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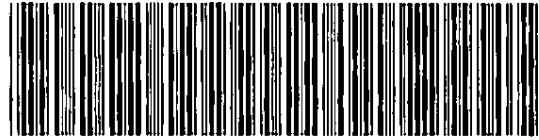
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

M. MOON
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**ARTICLES OF INCORPORATION
OF
CHURCH OF GOD OF PROPHECY - NEW BAYVIEW, INC.**
A Florida Nonprofit Corporation

The undersigned, desiring to form a not for profit corporation in accordance with the Florida Not For Profit Corporation Act, hereby adopt the following Articles of Incorporation.

**ARTICLE I
NAME AND PLACE OF BUSINESS**

Section 1.1 The name of the Corporation is **Church of God of Prophecy - New Bayview, Inc.**, a Florida not for profit corporation. Its principal place of business and mailing address is **1097 New Bayview Church Road, Bonifay, Florida 32425.**

**ARTICLE II
PURPOSES, LIMITATIONS AND DISSOLUTIONS**

Section 2.1 Purposes. The Corporation is organized as a Christian church within the Church of God of Prophecy, Cleveland, Tennessee, and for all other lawful purposes. It is specifically organized as a church, exclusively for charitable, religious, educational, and scientific purposes under § 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code (The "Code") and the Regulations issued thereunder (the "Regulations") and (1) to receive, maintain and administer assets in perpetuity for such purposes, and (2) to use and apply the whole or any part of the principal and income therefrom for such purposes either directly or by contributions to other organization that qualify as exempt organizations under the Code.

Section 2.2 Limitations on Actions. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its Members, Directors, 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 of Incorporation. 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 by (a) a corporation exempt from the 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) 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.

Section 2.3 Dissolution. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, transfer all remaining assets to The Church of God of Prophecy State Offices in Florida, Inc., a Florida not-for-profit corporation. In the event that the The Church of God of Prophecy State Offices in Florida, Inc.

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ceases to exist, then the Directors shall dispose of all of the assets of the corporation Church of God of Prophecy located at Cleveland, Tennessee. In the event that the Church of God of Prophecy located at Cleveland, Tennessee ceases to exist, then the Directors shall dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such a manner, or to such organization or organizations organized and operated exclusively for religious, charitable, educational, scientific or literary purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code as the Board of Directors shall determine, or to federal, state, or local governments to be used exclusively for public purposes. Any such assets not so disposed shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is located, exclusively for such purposes or to such organizations, such as the court shall determine, which are organized and operated exclusively for such purposes, or to such governments for such purposes.

III. DURATION

The term of existence of the Corporation is perpetual. The corporate existence will commence upon the filing of these Articles of Incorporation.

IV. MEMBERS

The Corporation shall have members. The rights of members shall be as set out in the By-Laws of the Corporation.

V. DIRECTORS

There shall initially be four directors. The names and addresses of each person who is to serve as an initial Director are as follows:

<u>Name</u>	<u>Address</u>
Sylvia Foskey	1097 New Bayview Church Road, Bonifay, FL, 32425
Terry Foskey	1689 Andrews Road, Bonifay, FL, 32425
Billy Justice	2478 Smith Chapel Road, Bonifay, FL, 32425
Athealone Lewis	2778 Jessie O. Lewis Drive, Bonifay, FL, 32425

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Directors shall be chosen by the pastor of the church who is duly appointed by the State Overseer for The Church of God of Prophecy State Offices in Florida, Inc. In the absence of a pastor the State Overseer for The Church of God of Prophecy State Offices in Florida, Inc. may appoint directors. The number of directors shall be no less than three, nor more than nine.

VI. REGISTERED OFFICE

The street address of the Corporation's initial registered office in this State is **1097 New Bayview Church Road, Bonifay, FL, 32425**. The mailing address of the Corporation's initial registered office in this State is **1097 New Bayview Church Road, Bonifay, FL, 32425**. The initial registered agent at the registered office is **Sylvia Foskey**.

VII. INCORPORATORS

The name and post office address of the incorporator is as follows:

D'Lorah Butts-Lucas 140 S. Beach Street, Suite 310, Daytona Beach, FL 32114

VIII. OFFICERS

The Corporation shall have such officers as may be set out in the By-laws of the Corporation.

IX. BYLAWS AND AMENDMENTS

The Corporation shall be governed in accordance with the Bylaws of the Corporation. The Bylaws of the Corporation, and amendments thereto, and any amendments to Certificate of Formation, shall be adopted only by unanimous consent of the Board of Directors, and confirmed in writing by the duly appointed State Overseer of The Church of God of Prophecy State Offices in Florida, Inc. for the Church of God of Prophecy headquartered in Cleveland, Tennessee.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 19th day of December, 2019.

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.

D'Lorah Butts-Lucas

D'Lorah Butts-Lucas, Incorporator

12/19/19

Date

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CHURCH NAME: Church of Christ of Prophecy - New Bayview

NAME OF REGISTERED AGENT: Sylvia Foskang

I accept the appointment as the registered agent for the above-mentioned corporation ("Church") at the registered agent address. I hereby certify I am familiar with and accept the obligations of the position of Registered Agent.

SIGNATURE: Sylvia Foskang

DATE: 11-16-2019

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