

12/23/24, 10:33 AM

N2500000263
Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H24000419962 3)))



H240004199623ABC2

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)617-6381

From:

Account Name : CHURCH LEGAL CENTER
Account Number : I20200000207
Phone : (727)410-7215
Fax Number : (352)404-6989

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: pastor.mike@myhbc.org

FLORIDA PROFIT/NON PROFIT CORPORATION

Hope Haitian Baptist Church, Inc.,

Certificate of Status	1
Certified Copy	0
Page Count	06
Estimated Charge	\$78.75

RECEIVED

2025 JAN -6 PM 3:11

STATE OF FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help

2025 JAN -6 AM 11:10
STATE OF FLORIDA
BUREAU OF CORPORATIONS

FILED

H24000419962 3

ARTICLES OF INCORPORATION

OF

HOPE HAITIAN BAPTIST CHURCH, INC.,

In compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I CORPORATE NAME

The name of the corporation is:

HOPE HAITIAN BAPTIST CHURCH, INC.,

ARTICLE II CORPORATE ADDRESS

The principal place of business and street address of the Corporation is:

5878 Daniels Pkwy
Fort Myers, FL 33912

ARTICLE III DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV GENERAL AND SPECIFIC PURPOSES

Section I – General Purpose

HOPE HAITIAN BAPTIST CHURCH, INC., is a Christian ministry, founded under biblical principles. Our purpose is to glorify God by promoting worship, edifying believers through the teaching of His Word, administering the ordinances and biblical discipline, seeking to win the lost to Christ through personal witnessing and the preaching of the Gospel. We will carry on a vigorous missionary program here and around the world, establishing other Baptist churches, defending the faith, contributing to educational development in our community and maintaining a good testimony for Christ in our community by godliness and good works.

H24000419962 3

2025 JAN -6 AM 11:10
FILED
STATE
FL

H 24000419962 3

Besides being engaged in this ministry directly we will also provide teaching material for pastors, churches, missions, fellowship, and other groups and conduct seminars to help in this endeavor both here and around the world.

Said corporation will govern itself and conduct its own affairs according to the Bible. This right shall include such matters as the hiring of employees, election or appointment of the Board of Directors and Officers, the conduct of its own services, performance of weddings and funerals, if it chooses to do so, usage of facilities, program(s), and all business and spiritual matters.

As such, this corporation may also seek relationships with the public, private, social welfare, and governmental organizations. We may conduct fundraising to accomplish our purpose which could include, person to person, mailings, conferences, community events, website, and internet social media. We may have a presence on various internet media outlets. We may desire to partner with other (public and private) organizations along with local, state, and federal agencies in this regard. This may include a network of business and community leaders to partner with us to fulfill our vision and develop programs giving assistance to those in our community. Donations received will be used to accomplish these goals.

Section II – Internal Revenue Service

Said corporation is organized exclusively for charitable, religious, educational, and scientific 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 organization shall inure to the benefit of, or be distributable to its members, 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 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.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on.

H 24000419962 3

FILED
2025 JAN -6 AM 11:10
CLERK OF DISTRICT COURT
STATE OF FLORIDA

H 24000419962 3

- (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 V AFFILIATION

While maintaining its inherent rights to sovereignty in the conduct of its own affairs as herein set forth, the Corporation voluntarily commits to enter into relationship with the General Association of Regular Baptist Churches and other like-minded church and community organizations as it sees fit or is necessary to accomplish its mission.

ARTICLE VI PASTORAL CARE AND LEADERSHIP

The Senior Pastor shall be the spiritual leader of the church. The qualifications, process and vote required to approve or remove a Senior Pastor shall be contained in the Bylaws.

ARTICLE VII MEMBERS

Membership in the church shall be available to those persons who qualify per the Holy Scripture and the Bylaws.

