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TALLAHASSEE, FLORIDA

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Amended +
Restated of
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STEVEN J. BAKER, P.A.
ATTORNEY AT LAW

POST OFFICE BOX 66 (32591)
15 WEST LA RUA STREET
PENSACOLA, FLORIDA 32501
(850) 434-3009
(850) 434-7253 FACSIMILE

May 27, 2008

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Ladies and Gentlemen:

Enclosed please find a check made payable to Department of State, Division of Corporation in the amount of \$35.00 for the filing fee of the Second Amended and Re-States Articles of Incorporation for John the Baptist Church, A Corporation Not for Profit. If everything is in order, please file the Second Amended and Re-States Articles of Incorporation and return a copy to our office. If you have any questions, please call.

Yours truly,

A handwritten signature in black ink that reads "Steven J. Baker /snc". The signature is written in a cursive style.

Steven J. Baker

SJB:jnc

Enclosure

STEVEN J. BAKER, P.A.
ATTORNEY AT LAW

POST OFFICE BOX 66 (32591)
15 WEST LA RUA STREET
PENSACOLA, FLORIDA 32501
(850) 434-3009
(850) 434-7253 FACSIMILE

May 21, 2008

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Ladies and Gentlemen:

Enclosed please find the Second Amended and Re-Styled Articles of Incorporation for John the Baptist Church, A Corporation Not for Profit. If everything is in order, please file the Second Amended and Re-Styled Articles of Incorporation and return a copy to our office. If you have any questions, please call.

Yours truly,



Steven J. Baker

SJB:ll

Enclosure

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2008 MAY 23 AM 8:08

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**SECOND
AMENDED AND RE-STATED ARTICLES OF INCORPORATION**

Of

JOHN THE BAPTIST CHURCH, A CORPORATION NOT FOR PROFIT

Pursuant to the provisions of Florida Statutes, Section 617.1007, John The Baptist Church, a Corporation Not for Profit, adopts the following Re-Styled and Amended Articles of Incorporation:

ARTICLE ONE

The name of this corporation is John the Baptist Church, a Corporation Not for Profit.

ARTICLE TWO

Existence. The Corporation shall have perpetual existence.

ARTICLE THREE

Corporate Nature. This is a corporation not for profit organized for religious and other charitable purposes pursuant to Florida Law Chapter 617 of Florida Statutes.

ARTICLE FOUR

General and Specific Purposes. The corporation is a not for profit corporation. The purposes for which the corporation is organized are:

- a. The specific and primary purposes for which this corporation is formed are to spread the gospel of Jesus Christ through the Baptist denomination and for other charitable purposes by distribution of its funds for those purposes in religious, charitable, and educational pursuits.

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TALLAHASSEE, FLORIDA

b. The general purposes for which this corporation is formed are to operate exclusively for religious and charitable purposes which will qualify it as an exempt organization under 26 USCA Section 501(c)(3) or corresponding provisions of any subsequent Federal tax laws, including for those purposes the making of distributions to organizations which qualify as tax exempt organizations under that section.

c. The corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene by publication or distribution of any statements in any political campaign on behalf of any candidate for public office.

ARTICLE FIVE

Membership. The members of John the Baptist Church, a Corporation Not for Profit, shall be those persons who have professed Jesus Christ as their Lord and Savior and have been baptized, have presented themselves for membership in the church at a regularly scheduled service of the church, and have received an affirmative vote of the majority of the members of the church in attendance at the service in which the person has presented himself/herself for membership.

ARTICLE SIX

Registered Office. The street address of the registered office of the corporation is 101 North 10th Avenue, Pensacola, Florida 32502.

ARTICLE SEVEN

A. Management of Corporate Affairs. The Corporate President is the Pastor, therefore the Corporate Presidency is a non-elected position.

A Board of Directors, all of whom shall be members of the church, shall have control of and be responsible for the management of the corporation and the property of the corporation in accordance with the will of the church as may be expressed from time to time by the church in church conference.

The number of Directors shall be seven (7).

B. Term of Service. The Board of Directors shall serve one year, with the election to be held at the regularly scheduled church conference held in January of each year.

ARTICLE EIGHT

A. **Definitions.** The term “meeting of members” and “church conference” shall be synonymous.

B. **Regular Meetings.** There shall be regularly scheduled meetings of the members as provided in the Bylaws of the Corporation.

C. **Special Meetings.** Special meetings of the members of the corporation may be held as provided in the Bylaws. Special meetings shall be announced in three (3) services of the church, with the agenda, time and location stated. Any action approved by a majority of the votes cast at a meeting of the members shall constitute the action of the corporation.

ARTICLE NINE

Bylaws of the corporation shall be approved by the members of the corporation. The bylaws may be made, altered, rescinded, added to, or new bylaws may be adopted by a majority vote of the members of the corporation as provided in the bylaws of the corporation.

ARTICLE TEN

Dedication of Property. The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any Director, Officer, or member, or to the benefit of any private individual.

ARTICLE ELEVEN

Dissolution of Corporation. On dissolution or winding up of this corporation, its assets remaining after payment or provision for payment of all debts and liabilities of the corporation shall be distributed to a not for profit fund, foundation, church or corporation which is organized and operated exclusively for religious or charitable purposes and which has established its tax exempt status under 26 U.S.C.A. §501(c)(3) or corresponding provisions of any subsequent federal tax laws.

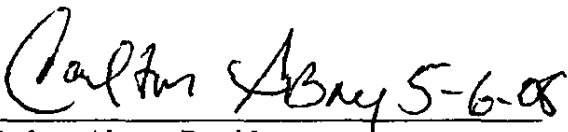
ARTICLE TWELVE

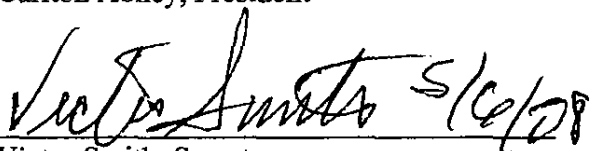
Amendments to Articles of Incorporation. Amendments to these Articles of Incorporation shall be approved by a majority vote of the persons present at a church conference specifically called for the purpose of amending the Articles of Incorporation.

ARTICLE THIRTEEN

Officers. The officers of the church shall be a President, Secretary, Treasurer, and such other offices as determined from time to time by the church in conference. All officers of the church corporation shall be elected by a majority vote of the members in attendance at a church conference.

Adopted at a meeting of the members of John the Baptist Church, a Corporation Not for Profit, held pursuant to Notice on December 3, 2007. The number of votes cast for the Amended and Re-Styled Articles of Incorporation were sufficient for approval in accordance with *Fla. Stat. 617.1002*. In witness whereof, the undersigned officers have executed these Amended and Re-Styled Articles of Incorporation effective December 3, 2007.


Carlton Abney, President


Victor Smith, Secretary