

N95000000875

Law Offices of Edward D. Foreman, P.A.

*Edward D. Foreman
Thomas E. Reynolds
Peter R. Lewis
Barbara B. Pennington*

*Suite 300
100 Second Avenue North
St. Petersburg, Florida 33701*

*Telephone 813 894-1559
Telex 230199 Swift UR ATT EDF
Telecopier 813 894-1915*

February 21, 1995

VIA UPS OVERNIGHT

Secretary of State
Division of Corporations
409 E. Gaines
Tallahassee, FL 32399

600001412726
-02/22/95--01048--024
****122.50 ****122.50

Re: New Life Christian Center of Pinellas County, Inc.,
a Not for Profit Corporation

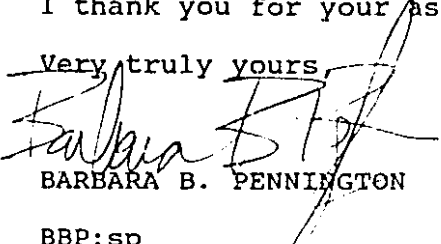
Gentlemen:

I have enclosed herewith the signed original and one copy of the Articles of Incorporation and the original and one copy of the Written Acceptance of Appointment as a Registered Agent and Certificate Designating the Registered Office for the Service of Process within this State. I have also enclosed this firm's check for the filing fee in the amount of \$122.50 relative to the above referenced corporation.

Please certify the enclosed copy and return the same to the above address.

I thank you for your assistance with this matter.

Very truly yours


BARBARA B. PENNINGTON

BBP:sp

Enclosures:

CC: Larry N. Freeman

FILED
FEB 22 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

NEW LIFE CHRISTIAN CENTER OF PINELLAS COUNTY, FLORIDA
a Not-for-Profit Corporation

FILED

05 FEB 22 PM 3:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This is to certify that I, the undersigned, being of full legal age, do hereby enter into these Articles of Incorporation for the purpose of forming a not-for-profit corporation under and by virtue of the laws of the State of Florida, and further certify that:

ARTICLE I. NAME

The name of the Corporation is:

NEW LIFE CHRISTIAN CENTER OF PINELLAS COUNTY, INC.

ARTICLE II. ADDRESS OF PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office will be located at 5500 - 80th Place North, Pinellas Park, Florida 34665. The mailing address of the corporation will be the same. The corporation may have such offices, either within or without the County of Pinellas, State of Florida, as the Board of Directors may from time-to-time determine.

ARTICLE III. PURPOSES

The purposes for which the corporation exists are as follows:

1. To establish a Christian religious church to provide Christian religious ministry and worship including, but not limited to, group church services, praise and worship meetings, Christian education, day care, counseling and the like.

2. To operate exclusively for such Christian religious purposes specified above as will qualify it as an exempt organization under Section 501 of the Internal Revenue Code of 1954

or corresponding provisions of any future United States Internal Revenue law.

3. To exercise all powers conferred by the laws of the State of Florida upon corporations not for profit, to the extent that such powers are not in conflict with the purposes of the corporation.

4. Notwithstanding any other provision of these Articles, this corporation will not carry on any other activity not permitted to be carried on by a corporation exempt from federal income tax under Section 501 of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law).

5. No substantial part of the activities of the corporation shall involve the carrying on of propaganda, or otherwise attempting to influence any political campaign on behalf of any candidate for public office.

6. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable 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.

ARTICLE IV

DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution, termination or winding up of the

corporation in any manner or for any reason, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the corporation shall be distributed to, and only to, one or more organizations as selected by the membership, having exclusively patriotic, charitable, religious, civic or educational purposes as defined under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law).