ARTICLE VIII CORPORATE BOARD OF DIRECTORS AND OFFICERS

The Board of Directors, who also have the title "Deacon," are the legal governing authority of the church. The directors and officers of the corporation shall be people of mature experience and knowledge. The way the directors and officers are elected or appointed shall be set forth in the Bylaws.

The Board of Directors and their designated agents are authorized to open business checking accounts, lease, purchase, mortgage, encumber, and sell part or all the Corporations real property and personal assets. The Board of Directors are also authorized to apply for all Federal, State, and local grants and financial assistance and aid to supplement our community outreaches.

The Directors named herein as the first Board of Directors shall hold office until their successors are elected or appointed and qualified. The names and addresses of the first members of the Board of Directors are as follows:

H 24000419962 3

FILED
2025 JAN -6 AM 11:10
CLERK OF DISTRICT COURT
STATE OF FLORIDA

H240004199623

Saint-Louis Gedeus
2085 41st. Street Terrace SW
Naples, FL 34116

Jean Kesnel Jean Louis
4730 24th Street SW
Lehigh Acres, FL 33973

David Rigaud
5316 18th Ct. SW
Naples, FL 34116

Letonier Georges
5030 Leonard Blvd South
Lehigh Acres, FL 33973

Gesley Jean Louis
4528 29th Street SW
Lehigh Acres, FL 33973

The Board of Directors shall elect or appoint the following officers: President, Secretary and Treasurer, and such other officers as the Bylaws of the corporation may authorize the directors to elect or appoint from time to time. Said Officers are empowered to open and close bank accounts, request an EIN, hire a CPA and other associated matters with the IRS and legal counsel.

The names and addresses of the initial Officers are as follows:

President:

Gesley Jean Louis
4528 29th Street SW
Lehigh Acres, FL 33973

Secretary:

Jean Kesnel Jean Louis
4730 24th Street SW
Lehigh Acres, FL 33973

Treasurer:

David Rigaud
5316 18th Ct. SW
Naples, FL 34116

H240004199623

2025 JAN -6 AM 11:10
FILED
CLERK OF DISTRICT COURT
STATE OF FLORIDA

H 240004199623

**ARTICLE IX
DISSOLUTION**

Upon the dissolution of the corporation, none of its funds or assets shall be distributed to any member, director, officer, employee, trustee, or any other individual. The board shall, after paying or making provision for the payment of all the liabilities of the Corporation, distribute funds and assets for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. Any such funds or 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 religious outreach purposes.

**ARTICLE X
REGISTERED AGENT AND OFFICE**

The corporation's registered agent and office is:

Gesley Jean Louis
4528 29th Street SW
Lehigh Acres, FL 33973

**ARTICLE XI
INCORPORATOR**

The name and address of the incorporator of the corporation:

Gesley Jean Louis
4528 29th Street SW
Lehigh Acres, FL 33973

ARTICLE XII: INDEMNIFICATION

This Corporation shall indemnify any Director or Officer, or former Director and Officer, against expenses and necessarily incurred by him/her (legal fees or otherwise) or any amount paid in satisfaction of judgments about any suit or proceeding, whether civil or criminal in nature, in which he/she is made a party because of being or having been such Director or Officer. No Director, Officer, or former Director and Officer is eligible for indemnification if he/she pleads guilty or is convicted of a crime associated with the Corporation or its affiliates, or, enters into a transaction deriving an improper personal benefit, directly or indirectly; or, acts with recklessness or commits an act of omission that was committed in bad faith or with malicious purpose or in a manner exhibiting wanton and willful disregard of human rights, safety, or property.

