

N95000001212

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. BOX 6327
Tallahassee, Fl. 32314

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SUBJECT: EL SHADDAI PENTECOSTAL HOLINESS CHURCH OF CRESCENT CITY

Enclosed is an original and one (1) copy of the articles of incorporation
and a check for \$70.00 to cover the filing fee.

FROM: OSCAR TREVINO

P.O.Box 520

Seville, Fl. 32190

(904) 749-2298

~~was 27914~~

Bmc
3/14/95

FILED
MAR 14 PM 3:27
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 17, 1995

OSCAR TREVINO
P.O. BOX 520
SEVILLE, FL 32190

SUBJECT: EL SHADDAI PENTECOSTAL HOLINESS CHURCH OF
CRESCENT CITY, INC.
Ref. Number: W95000003794

We have received your document for EL SHADDAI PENTECOSTAL HOLINESS CHURCH OF CRESCENT CITY, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must be identical throughout the document.

The person designated as registered agent in the document and the person signing as registered agent must be the same.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 295A00007407

ARTICLES OF INCORPORATION
OF

EL SHADDAI PENTECOSTAL HOLINESS CHURCH OF CRESCENT CITY, INC.

STATE OF FLORIDA

COUNTY OF PUTNAM

TO THE SECRETARY OF STATE OF THE STATE OF FLORIDA

We, the undersigned, Oscar Trevino, Juan Herrera and Jose Cartwag, being persons legally competent to enter into contracts, for the purpose of forming a corporation under the laws of the state of Florida providing for the formation of religious, educational and benevolent corporation, do hereby adopt the following Articles of Incorporation.

ARTICLE I
NAME

The name of the corporation shall be: EL SHADDAI PENTECOSTAL HOLINESS CHURCH OF CRESCENT CITY, INC.

ARTICLE II
ADDRESS

The principle place of business shall be 225 Madison st, Crescent City, FL 32112, and the mailing address shall be P.O.Box 520 Seville, FL 32190.

ARTICLE III
PURPOSES

The purposes for which this Corporation is formed are (1) to establish and maintain a local church for the propagation of the gospel of Jesus Christ as a member church of The Pentecostal Holiness Church Conference of Florida, Inc., DBA: Sunshine Conference, and in accordance with the doctrines, beliefs, practices and procedures of The Pentecostal Holiness Church, as enunciated from time to time in The Pentecostal Holiness Church Manual (Church Manual); (2) to carry out the spiritual, missionary, benevolent, educational and social work of a church as outlined in the New Testament and in the Church Manual; and (3) to act in cooperation with other churches belonging to the Sunshine Conference in accordance with

ARTICLE IV DIRECTORS

The manner in which the Directors are elected is as follows: There shall be three Directors of this Corporation, who shall be the same persons as the ordained deacons/velders of this local church and the number of Directors may be increased or decreased as the number of deacons/velders change by vote of the membership, but the number of the Directors shall never be less than three nor more than forty. The Directors shall have such power over the affairs of the Corporation, and such authority to act for the Corporation, as the church members bestow upon them from time to time, provided that the Directors shall at no time be empowered to act in contravention to the Church Manual and regulations and directives of the Sunshine Conference.

ARTICLE V CORPORATE POWERS

The Corporation shall have and exercise all the powers authorized by law to be conferred upon or exercised by such corporation, including those enumerated in all the applicable laws of the State of Florida, and shall have and exercise the following powers, all of such powers to be subject to and limited by the provisions of the Church Manual, as it may be amended from time to time, or by the acts, directives, and regulations of the Sunshine Conference, as set forth in the minutes or other records of the Sunshine Conference, namely:

1. To receive by gift, devise bequest, or otherwise, and to hold, barter, convey, lease, exchange, expand, distribute, sell, invest, and otherwise dispose of all money or property, real, personal, or mixed, either absolutely or in trust to be used, either the principal or income therefrom, as may be directed in the furtherance of any of the above-mentioned purposes or any or any other purpose within its corporate powers;
2. To enter into contracts or trust agreements with individuals, corporations, or partnerships for the purpose of acquisition and building, as well as disposition, of any property which would be advantageous to the furtherance of Pentecostal Holiness principles and doctrines;
3. To promote Pentecostal Holiness doctrines, evangelism, Christian education, and both home and foreign missionary work by all proper means;
4. To enter into contracts or trust agreements with individuals, corporations, or partnerships, and to act as trustee, in order to carry out and promote the purposes of this corporation;
5. To prosecute or defend any actions or suits which the Corporation is involved; and
6. to exercise any and all powers (including the borrowing of money and securing the repayment thereof; administration, and disposition of property, the making of conveyances, assignments, and contracts, and incurring of obligations) which may be conferred by law, or which may

be necessary, incidental or convenient to the general powers and objects of this Corporation

ARTICLE VI REGISTERED OFFICE AND AGENT

The address of its registered office in the State of Florida is: 121 Lake George Rd., Seville, Florida (P.O.Box 520) 32190 ; and the name of the registered agent is: Oscar Trevino.

ARTICLE INCORPORATORS

The names and the street addresses of the incorporators for these articles of incorporation are:

1. Oscar Trevino Jr., 121 Lake George Rd., Seville, Florida (P.O.Box 520) 32190
2. Juan Herrera, 2666 S. Hwy. 17, Crescent City, Florida 32112
3. Jose Carbajal, Smith-Thomas Court, 849 Bay Lane, Crescent City, Florida 32112

ARTICLE VIII NO CAPITAL STOCK

The Corporation is not organized for pecuniary Profit nor shall it have any power to issue certificates of stock or declare dividends, and no part of its net earnings shall inure to the benefit of any Member, Director, Trustee, Officer, or individual. The balance, if any, of all moneys received by the Corporation of whatsoever kind and nature, shall be used and distributed exclusively for carrying out only the purpose or purposes of the Corporation set forth in these Articles of incorporation.

ARTICLE IX DURATION

The term for which this Corporation shall exist shall be perpetual.

ARTICLE X
MEMBERS

All members of this Corporation, and all candidates for membership in the future, shall be in full accord with the articles of Faith, the General Rules, and the Policy of the Pentecostal Holiness Church as set forth in the Church Manual. The General Conference of the Pentecostal Holiness Church shall have the sole right to adopt rules determining the qualifications for members of this Corporation since this Corporation is a member church of the Pentecostal Holiness Church (which is incorporated as The International Pentecostal Holiness Church), and is a member church of The Pentecostal Holiness Church Conference of Florida, Inc. (Sunshine Conference).

ARTICLE XI
ORGANIZATION EXCLUSIVELY FOR TAX-EXEMPT PURPOSES

Said Corporation is organized 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law)

ARTICLE XII
PROHIBITIONS TO ASSURE TAX-EXEMPT STATUS

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 make payments and distributions in furtherance of the purposes set forth in Article III 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 any candidate for public office. Notwithstanding any other provisions of the 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law)

ARTICLE XIII
DISSOLUTION

In the event of the dissolution of this Corporation, all the business, property and assets of the Corporation shall go and be distributed as provided in the Manual; and in the absence of such provision to such non-profit, religious corporation of like purposes as set forth in these Articles of Incorporation, as the Members of this Corporation may select and designate; and in no event of dissolution thereof, go or be distributed to Members, either for reimbursement of any sum subscribed, donated or contributed by such Members, or for any other purpose.

ARTICLE XIV
INDEMNIFICATION OF DIRECTORS AND OFFICERS

The Corporation shall indemnify any Director or Officer, or former Director or Officer, against expenses actually and necessarily incurred by him or any amount paid in satisfaction of judgments in connection with any action, suit or proceeding, whether civil or criminal in nature, in which he is made a party by reason of being or having been such Director or Officer (whether or not a Director or Officer at the time such costs or expenses are incurred by or imposed upon him) except in relation to the matters as to which he shall be adjudged in such action, suit or proceeding to be liable for gross negligence or willful misconduct in the performance of duty. The Corporation may also reimburse to any Director or Officer the reasonable costs of settlement of any such action, suit or proceeding if it shall be found either by a majority of the Directors not involved in the matter of controversy, whether or not quorum, or by a majority vote of the Members present in a regular or special meeting called for that purpose) that it was to the interest of the Corporation that such settlement be made and that such Director or Officer was not guilty of gross negligence or willful misconduct. Such rights of indemnification and reimbursement shall not be deemed exclusive of any other rights to which such Director or Officer may be entitled by law or otherwise.

