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(City/State/Zip/Phone #)

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(Business Entity Name)

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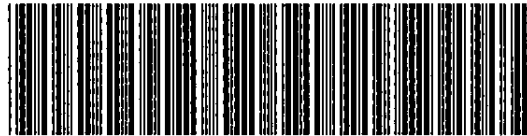
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DIVISION OF CORPORATIONS  
13 FEB 26 PM 2:07

2/27/13

# **Friendship Primitive Baptist Church**

500 North "D" Street  
Pensacola, Florida 32501  
(850) 438.3243

**Elder Grover C. Brown, Jr.,**  
Pastor

**Deacon Phillip Richard**  
Chairman, Board of Deacons

**Bro. James Hosea**  
Chairman, Trustee Board

**Sis. Willie M. Randerson**  
Clerk

January 6, 2013

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

RE: Articles of Incorporation, Friendship Primitive Baptist Church

To Whom It May Concern,

Please find enclosed the Articles of Incorporation and appropriate filing fee for Friendship Primitive Baptist Church. Upon filing, please return all filed documents and any correspondence to the attention of:

Attn: Phillip Richard  
Friendship Primitive Baptist Church  
Pensacola, Florida 32501

Respectfully,

  
Phillip Richard,  
Chairman of the Board of Deacons

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DIVISION OF CORPORATIONS  
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**Friendship Primitive Baptist Church of Pensacola**

500 North "D" Street  
Pensacola, Florida 32502  
850-438-3243

RECEIVED  
13 FEB 26 AM 11:30

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

February 22, 2013

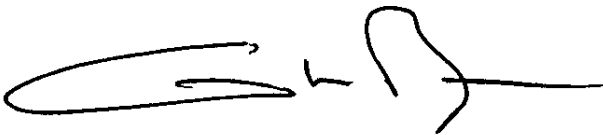
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

SUBJECT: FRIENDSHIP PRIMITIVE BAPTIST CHURCH OF PENSACOLA INC  
REF. NUMBER: w13000002367

To Whom It May Concern,

Please find the corrected ORIGINAL Articles of Incorporation and one copy of the document,  
and Division of Corporations communications dated January 11, 2013.

Sincerely,



Grover Brown

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
13 FEB 26 PM 2:07



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 11, 2013

PHILLIP RICHARD  
FRIENDSHIP PRIMITIVE BAPTIST CHURCH  
500 NORTH "D" STREET  
PENSACOLA, FL 32501

SUBJECT: FRIENDSHIP PRIMITIVE BAPTIST CHURCH PENSACOLA,  
INCORPORATED  
Ref. Number: W13000002367

We have received your document for FRIENDSHIP PRIMITIVE BAPTIST CHURCH PENSACOLA, INCORPORATED and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

The Florida Statutes require an entity to designate a street address for its principal office address. A post office box is not acceptable for the principal office address. The entity may, however, designate a separate mailing address. The mailing address may be a post office box.

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: 713A00000909

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DIVISION OF CORPORATIONS  
13 FEB 26 PM 2:07

**ARTICLES OF INCORPORATION**

**OF**

13 FEB 26 PM 2: 07

**Friendship Primitive Baptist Church of Pensacola, Incorporated**

**Article 1. Name.** The name of the corporation shall be **Friendship Primitive Baptist Church of Pensacola, Incorporated (hereinafter referred to as "the Corporation.")**, and the address of the principal office of this Corporation shall be: 500 North "D" Street, Pensacola, Florida 32501, or such other place as its Board of Directors may from time to time determine and designate.

**Article 2. Duration.** The Corporation shall exist perpetually.

**Article 3. Purposes.** The purpose of the Corporation is organized exclusively for charitable purpose within the meaning of Section 501 (c)(3) of the Internal Revenue Code or the corresponding portions of any future United States Internal Revenue Law), including, to the extent permitted by said Section 501 (c)(3).

A. No substantial part of the activities of the Corporation shall be the carrying on or propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

B. This Corporation is and shall remain a corporation not for profit. The Corporation shall not have nor issue shares of stock. No dividends shall be paid, and no part of the net earnings of the Corporation shall inure to the benefit of its members, directors or officers, or the benefit of any private shareholder or individual.