2025 JAN -6 AM 11:10
STATE
H 240004199623

FILED

H 240004199623

H 240004199623

**ARTICLE XIII:
AMENDMENT**

This corporation reserves the right to amend, alter, change, or repeal any provision contained in the Articles of Incorporation, or any amendments hereto, and to enact a Constitution and By-Laws, in manner now or hereafter prescribed by law and all rights conferred on Directors and Officers herein are granted subject to this reservation. These Articles of Incorporation may be amended at any time by a 2/3rds vote of the Directors of the corporation at any regular meeting or at a special meeting called for that purpose.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Required Signature of Registered Agent:Gesley Jean Louis

Gesley Jean Louis
4528 29th Street SW
Lehigh Acres, FL 33973

REGISTERED AGENT

Date: December 22nd, 2024

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.

Required Signature of Incorporator:Gesley Jean Louis

Gesley Jean Louis
4528 29th Street SW
Lehigh Acres, FL 33973
Incorporator

DATE: December 22nd, 2024.

Copyright © All Rights Reserved. These Articles of Incorporation and Designations were drafted and prepared by Rev. John P. Joseph, Esq. CCA of the Church Legal Center, PLLC whose office is located at 1683 N. Hancock Rd. Suite 103-315 Minneola, FL 34715. Florida Bar Number #0607274 www.churchlegalcenter.com churchattorney@gmail.com

H 240004199623

2025 JAN -6 AM 11:10
STATE
SECRETARY
FILED

125000072673

Florida Department of State

Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H25000007267 3)))



H250000072673ABCS

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)617-6381

From:

Account Name : COMPUTERSHARE
Account Number : 110432003053
Phone : (561)694-8107
Fax Number : (561)214-8442

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

FLORIDA LIMITED LIABILITY CO.

ADR & REC LLC

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$130.00

RECEIVED

2025 JAN -7 AM 11:34

STATE
TALLAHASSEE, FL

2025 JAN -7 AM 11:10
STATE
TALLAHASSEE, FL

FILED

Electronic Filing Menu

Corporate Filing Menu

Help

H25000007267

ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
ADR & REC LLC

Article II. Address

The street address of the Company's initial principal office is:
ADR & REC LLC
255 Alhambra Circle – Suite 500
Coral Gables FL 33134

The mailing address of the Company's initial principal office is:
ADR & REC LLC
255 Alhambra Circle – Suite 500
Coral Gables FL 33134

Article III. Registered Agent

The name and street address of the Company's registered agent is:

Corporate Creations Network Inc.
801 US Highway 1
North Palm Beach FL 33408

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Computershare Entity Solutions Inc. d/b/a
Corporate Creations
801 US Highway 1
North Palm Beach FL 33408
(561) 694-8107

FILED
2025 JAN -7 AM 11:10
SEC. OF STATE
TALLAHASSEE, FL

H25000007267

H25000007267

Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VI. Management

This will be a manager-managed company. The name and address of each manager is:

Jorge Luis Embriz Cruz
255 Alhambra Circle – Suite 500
Coral Gables FL 33134

Article VII. Company Existence

The Company's existence shall begin effective as of January 7, 2025.

The undersigned authorized representative of a member executed these Articles of Organization on 1/7/2025.



COMPUTERSHARE ENTITY SOLUTIONS INC. D/B/A CORPORATE CREATIONS

Saray Djidji, Special Secretary

Computershare Entity Solutions Inc. d/b/a
Corporate Creations
801 US Highway 1
North Palm Beach FL 33408
(561) 694-8107

FILED
2025 JAN -7 AM 11:10
SECH. OF STATE
TALLAHASSEE, FL

H25000007267

H25000007267

STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

ADR & REC LLC

REGISTERED AGENT/OFFICE:

Corporate Creations Network Inc.

801 US Highway 1

North Palm Beach FL 33408

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



CORPORATE CREATIONS NETWORK INC.

Saray Djidji, Special Secretary

Date: January 7, 2025.

Computershare Entity Solutions Inc. d/b/a
Corporate Creations
801 US Highway 1
North Palm Beach FL 33408
(561) 694-8107

FILED
2025 JAN -7 AM 11:10
SEC. OF STATE
TALLAHASSEE, FL

H25000007267