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ATTORNEYS AT LAW

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N960000001394

March 8, 1996

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

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
P.O. BOX 6327  
TALLAHASSEE, FL 32314  
\*\*\*122.50 \*\*\*122.50

Re: Tampa Baptist Deaf Church

Dear Sir or Madam:

I have enclosed the following items for your attention:

1. Original and one copy of Articles of Incorporation; and
2. Check in the amount of \$122.50 payable to the Secretary of State for filing fee and certified copy fee.

Please file the original Amendment and return one certified copy to the undersigned.

Sincerely,



Stephen P. Coleman

SPC/nk  
Enclosures.  
cc: George Roberts

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 MAR 11 AM 10:17

3/14/96

ARTICLES OF INCORPORATION

FOR

TAMPA BAPTIST DEAF CHURCH, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 MAR 11 AM 10:17

The undersigned, acting as incorporator of a corporation pursuant to chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be:

"TAMPA BAPTIST DEAF CHURCH, INC."

ARTICLE II PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and mailing address of this corporation shall be:

300 E. Sligh Avenue  
Tampa, FL 33604

ARTICLE III PURPOSE(S)

The specific purposes for which the corporation is organized are:

To operate exclusively for religious, charitable, and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws, including for such purposes the making of distributions to organizations qualifying as tax exempt organizations under that code. In addition, the corporation is organized for the following purposes:

1. To minister the gospel of Jesus Christ to all people and to provide Christian guidance and assistance.
2. To meet the physical and spiritual needs of all people in accordance with the gospel of Jesus Christ.
3. To participate in and assist other organizations involved in Christian evangelism.

#### ARTICLE IV MEMBERSHIP

The corporation shall have a membership distinct from the Board of Directors. Any person making application for membership as provided for in the Bylaws and agreeing to be bound by the Articles of Incorporation of this corporation, by its Bylaws, and by such rules and regulations as the Board of Directors may from time to time adopt, is eligible for membership in the corporation. The Board of Directors shall from time to time prescribe the form and manner in which application may be made for membership. The rights and privileges of the members of the corporation are as provided in the Bylaws of the corporation. Members shall have no voice or vote in the business affairs of the corporation.

#### ARTICLE V INITIAL DIRECTORS

There shall be three (3) directors constituting the initial Board of Directors. The name and address of each person who is to serve as an initial director is as follows:

George Roberts  
14130 Rosemary Lane  
#6310  
Largo, FL 34644

Lloyd Carrera  
4314 Akita Drive  
Tampa, FL 33625

Ben Smith, Jr.  
2305 Glenwood Drive  
Tampa, FL 33602

#### ARTICLE VI MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Directors: The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of directors of the corporation shall be not less than three (3) and may be such number greater than three (3) as may, from time to time, be voted upon by the Board of Directors.

The Board of Directors named in Article V shall hold office until the first annual meeting of the Board of Directors to be held as prescribed in the Bylaws but in no event later than twelve (12) months from the date of incorporation, at which time an election of directors shall be held. If a vacancy occurs on the Board, such vacancy shall be filled by nomination and election by the remaining members of the Board. If the number of directors is increased above three (3) as authorized by these Articles and the Bylaws, the newly created director positions shall be filled by nomination and election by the remaining members of the Board of Directors.

Directors elected at the first annual meeting and at all times thereafter shall serve for a term of not less than one (1) year and

until the qualification of their successors in office. The Board of Directors may, in the Bylaws of the corporation or by separate resolution, provide for staggered terms of office of the directors.

B. Corporation Officers: The Board of Directors shall elect a President, Vice President, Treasurer and Secretary and may elect such other officers, including additional vice presidents, as the Bylaws of this corporation may authorize from time to time. Such officers shall be initially elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

George Roberts  
Vice-president  
14130 Rosemary Lane  
#6310  
Largo, FL 34644

Lloyd Carrera  
President  
4314 Akita Drive  
Tampa, FL 33625

Ben Smith, Jr.  
Secretary/Treasurer  
2305 Glenwood Drive  
Tampa, FL 33602

#### ARTICLE VII LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation are as provided in section 617.032, Florida Statutes.

#### ARTICLE VIII AMENDMENTS

The Articles of Incorporation of the corporation may be amended by the Board of Directors by resolution proposed and considered at any regular meeting of the Board of Directors but which may not be adopted until the next succeeding regular meeting of the Board of Directors and then only by unanimous vote. The Bylaws of the corporation shall be made, altered, amended, or rescinded by a majority vote of the Board of Directors at a meeting of the Board of Directors called for such purpose.

#### ARTICLE IX DISTRIBUTION OF ASSETS

Upon dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a non-profit fund, foundation or corporation organized and operated exclusively for religious, charitable, or educational purposes which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

ARTICLE X DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to religious, charitable, and educational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof.

ARTICLE XI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial registered agent is:

Lloyd Carrera  
4314 Akita Drive  
Tampa, FL 33625

ARTICLE XII INCORPORATORS

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

Lloyd Carrera  
4314 Akita Drive  
Tampa, FL 33625

The undersigned incorporators has executed these Articles of Incorporation this 27th day of February, 1996.

Incorporator:

Witness

  
  
Lloyd Carrera

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 MAR 11 AM 10:17

Pursuant to the provisions of sections 607.0501 or 617.0501, 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:

Tampa Baptist Deaf Church, Inc.

2. The name and address of the registered agent and office is:

Lloyd Carrera  
4314 Akita Drive  
Tampa, FL 33625

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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.

  
LLOYD CARRERA

DATED: 2/27/96

REGISTERED AGENT FILING FEE: \$35.00