, Director

Non-Profit Articles Of Incorp

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(B) *Corporate Officers.* In accordance with the Bylaws, the board shall elect the following officers from among the members of the board: President, Vice President, Treasurer, Secretary, and such other officers as the bylaws of this corporation may authorize the board to elect from time to time. Initially, such officers shall be elected at the first meeting of the board of directors. Until such election is held, the following persons shall serve as corporate officers:

Rev. Gandy Lucien, President
Rev. Gaspard Benjamin, Vice-president
Mrs. Mirma Lucien, Secretary
Mrs. Francoise Mezadier, Treasurer

VI. ARTICLE SIX **MEMBERSHIP**

The Church shall have a membership distinct from the Board. Any person who professes repentance toward God and faith toward our Lord Jesus Christ, whose life is transformed by the power of Christ, who expresses agreement with the doctrines and aims of GRACE Emmanuel Tabernacle Church and who is willing to submit to its government and is able to be entrusted with decision making responsibilities for the church body, shall be eligible for membership. Among responsibilities of church membership are sober-minded prayer, fervent love of brethren, hospitality, maintaining unity, forbearance, and forgiveness, the willing exercise of one's spiritual gifts, willingness to study God's Word, and the cheerful support of the church as God prospers. (I Peter 4:7; Ephesians 4:1 - 7; II Corinthians 8-9; Galatians 6:6-10). The authorized number, qualifications and termination of the members of the corporation; the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, which are not set forth herein shall be set forth in the bylaws.

Annual corporate meetings of the Membership may be held each year at the principal office of the corporation, or at such other place or places as the Board may designate from time to time by resolution, or as provided in the bylaws.

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**VII. ARTICLE SEVEN
PROPERTY RIGHTS**

GRACE Emmanuel Church shall have the power to buy, own and sell real property in its own name. If a division occurs in the church, the name and all property shall be retained by those adhering to these Articles and Constitution, Florida statutes and bylaws.

**VIII. ARTICLE EIGHT
INCORPORATOR(S)**

The names and residence addresses of the incorporator(s) of this church corporation are as follows:

Name	Address
REV. GANDY LUCIEN	1470 SE Huffman Dr, Pt. St. Lucie, FL 34952

**IX. ARTICLE NINE.
LOCATION OF PRINCIPAL OFFICE
AND IDENTIFICATION OF REGISTERED AGENT.**

- A. The county in the State of Florida where the principal office for the transaction of the business of this corporation is to be located at 1470 SE Huffman Dr, Pt. St. Lucie, FL 34952 in the County of St. Lucie, Florida.
- B. The name and address of this corporation's registered agent is: **AUBIN WADE ROBINSON, Attorney, 505 Royal Palm Beach Blvd., Royal Palm Beach, FL 33411**

**X. ARTICLE TEN
BYLAWS.**

Subject to the limitations contained in the bylaws, and any limitations set forth in the Corporations Not for Profit law of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, bylaws of this corporation may be made, altered, rescinded, added to or new bylaws may be adopted, either by a resolution of the majority of board or by following the procedure as provided for in the bylaws.

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XI. ARTICLE ELEVEN
DEDICATION OF ASSETS

The assets of this corporation are irrevocably dedicated exclusively for charitable, religious, educational and/or scientific purposes as an exempt corporation under Section 501(c) of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws.

XII. ARTICLE TWELVE
DISTRIBUTION OF ASSETS FOR ACTIVITIES

No part of 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 these articles. No substantial part of the activities of the corporation shall be of carrying on propaganda, or otherwise attempt to influence legislation. The corporation shall not participate in, or intervene in (including the publishing or distribution of any statements or otherwise) in any political campaign on behalf of 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 corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future United States Internal Revenue Code, or (b) by an corporation, contributions to which are deductible under section 170 (c)(2) of Internal Revenue Code of 1986, or corresponding section of any future United States Internal Revenue Code.

XIII. ARTICLE THIRTEEN
DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution of this corporation, assets will be distributed for one or more exempt purposes within the meaning of the section 501(c)(3) of the Internal Revenue Code (or corresponding provision of any future United States Internal Revenue law), or shall be distributed to the Federal Government, or to a State or Local Government for a public purpose. Any such assets not so disposed by the Court 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.

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XIV. ARTICLE FOURTEEN
AMENDMENT OF ARTICLES

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board and presented to a quorum of members for their vote. Amendments may be adopted by the vote of two-thirds of a quorum of members present and voting at a duly convened business meeting of the membership. No proposed amendment may be voted on which has not been distributed to the membership in written form at least two (2) weeks prior to such meeting.

XV. ARTICLE FIFTEEN
LIMITATION ON LIABILITY

A director, officer, or member of the Official Board is not liable to the Corporation or members for monetary damages for an act or omission in the director's, officer's, or member's official capacity, except to the extent otherwise provided by a statute of the State of Florida.

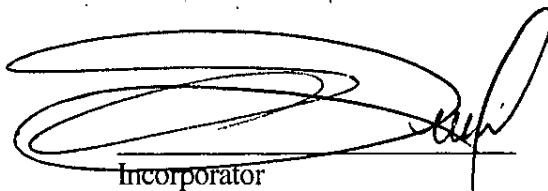
XVI. ARTICLE SIXTEEN
INDEMNIFICATION

The Corporation may indemnify a person who was, is, or is threatened to be made a named defendant or respondent in litigation or other proceedings because the person is or was a member of the Official Board or other person related to the Corporation as provided by the provisions in the Act governing indemnification. As provided in the bylaws, the Officers or Governing Body shall have the power to define the requirements and limitations for the Corporation to indemnify members of the Official Board or others related to the Corporation.

XVII. ARTICLE SEVENTEEN
CONSTRUCTION

All references in these Articles of Incorporation to statutes, Regulations, or other sources of legal authority shall refer to the authorities cited, or their successors, as they may be amended from time to time.

Dec 9th, 2012.


Incorporator

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STATE OF FLORIDA)
)
PALM BEACH COUNTY)

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared Gandy Lucien and known to me to be the person who executed this foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunder set my hand and affixed my official seal, in the State and County aforesaid, this 9th day of December, 2012.

(Seal)

NOTARY PUBLIC-STATE OF FLORIDA
Nola E. Brown
Commission #DD941078
Expires: NOV. 28, 2013
BONDED THROUGH ATLANTIC BONDING CO., INC.

Nola E. Brown
Notary Public, State of Florida

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 the 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.

AUBIN WADE ROBINSON, ATTORNEY

12/9/2012
Date

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