ARTICLE V. DIRECTORS

The management of the corporation shall be vested in a Board of Directors of not less than three (3) directors. The members shall elect the members of the Board of Directors annually for one (1) year terms. The method by which the Board of Directors shall be elected shall be as provided for in the By-Laws. A majority of the directors shall constitute a quorum for any meeting of directors. The names and addresses of the persons who are to serve as directors until the first election thereof are as follows:

LARRY N. FREEMAN	5500 - 80th Place North Pinellas Park, FL 34665
WILLIAM F. MISCHLER	8155 - 57th Street North Pinellas Park, FL 34665
HOWARD OLSON	804 Birdie Way Apollo Beach, FL 33572
TRAVIS SANDERS	14281 Passage Way Seminole, FL 34646
JACK WALDEON	5192 Lake Charles Drive St. Petersburg, FL 33709
MADLYN WEIR	7310 - 51st Terrace St. Petersburg, FL 33706

TRISH GIGLIA

950 - 38th Avenue North
St. Petersburg, FL 33704

RICK PETERSON

8885 - 55th Way North
Pinellas Park, FL 34666

BILL WAULK

55th Terrace North
Kenneth City, FL 33709

GARY BLINKEY

8643 - 18th Way North
St. Petersburg, FL 33702

LARRY KINCAID

13049 Estates Terrace North
Seminole, FL 34646

LARRY WILKE

5218 - 20th Avenue North
St. Petersburg, FL 33710

RAY HINGSON

5588 - 44th Avenue North
Pinellas Park, FL 34666

ARTICLE VI. REGISTERED OFFICE AND REGISTERED AGENT

The registered office of the corporation in the State of Florida will be located at the Law Offices of Edward D. Foreman, P.A., 100 - 2nd Avenue North, Suite 300, St. Petersburg, Florida 33701. The registered agent of the corporation in the State of Florida at the registered office is EDWARD D. FOREMAN, Esquire.

ARTICLE VII. INCORPORATOR

The name and address of the incorporator is as follows:

LARRY N. FREEMAN

5500 - 80th Place North
Pinellas Park, FL 34665

ARTICLE VIII. TERM

The term of the corporation shall be perpetual.

ARTICLE IX. OFFICERS

The affairs of the corporation are to be managed by the following officers: a president, a vice president, a secretary,

and a treasurer. The Board of Directors may provide for and elect any other officers or committees which may seem expedient to the Board. All officers shall be annually elected by the Board of Directors to serve for terms of one (1) year.

ARTICLE X. MEMBERS

The corporation shall have members, the private property of whom shall not be liable for the debts of the corporation. Membership is open to anyone of the age of eighteen (18) years or older agreeing to be bound by the these Articles of Incorporation, by the By-Laws of this corporation and by such rules and regulations as the Board of Directors may from time-to-time adopt.

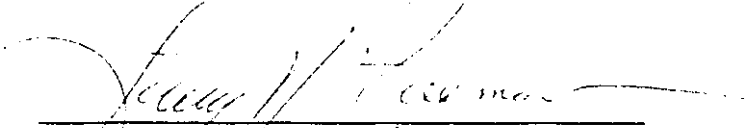
ARTICLE XI. BY-LAWS

The By-Laws of the corporation are to be made and adopted by, and may be altered, amended or rescinded by, the Board of Directors of this corporation.

ARTICLE XII. AMENDMENTS TO ARTICLES

Any member, director or officer of the corporation may propose that these Articles of Incorporation be amended, but these Articles of Incorporation shall be amended only by a majority vote of the Board of Directors then in office at a meeting of the Board of Directors.

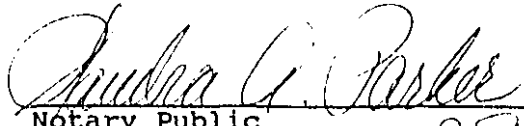
IN WITNESS WHEREOF, I have subscribed my name to these Articles of Incorporation on this 21 day of February, 1995.


LARRY N. FREEMAN, as incorporator of
NEW LIFE/CHRISTIAN CENTER OF PINELLAS
COUNTY, INC., a Not-for Profit
Corporation

STATE OF FLORIDA :
: ss.
COUNTY OF PINELLAS :

BEFORE ME personally appeared LARRY N. FREEMAN, personally known to me ~~or who produced~~ _____ as ~~identification, who took an oath,~~ who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 21st day of February, 1995.


Notary Public
Print Name: SANDRA A. PARKER
Commission No. _____
Commission expires: _____

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. AUG. 13, 1995
BONDED THRU GENERAL INS. UND.