C. This corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purposes of this corporation are: to exist as a community development corporation that operates programs that serve the community.

D. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations.

E. Provided, however, that the corporation shall not engage in any action which is not permitted to be carried on by nonprofit corporation under the Internal Revenue Code and no part of the net earnings of the Corporation shall inure to the benefit of or be distributed to its members, directors, or officers; but the Corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purposes.

F. Upon dissolution of this not-for-profit organization, its assets remaining after payment, or provision for payment of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state

or local government, for a public purpose. Such distribution shall be made in accordance with the applicable provisions of the laws of this state.

G. Said organization is organized exclusively for charitable purposes, including, for such purposes, the making of distribution to organizations that qualify as exempt organizations under section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

**Article 4. Indemnification.** The Corporation shall indemnify and hold harmless the officers, members of the board of directors, and members of the organization whether volunteer or temporary, it's agents or assignees against any all actions resulting from the sponsored activities of the corporation.

**Article 5. Members.** The Corporation shall have Voting Members, who shall be elected (and may be removed) by Voting Members, and who shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting Members or one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Member is as follows:

<u>Name</u>	<u>Address</u>	
Phillip Richard	642 West Gregory Street	Pensacola, FL 32501
James Hosea	2361 Truman Ave	Pensacola, FL 32505
Donna Woodard	1520 Galvin Avenue	Pensacola, FL 32526
Willie Mae Randerson	3415 W. Younge Street	Pensacola, FL 32505
Bertha Jones	2107 N Tarragona Street	Pensacola, FL 32503

**Article 5. Initial Registered Agent and Office.** The initial registered agent is \_\_\_\_\_  
Phillip Richard the initial registered agent office is located at 500 North "D" Street,  
Pensacola, Florida 32501.

**Article 6. Initial Board of Directors.** The initial Board of Directors shall have 5 members whose name and addresses are:

<u>Name</u>	<u>Address</u>	
Phillip Richard	642 West Gregory Street	Pensacola, FL 32501
James Hosea	2361 Truman Ave	Pensacola, FL 32505
Donna Woodard	1520 Galvin Avenue	Pensacola, FL 32526
Willie Mae Randerson	3415 W. Younge Street	Pensacola, FL 32505
Bertha Jones	2107 N Tarragona Street	Pensacola, FL 32503

The Bylaws shall provide the method of election of all Directors, and the number of Directors may be raised or lowered by amendment of the bylaws but shall in not case be less than five.

manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

<u>Title</u>	<u>Name</u>	<u>Address</u>	
Chairman	Phillip Richard	642 West Gregory Street	Pensacola, FL 32501
Vice-Chair	James Hosea	2361 Truman Ave	Pensacola, FL 32505
Secretary	Willie Mae Randerson	3415 W. Younge Street	Pensacola, FL 32505

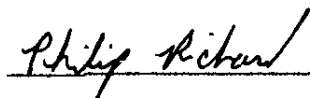
**Article 8. Incorporator(s).** The names and addresses of the incorporator of this corporation are: Phillip Richard 642 West Gregory Street Pensacola, FL 32501

**Article 9. Nonstock Basis.** The Corporation is organized (and shall be operated) on a non-stock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the bylaws.

**Articles 10. By-Laws.** The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors.

**Article 11. Corporation Address.** The street address of the Corporation's initial principal office is and, the Corporation's mailing address is: 500 North "D" Street.

**IN WITNESS WHEREOF,** the undersigned have signed these Articles of Incorporation on this 6th day of January 2013.

  
\_\_\_\_\_  
(Signatures of Incorporator)

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned hereby accepts the appointment as Registered Agent of the Friendship Primitive Baptist Church<sup>PC</sup> Pensacola, Incorporated, which is contained in the foregoing Articles of Incorporation. Pursuant to section 607.0501(3), Florida Statutes (1991), I hereby state that I am familiar with and accept the duties, obligation and responsibilities as Registered Agent for said corporation.

DATED this 6 th day of January, 2013.

I accept designation as registered agent:

Phillip Richard  
Phillip Richard

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13 FEB 26 PM 2:07