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## FLORIDA PROFIT/NON PROFIT CORPORATION

St. John's United Methodist Haitian Church, Inc.

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ARTICLES OF INCORPORATION  
OF  
ST. JOHN'S UNITED METHODIST HAITIAN CHURCH, INC.  
(a corporation not-for-profit)

The undersigned, acting as the incorporators of a corporation not-for-profit pursuant to Chapter 617, Florida Statutes, hereby makes, subscribes, acknowledges and files the following Articles of Incorporation:

ARTICLE I  
Name and Address

The name of the corporation shall be ST. JOHN'S UNITED METHODIST HAITIAN CHURCH, INC. (the "Corporation"). Pending any change authorized by the Corporation's Board of Directors, the Corporation's principal place of business and offices shall be located at 3215 N. Seacrest Blvd., Boynton Beach, FL 33435.

ARTICLE II  
Term

1. This Corporation shall exist in perpetuity.
2. If for any reason the Corporation shall be abandoned, discontinued, or cease to exist as a legal entity or its charter shall expire or be terminated, the title to all its property, both real and personal, shall be vested in and be the property of THE BOARD OF TRUSTEES OF THE FLORIDA ANNUAL CONFERENCE OF THE UNITED METHODIST CHURCH, INC., a Florida not-for-profit corporation, pursuant to *The Book of Discipline of The United Methodist Church* (hereafter "The Discipline"), provided it is then an organization qualified under Section 501(c)(3) of the Internal Revenue Code of the United States; and if not, to any other organization, designated by the Florida Annual Conference of The United Methodist Church, or its successor (hereafter "the Annual Conference"), which is then qualified under Section 501(c)(3) of the Internal Revenue Code of the United States.
3. The Corporation cannot sever its connectional relationship to The United Methodist Church, except as provided in *The Discipline*.

ARTICLE III  
Purposes

1. The Corporation is a religious corporation. It is organized as a local United Methodist church for religious purposes, supports the doctrine of The United Methodist Church, and declares itself and all of its property subject to the law, usages, and ministerial appointments of The United Methodist Church.

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2. The Corporation is to be operated exclusively for charitable, religious, and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, 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 above. 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.

3. The Corporation is also formed for the purpose of performing all other acts and carrying on and conducting all other activities necessary or useful in connection with or incidental to the accomplishment of any of the purposes set forth herein to the full extent permitted by the laws of the State of Florida and these articles, and shall operate in compliance with *The Discipline*.

4. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from 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) by 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.

#### ARTICLE IV Membership

The Corporation will have members. Upon the filing of these Articles of Incorporation, the members of the former St. John's United Methodist Haitian Mission, 3215 N. Seacrest Blvd. Boynton Beach, FL 33435, shall be members of the Corporation. Only those members of the Corporation who are members of the Charge Conference, as defined in *The Discipline*, are entitled to vote at a meeting of the members; provided, however, if the District Superintendent convenes a Charge Conference as a Church Conference, all members of the Corporation present shall be entitled to vote.

#### ARTICLE V Incorporators

The names and addresses of the incorporators of this Corporation are as follows:

Rosemary Saget  
112 SE 7<sup>th</sup> Avenue  
Boynton Beach, FL 33435

Wiston St. Julien  
621 NW 53rd Street  
Boca Raton, FL 33487

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Ewal Léger  
36 Pax Ford Ln.  
Boynton Beach, FL 33426

Ernande Fortuné Chérubin  
551 Cresta Circle  
West Palm Beach, FL 33413

Jamesley Louilus  
2324 Lena Ln.  
West Palm Beach, FL 33415

Stéphanie Lubérise,  
2116 NE 1st Ct.  
Boynton Beach, FL 33435

ARTICLE VI  
Registered Agent

The name of the initial Registered Agent of the Corporation is Wiston St. Julien, 621 NW 53<sup>rd</sup> Street, Boca Raton, FL 33487.

ARTICLE VII  
Management

The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors (hereinafter referred to as the "Board of Trustees"), the precise number of which shall be established as provided in the By-Laws of the Corporation, provided that there shall be a minimum of three (3) and not more than nine (9) members of the Board of Trustees at all times. The number of initial members of the Board of Trustees of the Corporation shall be six (6), provided, that such number may be changed from time to time as permitted by the By-Laws. Each member of the Board of Trustees shall be elected in the manner and for the terms prescribed in the By-Laws, and shall hold office until his or her successor is duly elected and qualified. The names and addresses of the initial members of the Board of Trustees of the Corporation are as follows:

Rosemary Saget  
112 SE 7<sup>th</sup> Avenue  
Boynton Beach, FL 33435

Wiston St. Julien  
621 NW 53<sup>rd</sup> Street  
Boca Raton, FL 33487

Ewal Léger  
36 Pax Ford Ln.  
Boynton Beach, FL 33426

Emande Fortuné Chérubin  
551 Cresta Circle  
West Palm Beach, FL 33413

Jamesley Louilus  
2324 Lena Ln.  
West Palm Beach, FL 33415

Stéphanie Lubérisse  
2116 NE 1st Ct.  
Boynton Beach, FL 33435

ARTICLE VIII  
By-Laws

The Board of Trustees of the Corporation shall adopt such By-Laws for the conduct of its activities as it may deem appropriate. The By-Laws, as so adopted, may be amended, altered, or rescinded in the manner provided in the By-Laws.

ARTICLE IX  
Amendments

Upon proper notice, these Articles of Incorporation may be further amended by the Board of Trustees in the manner provided in the By-Laws.

ARTICLE X  
Distribution of Assets


Upon the dissolution of the Corporation, assets shall be distributed in accordance with Article II of these Articles of Incorporation. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction 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.

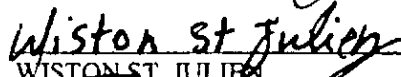
ARTICLE XI  
Defense and Indemnification of Officers and Directors

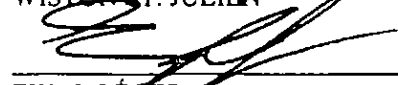
The Corporation shall defend, indemnify and hold harmless every registered agent, director, trustee or officer and his or her heirs, personal representatives and administrators against liability and against expenses reasonably incurred by him or her in connection with any action, suit or proceeding to which he or she may be made a party by reason of his or her having been a director, trustee or officer of this Corporation, except in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to be liable for willful misconduct.

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Dated this 16 day of May, 2024.

  
ROSEMARY SAGET

  
WISTON ST. JULIEN

  
EWAL LÉGER

  
ERNANDE FORTUNE CHÉRUBIN

  
JAMESLEY LOULUS

  
STÉPHANIA LUBÉRISSE

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ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent to accept service of process for the above named Corporation at the place designated in above in these articles of incorporation, I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity.

Dated: 5/16/, 2024.

Wiston St Julien  
Wiston St. Julien

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