WRITTEN ACCEPTANCE OF APPOINTMENT AS A REGISTERED AGENT
AND CERTIFICATE DESIGNATING THE REGISTERED OFFICE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE

Pursuant to Florida Statute, Section 617.0501 (1993) the following information is submitted:

That NEW LIFE CHRISTIAN CLNTER OF PINELLAS COUNTY, INC., a corporation not-for-profit duly organized and existing under the laws of the State of Florida, County of Pinellas, has designated and established that the Law Offices of Edward D. Foreman, P.A., 100 Second Avenue North, Suite 300, St. Petersburg, Florida 33701, as its registered office for the service of process within this State, and named as its registered agent EDWARD D. FOREMAN, Esquire, to accept service of process.

ACKNOWLEDGMENT: Having been named to accept service of process for the above-stated non-profit corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said law relative to keeping open said office and am familiar with the obligations of that position.


EDWARD D. FOREMAN, Esquire

STATE OF FLORIDA)
)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this
2nd day of February, 1995, by Edward D. Foreman, who is
personally known to me ~~or who has~~ produced

N95000000875
Law Offices of Edward D. Foreman, P.A.

*Edward D. Foreman
Thomas E. Reynolds
Peter R. Girvan
Barbara B. Pennington*

*Suite 300
100 Second Street North
St. Petersburg, Florida 33701*

*Telephone 813 894-1559
Telex 890199 Sigis UR ATT EDF
Telecopier 813 894-1915*

August 29, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

500001576525
-09/05/95--01002--006
*****35.00 *****35.00

Re: New Life Christian Center of Pinellas County, Inc.
a Not-For-Profit Corporation

Dear Sir and/or Madam:

I have enclosed herewith the signed original and one copy of the Articles of Dissolution for the above referenced corporation.

I have also enclosed the not-for-profit corporation's check in the amount of \$35.00 for the filing fee for the Articles of Dissolution relative to the above referenced corporation. Please certify the enclosed copy and return the same to the above address in the stamped, addressed envelope provided. Should you need additional information regarding this dissolution please do not hesitate to contact me directly.

Thank you in advance for your assistance with this matter.

~~Very truly yours,~~

Barbara B. Pennington
BARBARA B. PENNINGTON

BBP:sp

Enclosures:

cc: Jack Waldron

FILED
95 SEP -1 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Val DIS
OCC
9-7*

ARTICLES OF DISSOLUTION
OF
NEW LIFE CHRISTIAN CENTER OF PINELLAS COUNTY, INC.
a Not-for-Profit Corporation

FILED
95 SEP -1 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This is to certify that I, JACK WALDRON, a member of the Board of Directors and Treasurer for New Life Christian Center of Pinellas County, Inc., being of full legal age, do hereby enter into these Articles of Dissolution for the purpose of dissolving a not-for-profit corporation under and by the laws of the State of Florida, and further certify

ARTICLE ONE:

The name of the corporation is:

NEW LIFE CHRISTIAN CENTER OF PINELLAS COUNTY, INC.

ARTICLE TWO: MEMBERS

The members of the corporation are entitled to vote on a dissolution of the corporation and the two remaining members of the Board of Directors then in office unanimously voted on August 16, 1995 to dissolve the corporation.

ARTICLE THREE: DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the adoption of the Resolution to dissolve the corporation on August 16, 1995, the members of the corporation unanimously agreed that the corporation's assets, if any, remaining after payment (or provision for payment), of all liabilities of the corporation shall be distributed to, and only to, one or more organizations having exclusively patriotic, charitable, religious,

civic or educational purposes as defined under § 101 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law) as determined by the remaining members of the Board of Directors.

IN WITNESS WHEREOF, I have subscribed my name to these Articles of Dissolution on this 29th day of August, 1995.

Jack Waldron
JACK WALDRON, as Treasurer
and Member of the Board of
Directors of New Life Christian
Center of Pinellas County, Inc.
a Not-For-Profit corporation

STATE OF FLORIDA)
)
COUNTY OF PINELLAS)

Before me, the undersigned authority, this day personally appeared JACK WALDRON, who is personally known to me or who has produced His Driver's License as identification and who did take an oath, and upon being duly sworn, deposes and says that he has read the statements made in the foregoing, and that the same are true and correct to the best of his belief and knowledge, this 29th day of August, 1995.

NOTARY PUBLIC:

State of Florida at Large (SEAL)

Shirley A. Haynes
signature
print
My Commission Expires:

