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CUSTOMER: Ronald L. Clark, Esq
CLARK & COMPARETTO, PA

Suite 6
4740 Cleveland Heights Blvd.
Lakeland, FL 33813

DOMESTIC FILING

NAME: THE APOSTOLIC CHURCH OF
JESUS OF AVON PARK, FLORIDA,
INC.

XXXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXXXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sebrene Randolph

EXAMINER'S INITIALS: _____

T. BROWN JUN - 2 1995

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***122.50 ***122.50

RECEIVED
SECRETARY OF STATE
JUN 1 1995
TALLAHASSEE, FLORIDA

FILED
95 JUN - 1 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W95-11240

W95



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

June 1, 1995

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: THE APOSTOLIC CHURCH OF JESUS OF AVON PARK, FLORIDA,
INC.
Ref. Number: W95000011270

We have received your document for THE APOSTOLIC CHURCH OF JESUS OF AVON PARK, FLORIDA, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

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) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 795A00027337

ARTICLES OF INCORPORATION

OF

THE APOSTOLIC CHURCH OF JESUS OF AVON PARK, FLORIDA, INC.

A FLORIDA NOT FOR PROFIT CORPORATION

FILED
95 JUN -1 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

These Articles of Incorporation are signed and acknowledged by the incorporator for the purpose of forming a Florida not for profit corporation on a non-stock basis under the provisions of the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes.

ARTICLE II: NAME AND ADDRESS

The name of this corporation is THE APOSTOLIC CHURCH OF JESUS OF AVON PARK, FLORIDA, INC. Its address is 950 Carolina Avenue, Avon Park, Florida 33825.

ARTICLE III: PURPOSES

The general purposes for which this corporation is organized are exclusively religious and charitable within the meaning of Section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States tax code. Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on

(a) by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Code of 1986 or the corresponding provision of any future United States 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 provision of any future United States tax code.

No part of the net earnings of the corporation 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 herein. No substantial part of the activities of the corporation shall be the carrying on or 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.

The corporation shall further function and operate as a Florida not for profit corporation specifically for the following purposes and with the following objectives:

To worship the Lord Jesus Christ by following the Apostolic Doctrine:

Our creed, Discipline Rule of Order and Doctrine is the word of God as taught and revealed by the Holy Ghost. John 14: 26: I Corinthians 2: verses 9 to 13.

All scripture is given by the inspiration of God and is profitable for doctrine, for reproof, for correction, for instruction in righteousness, that the man of God may be perfect, thoroughly furnished unto all good works. II Timothy 3: verses 16 and 17.

We stand for all scripture rightly divided. We believe that there is one Great and Eternal God who is omnipotent, omniscient, and omni-present. He was and is known as, "I am God Almighty, Jehovah, Alpha and Omega, Wonderful Counselor, Mighty God, Son and Everlasting Father, Prince of Peace, Jesus the Christ."

The plan for Salvation is to repent and be baptized in the name of the Lord Jesus Christ for the remission of Sins and Ye shall receive the gift of the Holy Ghost, or the New Birth. Acts 2:38; St. John 3:3 to 5.

ARTICLE IV: POWERS

The corporation shall have the power to:

1. Have succession by its corporate name for the period set forth in its articles of incorporation.
2. Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person.
3. Adopt and use a common corporate seal and alter the same; provided, however, that such seal shall always contain the words "corporation not for profit."
4. Elect or appoint such officers and agents as its affairs shall require.
5. Adopt, change, amend and repeal By-Laws, not inconsistent with law or its articles of incorporation, for the administration of the affairs of the corporation and the exercise of its corporate powers.
6. Increase by a vote of its members cast as the By-Laws may direct, the number of its directors, managers, or trustees so that the number shall not be less than ten but may be any number in excess thereof.
7. Make contacts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations and secure any of its obligations by mortgage and pledge of all or any of its property, franchises, or income.
8. Conduct its affairs, carry on its operations, and have offices and exercise the powers granted by this chapter in any state, territory, district, or possession of the United States or any foreign country.
9. Purchase, take, receive, lease, take by gift, devise, or bequest, or otherwise acquire, own,

hold, improve, use, or otherwise deal in and with real or personal property, or any interest therein, wherever situated.

