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# FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

July 1, 1996

REV. JAMES SMEDLEY POST OFFICE BOX 800 KEY LARGO, FL 33037

SUBJECT: CHURCH OF THE NAZARENE OF KEY LARGO, INC.

Ref. Number: W96000013845

We have received your document for CHURCH OF THE NAZARENE OF KEY LARGO, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The purpose contained in your articles of incorporation should be more specific. Please correct your articles to reflect the specific purpose for which the corporation is being organized.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation. A statement making reference to the bylaws is acceptable.

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) 487-6878.

Terri Buckley Corporate Specialist

Letter Number: 696A00032402

## ARTICLES OF INCORPORATION

OF

Church of The Nazarene of Key Largo, Inc. Federal ID # = 59-1573577

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, cifizens of the United States, and residents of the State of Florida, being natural persons of the age of twenty one (21) years or more, for the purpose of forming a Corporation under ("The General-Not-For-Profit Corporation Act" - if above state has such an act) do hereby adopt the following Articles of Incorporation.

#### ARTICLE I

The name of the Corporation is: Church of The Nazarene of Key Largo, Inc., and the address of its initial Principal and Registered Office in the State of Florida is U.S.1 at MM 100.4, Key Largo, FL. 33037, and the name of its initial Registered Agent at such address is Rev James Smedley.

#### ARTICLE II

The duration of the Corporation is perpetual.

#### ARTICLE III

The terms of admission to membership in this Corporation shall consist of membership in good standing in the ecclesiastical body known as Church of The Nazarene of Key Largo, Inc., and each member in good standing in such ecclesiastical body shall by virtue thereof be a member of this Corporation.

## ARTICLE IV

The names and addresses of the incorporators are as follows:

#### NAME ADDRESS

Rev. James Smedley 21 S E Marlin Ave. (PO Box 800) Key Largo, FL. 33037

Becky Noble 6 Pine Ave., Tavernier, FL. 33070

Sherry Smedley 21 S E Marlin Ave. (PO Box 800) Key Largo, FL. 33037

This corporation is formed for the following purposes:

- (a) To spread the Gospel of Jesus Christ, promote holiness and the worship of God among its members and attendants, and practice the Christian virtues inculcated in the Holy Scriptures, and in aid thereof to acquire, own and hold by purchase, lease, gift, legacy, bequest, devise or otherwise, both real and personal property of every kind and nature, and dispose of same in any and every lawful way, and use the proceeds thereof for the purposes hereinbefore stated, or reinvest in other property, and to borrow money if need be, and hypothecate its securities, issue bonds, execute promissory notes, mortgages and all manner of conveyances, and the property of this Corporation shall at all times be held, arranged and disposed of in accordance with the MANUAL of the Church of the Nazarene, (Paragraph 102).
- (b) To employ and discharge ordained ministers of the Gospel, and others, to conduct and carry on divine services at the place of worship of the members of the Corporation, and elsewhere, and to collect and disburse any and all necessary funds for the maintenance of said Corporation and the aforesaid ecclesiastical body known as Church of The Nazarene of Key Largo, Inc., and the accomplishment of its purposes, and further to comply with and conform to the principles and usages set forth in the MANUAL of the Church of the Nazarene.
- (c) To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes, or the attainment of any one or more of the purposes herein enumerated, or which shall at anytime appear conducive or expedient for the promotion of its welfare, and the accomplishment of the purposes herein enumerated.
- (d) To conduct, accomplish and carry on its objectives, functions and purposes or any part thereof, within or without the State of Florida.

- (e) The specific purposes hereinbefore enumerated shall not be held to limit or restrict in any manner the powers of this Corporation, but in general the Corporation shall have the power to do all things necessary, convenient or incidental to the carrying out of any or all of the foregoing purposes, and to have and exercise all of the rights, powers and privileges conferred or permitted by the laws of Florida upon Corporations formed under ("The General Not-For-Profit Corporation Act"), including all Amendments thereto.
- (f) Manual Church of The Nazarene (Paragraph 102.4 [4]) "Upon dissolution, the assets of the corporation shall be distributed to the District Advisory Board", known as the District Advisory Board of The Southern Florida District Church of The Nazarene, Inc., incorporated in the State of Florida in 1973.

## ARTICLE VI

(a) The Church Board, (Board of Directors), shall consist of not less than three (3) members of the Corporation duly elected by the members of the Corporation, and shall constitute the said Church Board in accordance with the MANUAL of the Church of the Nazarene, (Paragraph 113.9).

The officers of the Church Board and of the Corporation shall consist of the Pastor of the Church of The Nazarene of Key Largo, Inc. who shall be ex-officio Chairman of the Church Board a Secretary and a Treasurer, both of whom shall be elected by the Church Board as provided for in the MANUAL of the Church of the Nazarene, (Paragraphs 129.19 & 129.19)

(c) The first Church Board of this Corporation shall manage the affairs of the Corporation from the date of incorporation until the first day of the month in which the District Assembly is held, as provided for in the MANUAL of the Church of the Nazarene, shall consist of the following named persons, to-wit:

 To: Florida Department of State Terri Buckley, Corporate Specialist

From: Rev. James A. Smedlev

Ref. # : W960C0013845 Letter #: 696A00032402

The specific purpose for the incorporation of Church of the Nazarene of Kev Largo is for religious services and community outreach.

Since elv. Low Janus, Rev. James A. Swedley

NAME

#### \_ADDRESS

Rev. James Smedley 21 SE Marlin Ave. (PO Box 800) Key Largo, FL. 33037

Becky Noble

6 Pine Ave., Tavernier, FL. 33070

Sherry Smedley

21 SE Marlin Ave. (PO Box 800) Key Largo, FL. 33037

## ARTICLE VII

The By-laws for the guidance and control of this Corporation shall be the MANUAL of the ecclesiastical body of the Church of the Nazarene, and said MANUAL is hereby adopted by the incorporation hereof as the By-laws of this Corporation.

INCORPORATORS

KW Class Are Aller ev. Jomes Smodley, Fastor Bloky Woble ecky Noble, Secretary

Sherry Smedley, Treasurer

VERIFICATION

STATE OF Florida

COUNTY OF Monroe

I, latricia Marshall a Notary Public, do hereby certify that on the 10th day of April . 1996 Rev. James Smedley, Becky Noble and Sherry Smedley personally appeared before me, and, first having solemnly stated and affirmed to me, severally acknowledged that they signed as their free act and deed the foregoing document in the perspective capacities therein set forth and declared that the statements therein contained are true, to their best knowledge and belief.

xpires Jun. 30, 1998 Bonded by ANR

OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statues, the confoliowing is submitted in compliance with said Act:

FIRST--That the Church of The Nazarene of Key Largo, Inc.

desiring to organize under the laws of the State of Florida its principle office, as indicated in the Articles of Incorporation at City of Key Largo, County of Monroe, State of Florida, has named Rev. James Smedley, located at U.S.1 at MM 100.4, Key Largo, FL. 33037, as its agent to accept service of process within this State.

# ACKNOWLEDGMENT:

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

By: Rev. James Smedley

Mailing address: P O Box 800,

Key Largo, FL. 33037