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Florida Department of State
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To: Division of Corporations
Fax Number : (850)617-6381

From: Account Name : WOOD, BUCKEL AND CARMICHAEL, PLLC
Account Number : I20170000051
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Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: JLH@WBC LAWYERS.COM

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ALABAMA SECRETARY OF STATE

FLORIDA PROFIT/NON PROFIT CORPORATION
Fleming Street Faith Center, Inc.

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November 8, 2017

FLORIDA DEPARTMENT OF STATE
Division of Corporations

WOOD BUCKEL

SUBJECT: FLEMING STREET FAITH CENTER, INC
REF: W17000089396

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

L17000061171-FLEMING STREET FAITH CENTER, LLC, → *Articles of Amend. to chg name filed today, 11/13/17*
* *The LLC & newly formed Inc belong to the same client*

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

If you have any further questions concerning your document, please call (850) 245-6052.

Tyrone Scott
Regulatory Specialist II
New Filings Section

FAX Aud. #: H17000293454
Letter Number: 417A00022604

P.O. BOX 6327 - Tallahassee, Florida 32314

2017 NOV 13 AM 9:57

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**ARTICLES OF INCORPORATION
OF
FLEMING STREET FAITH CENTER, INC.
(a Florida Corporation Not For Profit)**

FILED
17 NOV 13 AM 9:49
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation is **FLEMING STREET FAITH CENTER, INC.**
(hereinafter called the "Corporation").

ARTICLE II

**PRINCIPAL ADDRESSES OF
THE CORPORATION AND INCORPORATOR**

The Corporation's principal office and mailing address are located at 723 Fleming Street,
Key West, Florida 33040.

The Incorporator's name and address are Maria R. Sharpe, 723 Fleming Street, Key
West, Florida 33040.

ARTICLE III

DURATION

The duration of the Corporation is perpetual unless dissolved according to Florida law.

ARTICLE IV

PURPOSES

The Corporation is organized exclusively for charitable, religious and educational purposes ("Charitable Purpose(s)"), including for such purposes, the raising of funds for Charitable Purposes, the management of funds raised for existing and future Charitable Purposes, the expenditure and or distribution of funds for Charitable Purposes. The purposes of the Corporation may be modified from time to time by the Board of Directors, provided any modification in purpose shall also be a Charitable Purpose.

The initial purposes of the Corporation are to enhance the spiritual, intellectual and social well-being of the Key West community ("Community") by providing a diverse range of meetings, speeches, events, information sharing programs and a venue for such programs that will allow the Key West community to achieve these goals.

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ARTICLE V

NECESSARY POWERS

The Corporation shall have the power to acquire, own, maintain and use its assets for the purposes for which it is organized; to raise funds by any legal means for the encouragement of its purposes; to acquire, hold, own, use and dispose of real or personal property in connection with the purposes of the Corporation; and to exercise all powers necessary or convenient to the furtherance of the purposes for which the Corporation is organized; and to exercise all powers granted to a Corporation not for profit under Florida law.

ARTICLE VI

MANAGEMENT

Management of the Corporation shall be vested in the Corporation's Board of Directors the members of which shall be not less than three (3) nor more than nine (9).

ARTICLE VII

INITIAL DIRECTORS

The initial directors of the Corporation shall be:

Maria R. Sharpe
723 Fleming Street
Key West, Florida 33040

Robert F. Sharpe, Jr.
723 Fleming Street
Key West, Florida 33040

Laura Richardson
326 William Street
Key West, Florida 33040

Directors shall be elected as provided in the Bylaws.

ARTICLE VIII

MEMBERSHIP

The Corporation shall have no members.

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ARTICLE IX

DISSOLUTION

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501(c)(3) and 170(b)(1)(A) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code, or to the federal, state or local government for exclusive public purpose.

Notwithstanding any other provisions of these Articles, this Corporation shall not carry on any other activities not permitted to be carried on by a corporation qualifying for exemption from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE X

PROHIBITED ACTIVITIES

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its Directors, officers, members 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 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 or engage in political activities of any kind, except as permitted by the provisions of §501(h) of the Code.

Notwithstanding any other provision of these Articles, the Corporation shall not conduct or carry on any other activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under §501(c)(3) of the Code, or (b) by a Corporation, contributions to which are deductible under §§170(c)(2), 2055, 2100(a)(2) and 2522 of the Code.

In the event that the Corporation shall be considered to be a private foundation, as such term is defined in §509(a) of the Code, then in that event, the Corporation:

A. shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by §4942 of the Code; and,

B. shall not (i) engage in any act of self-dealing as defined in § 4941(d) of the Code; (ii) retain any excess business holdings as defined in § 4943(c) of the Code; (iii) make any investments in such manner as to subject it to tax under § 4944 of the Code; or (iv) make any taxable expenditures as defined in § 4945(d) of the Code.

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ARTICLE XI**AMENDMENT OF BYLAWS**

Except as provided by these Articles and by the Bylaws, the Corporation's Bylaws may be amended, altered, restated or repeated and new Bylaws may be adopted only by the affirmative vote of two thirds (2/3) of the members of the Board of Directors. The Bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with Florida law or the Articles of Incorporation.

ARTICLE XII**AMENDMENT OF ARTICLES OF INCORPORATION**

Except as otherwise provided in these Articles, these Articles of Incorporation may be amended, altered and/or restated only by the affirmative vote of two thirds (2/3) of the members of the Board of Directors.

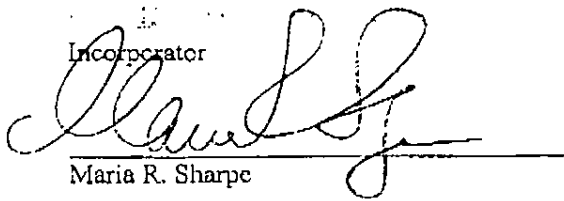
ARTICLE XIII**REGISTERED AGENT AND REGISTERED AGENT ADDRESS**

The street address of the Corporation's registered office in the State of Florida is c/o Wood, Buckel and Carmichael, PLLC, 2150 Goodlette Road North, Sixth Floor, Naples, Florida 34102, and the name of its registered agent at such office is Kevin Carmichael.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 31 day of October, 2017.

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Incorporator


Maria R. Sharpe

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**CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND
REGISTERED AGENT**

PURSUANT TO THE PROVISIONS OF SECTIONS 48.091 and 607.0501, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION SUBMITS THE FOLLOWING
STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN
THE STATE OF FLORIDA

The name of the Corporation is FLEMING STREET FAITH CENTER, INC.

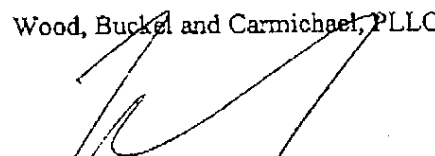
The name of the initial registered agent of the Corporation is Wood, Buckel and
Carmichael, PLLC, 2150 Goodlette Road North, Sixth Floor, Naples, Florida 34102.

REGISTERED AGENT ACCEPTANCE

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 that 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.

Wood, Buckel and Carmichael, PLLC

By:


Kevin Carmichael, Registered Agent

Date:

11/13/2017

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17 NOV 13 AM 9:49
TALLAHASSEE, FLORIDA

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