10. Acquire, enjoy, utilize and dispose of patents, copyrights, and trademarks and any licenses and other rights or interests thereunder or therein.
11. Sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of its property or assets.
12. Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of and otherwise use and deal in and with, shares and other interest in, or obligations of, other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships, or individuals, or direct or indirect obligations of the United States, or of any other government, state, territory, governmental district, municipality, or of any instrumentality thereof.
13. Lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
14. Make donations for the public welfare or for religious, charitable, scientific, education, or other similar purposes.
15. Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is organized.
16. Merge and consolidate with other corporations, both for profit and not for profit, domestic and foreign, provided that the surviving corporation is a corporation not for profit.

ARTICLE V: PROHIBITIONS AND REQUIREMENTS

At any time during which the corporation is a "private foundation" as defined in Section 509(a) of the Internal Revenue Code ("I.R.C."), it shall not:

(a) Engage in any act of "self-dealing" as defined in I.R.C. Section 4941(d), which would give rise to any liability for tax imposed by I.R.C. Section 4941(a);

(b) Retain any "excess business holdings", as defined in I.R.C. Section 4943(c), which would give rise to any liability for tax imposed by I.R.C. Section 4943(a);

(c) Make any investment which would jeopardize the carrying out of any of its exempt purposes, within the meaning of I.R.C. Section 4944, so as to give rise to any liability for tax imposed by I.R.C. Section 4944(a);

(d) Make any "taxable expenditures," as defined in I.R.C. Section 4945(d), which would give rise to any liability for tax imposed by I.R.C. Section 4945(a);

(e) During the period it is a "private foundation" as defined in I.R.C. Section 509, the corporation shall distribute, for the purposes specified in its articles of organization, for each taxable year, amounts at least sufficient to avoid liability for tax imposed by I.R.C. Section 4942(a).

ARTICLE VI: SCOPE OF OPERATIONS

The territory in which the operations of the corporation are principally to be conducted is the United States of America and its possessions.

ARTICLE VII: COMPENSATION AND DISTRIBUTION OF ASSETS ON DISSOLUTION

No officer or member of the board of Directors of the corporation shall receive or be lawfully entitled to receive any

pecuniary profit from the operation of the corporation, except actual expenses to or on behalf of said corporation, if authorized by the board of directors.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any further United States tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. 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 such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII: LOCATION AND RESIDENT AGENT

The location of the corporation is in the City of Avon Park, County of Highlands, State of Florida. Its principal office shall be located at 950 Carolina Avenue, Avon Park, Florida 33825. The name and address of its initial Resident Agent in Florida is Thomas J. Brown, Sr., Pastor, 1407 Selph Avenue, Avon Park, Florida 33825.

ARTICLE IX: STOCKS AND ASSETS

This corporation is organized on a non-stock basis.

ARTICLE X: INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Name

Address

Thomas J. Brown, Sr., Pastor 1407 Selph Avenue
Avon Park, Florida 33825

The incorporator of these Articles of Incorporation hereby assigns to this corporation any and all of his rights to constitute a corporation.

ARTICLE XI: MEMBERSHIP

(a) Membership in this corporation shall be open to any interested person who professes belief in the teachings of the Lord Jesus Christ as taught by the Holy Bible.

(b) Only members in good standing of the corporation as defined in the By-Laws shall be eligible to participate in its business meetings, or to serve in any of its elective or appointive positions.

ARTICLE XII: OFFICERS

(a) The officers of this organization shall consist of a President, Vice President, Secretary, Financial Secretary, and Treasurer, and such other officers as may be provided for in the By-Laws adopted by the corporation and as amended from time to time.

(b) The names of the persons who are to serve as officers of the corporation until the 1996 annual meeting of the membership in accordance with the By-Laws are:

President	Thomas J. Brown, Sr.
Vice President	Beauta M. Brown
Secretary	Virginia McRae

Financial Secretary Laura Austin

Treasurer Fred Connor

(c) The officers shall be elected as provided for in the By-Laws adopted by the corporation and as amended from time to time.

ARTICLE XIII: BOARD OF DIRECTORS

The business affairs of this corporation shall be managed by the board of directors. This corporation shall have seventeen (17) directors initially. The number of directors may be increased or decreased from time to time in accordance with the By-Laws, but shall never be less than ten.

(a) The board of directors shall be members of the corporation.

(b) Members of the board of directors shall be elected and hold office in accordance with the By-Laws.

(c) The names and addresses of those who are to serve as the initial directors until the 1996 annual meeting of the membership of the corporation are:

Thomas J. Brown, Sr.	1407 Selph Avenue Avon Park, Florida 33825
Virginia McRae	1404 Selph Avenue Avon Park, Florida 33825
Laura Austin	2130 West Argonaut Road Avon Park, Florida 33824
Fred Conner	310 East 1st Street Avon Park, Florida 33825
Ben Hicks	203 East 3rd Street Avon Park, Florida
David Hicks	202 East 3rd Street Avon Park, Florida 33825

Terrell Patrick	1406 Selph Avenue Avon Park, Florida 33825
James Hamilton	201 Short Street Avon Park, Florida 33825
Clyde Dudley	1405 Selph Avenue Avon Park, Florida 33825
Ozzio Smith	303 East Booker Street Avon Park, Florida 33825
Adolph Williams	452 Billy Hill Road Avon Park, Florida 33825
Diane Watson	1216 South Verona Avenue Avon Park, Florida 33825
Beauta Brown	1407 Selph Avenue Avon Park, Florida 33825
Wanda S. Wilson	5101 Bass Avenue Sebring, Florida 33872
Wilma Conner	310 East 1st Street Avon Park, Florida 33825
Shirley Fleming	205 East 2nd Street Avon Park, Florida 33825
Katrina Lunsford	3733 Paula Court Lakeland, Florida

ARTICLE XIV: AMENDMENT OF BY-LAWS

(a) The membership of this corporation may provide such By-Laws for the conduct of its business and carrying out of its purposes as they may deem necessary from time to time.

(b) The By-Laws may be amended as set forth in such By-Laws.

ARTICLE XV: AMENDMENT OF ARTICLES OF INCORPORATION


These Articles of Incorporation may be amended in accordance with Florida law in effect at the time. The procedure to amend

Articles of Incorporation is currently set out in Florida Statutes, Section 617.017.

ARTICLE XVI: EXISTENCE

This corporation is to exist perpetually beginning June 1, 1995.

IN WITNESS WHEREOF, I, THOMAS J. BROWN, SR., the undersigned
subscribing incorporator have hereunto set my hand and seal this
17 day of May, 1995, for the purpose of forming
this not for profit corporation under the laws of the State of
Florida.


THOMAS J. BROWN, SR.

STATE OF FLORIDA

COUNTY OF POLK

The foregoing instrument was acknowledged before me this 17th day of MAY, 1995, by THOMAS J. BROWN, SR., of THE APOSTOLIC CHURCH OF JESUS OF AVON PARK, FLORIDA, INC., a Florida not for profit corporation, on behalf of the corporation. THOMAS J. BROWN, SR. is personally known to me or has produced _____ as identification and did _____ did not X take an oath.

WITNESS my hand and official seal in the county and state
named above this 17th day of May, 1995.

Marjorie N. Peer

NOTARY PUBLIC

NAME: Marjorie N. Peer

COMMISSION NO.: _____

a:\corp\apontollic.art



OFFICIAL SEAL
MARJORIE N. PEER
My Commission Expires
March 21, 1997
Comm. No. CC 267219

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED

95 JUN -1 AM 11:31
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

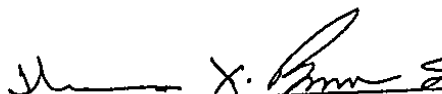
Pursuant to Chapter 48.091, Florida Statutes, the following is
submitted:

That desiring to organize under the laws of the State of
Florida, with its principal office, as indicated in the Articles of
Incorporation, at the city of Avon Park, County of Highlands, State
of Florida, has named Thomas J. Brown, Sr., located at 1407 Selph
Avenue, Avon Park, Highlands County, Florida 33825, as its agent
to accept service of process within this state.


THOMAS J. BROWN, SR.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-
stated corporation, at the place designated in this Certificate, I
hereby accept the appointment to act in this capacity and agree to
comply with the provision of said act relative to keeping open said
office.


THOMAS J. BROWN, SR.
Registered Agent