ARTICLE XV
AMENDMENT OF ARTICLES

Provided such amendments do not violate the Church Manual or Conference regulations or directives, this Corporation may amend, alter, change or repeal any provision contained in these Articles of incorporation in the manner now or hereafter prescribed by law and all rights conferred on Officers, Directors, and Members herein are granted subject to this reservation.

IN WITNESS WHEREOF, we have hereunto set our hands at Crescent City,
Putnam County, State of Florida, on this 18 day of March, 1995

Oscar Trevino
Director/President

Oscar Trevino

Juan Herrera
Director/vice president

Juan Herrera

Jose Carbajal
Director/secretary/treasurer

Jose Carbajal

ACKNOWLEDGEMENT

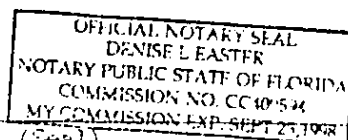
STATE OF FLORIDA

COUNTY OF PUTNAM

Before me a Notary Public in and for said county and state, on this
_____ day or _____, 1995, personally appeared OSCAR TREVINO,
JUAN HERRERA and JOSE CARBAJAL, to me known to be identical persons
who executed the foregoing Articles of Incorporation and acknowledged to me
that they executed the same as their free and voluntary act and deed for
the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and
year above written.

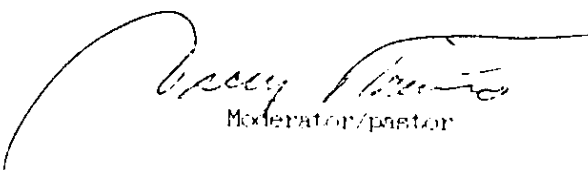
Denise L. Easter
Notary Public



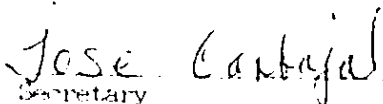
(Seal)

CERTIFICATE

This is to certify that at a meeting of EL SHADDAI PENTECOSTAL HOLINESS CHURCH OF CRESCENT CITY, INC. on November 5, 1994, the above and foregoing Articles of Incorporation were read to the church congregation in its regular business meeting assembled, and by majority vote of the church, the acts of the incorporators therein named were authorized and approved, and thereby made the acts of the church, that Oscar Trevino, Juan Herrera and Jose Carbajal, were duly elected directors and further, that Oscar Trevino is the Pastor of the Church and President of the Corporation; that Juan Herrera is duly elected Vice President of the Corporation and that Jose Carbajal is duly elected Secretary of the Corporation.

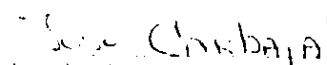

Moderator/pastor

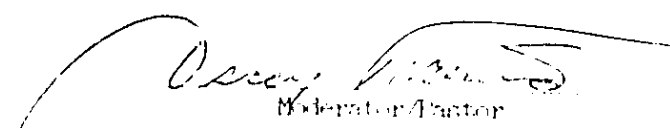
ATTEST:


Secretary

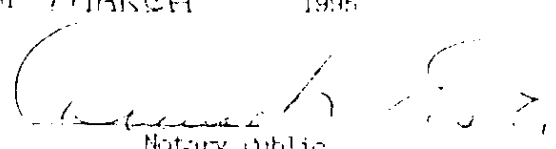
STATE OF FLORIDA

COUNTY OF PUTNAM

 of lawful age, being first duly sworn, says: that he is the Moderator or Presiding Officer of the above mentioned corporation; and has read the foregoing Certificate and knows the contents thereof and the facts therein set forth are true.


Moderator/Pastor

SUBSCRIBED AND SWORN to before me, the undersigned Notary Public in and for said County and State, this 15 day of MARCH 1995


Notary Public

(Seal)

FILED
MAR 14 PM 2:24
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/ REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida submits the following statement in designating the registered Office/ registered agent, in the state of Florida.

1. The name of the corporation is: EL SHADDAI PENTECOSTAL HOLINESS CHURCH OF CRESCENT CITY, INC
2. The name and address of the registered agent and office is:

Oscar Trevino

121 Lake George Rd. (P.O.Box 520)

Seville, Florida 32190

Having been named as registered agent and to accept service of process for the above corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature Oscar Trevino

Date 3-8-95