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HODGES & CARRY, P.A.

ATTORNEYS AT LAW  
844 SOUTHFAIR 4TH AVENUE

PORT LAUDERDALE, FLORIDA 33055

JOHN W. CARRY  
PERRY W. HODGES JR.

TELEPHONE (904) 764-4700

September 20, 1996

Division of Corporations  
Reinstatement Section  
P.O. Box 6327  
Tallahassee, Florida 32314

100001362534  
-10/02/96--01012--016  
\*\*\*\*367.50 \*\*\*\*367.50

RE: FIRST BAPTIST CHURCH OF HALLANDALE, FLORIDA, INC.  
Our File No. 96-129

Dear Sirs:

Enclosed herein please find the following in regards to the reinstatement of the above corporation which was originally chartered by the Circuit Court of Broward County, Florida:

1. Certified copy of Articles of Incorporation;
2. Completed Application for Reinstatement and Reincorporation;
3. Original and one (1) copy of the Certificate of Reincorporation;
4. Check in the sum of \$367.50.

Please process this reinstatement and forward the certified copy to my office at the above address. Thank you for your attention to this matter. If you have any questions, please contact my office.

Sincerely yours,

PERRY W. HODGES, JR.

PWH/bnb  
enclosures

B. REGISTER SEP 25 1996

# APPLICATION FOR REINSTATEMENT AND REINCORPORATION OF LEGISLATIVELY OR JUDICIALLY CHARTERED NOT FOR PROFIT CORPORATION

IN COMPLIANCE WITH SECTION 617.1623(1)(d), FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REINSTATE AND REINCORPORATE A NOT FOR PROFIT LEGISLATIVELY OR  
JUDICIALLY CHARTERED CORPORATION WHICH WAS DISSOLVED ON JULY 2, 1992,  
PURSUANT TO SECTION 617.1623(1)(c):

1. FIRST BAPTIST CHURCH OF HALLANDALE, FLORIDA

Name of corporation exactly as it appears in legislative or judicial charter.

2. 214 East Hallandale Beach Boulevard, Hallandale, Florida 33009

Street address of the principal office of the corporation.  
(This address will be used for the mailing of corporation annual reports)

3. 5-28-59

Date of incorporation

4. FEI Number 5 9 - 1 6 9 7 0 3 1

☐ FEI Number applied for  
☐ FEI Number not required

☐ No

5. Does this corporation claim the Internal Revenue Service 501(c)(3) status? ☒ Yes

6. Name, address (P. O. Box NOT acceptable) and title of current officers and/or directors:  
(use additional page if necessary)

Title	Name	Street Address	City/State/Zip
P/D	Linley Garrison	6151 S.W. 32nd Street	Hollywood, FL 33023
S/D	Esther Williams	221 S.W. 4th Avenue	Hallandale, FL 33009
T/D	Elizabeth H. Adams	640 S.W. 6th Street	Hallandale, FL 33009
D	Paulette Murrell	1520 N. 57th Terrace	Hollywood, FL 33021

7. Attached is a copy of the judicial charter and all amendments thereto certified by the circuit court of the county wherein recorded or a copy of the chartering law certified by the Department of State, Division of Elections as to legislative charters and completed Certificate of Reincorporation.

Linley Garrison

Authorized Signature

LINLEY GARRISON, President

Name and capacity of person signing application [see s. 617.10201(6)]

RECEIVED  
DEPT. OF STATE  
HALLANDALE, FLORIDA  
26 SEP 24 PM 1:05

**CERTIFICATE OF REINCORPORATION**  
**FOR**  
**FIRST BAPTIST CHURCH OF HALLANDALE, FLORIDA, INC.**  
**(A Florida Nonprofit Corporation)**

**FILED**  
26 SEP 24 PM 1:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to section 617.0901, Florida Statutes, this certificate of reincorporation was duly authorized by a meeting of its members regularly called or by a meeting of its board of directors if there are no members entitled to vote on the reincorporation.

**ARTICLE I. NAME**

The name of this corporation shall be **FIRST BAPTIST CHURCH OF HALLANDALE, FLORIDA, INC.**

**ARTICLE II. PURPOSE**

This corporation is being formed for the purpose of Charitable engaging in the transaction of any and all activities permitted under the laws of Florida and the United States of America.

This corporation is irrevocably dedicated to and operated exclusively for non-profit purposes; and no part of the income or assets of the corporation shall be distributed to, nor inure to the benefit of any individual.

This corporation shall be limited in its purposes, objectives and activities as follows:

1. Notwithstanding any other provision of these Articles, this corporation will not carry on any other activities not permitted to be carried on by (a) 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 or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States internal revenue law.

2. Notwithstanding any other provision of these Articles, this corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c) of the Internal Revenue Code 1954 or any other corresponding provision of any future United States Internal Revenue law.

### ARTICLE III. POWERS

This corporation may do and perform all such acts and things, including those generally allowed by the laws of Florida relative to nonprofit corporations, as now existing, or as the law may henceforth provide, as from time to time may be necessary or expedient to the exercise of any and all of its corporate functions, powers, and rights.

However, this corporation, in exercising any one or more of such powers shall do so in furtherance of the exempt purpose for

which it has been organized as described in the applicable sections of the Internal Revenue Code.

#### ARTICLE IV. MANAGEMENT

The powers of this corporation shall be exercised, its properties controlled, and its affairs and business conducted and managed by the Board of Directors.

Any action required or permitted to be taken by the Board of Directors, under any provision of the law, may be taken without a meeting, if all of the directors shall individually or collectively consent in writing to such action. Such written consent shall be filed with the minutes of the proceedings of the Board of Directors. Any such action by written consent shall have the same force and effect as if taken by a unanimous vote of the Board of Directors. Any certificate or other document filed, under any provision of the law which relates to the action so taken, shall state that the action was taken by the unanimous written consent of the Board of Directors without a meeting, and that these Articles of Incorporation authorize the Board of Directors to so act. Such a statement shall be prima facie evidence of such authority.

#### ARTICLE V. BOARD OF DIRECTORS

This corporation's Board of Directors shall have four (4) directors. The number of directors may be increased from time to time, by an amendment to the corporate bylaws, but shall never be less than four (4) or more than six (6).

The term and manner of election of the directors shall be specified in the corporate bylaws.

#### ARTICLE VI. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

#### ARTICLE VII. PRINCIPAL OFFICE

The principal office and mailing address of this corporation shall be located at:

214 East Hallandale Beach Boulevard  
Hallandale, Florida 33009.

#### ARTICLE VIII. INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's initial registered office shall be: 644 Southeast 4th Avenue, Fort Lauderdale, Florida 33301.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: PERRY W. HODGES, JR., ESQ.

#### ARTICLE IX. BYLAWS

Corporate bylaws will be hereinafter adopted by the Board of Directors. The corporate bylaws may be amended or repealed, in whole or in part, by the Board of Directors in the manner provided

therein, provided that they are not inconsistent with the provisions of these Articles of Incorporation.

#### ARTICLE X. SPECIAL PROVISIONS

A. In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or the Federal, State, or Local government for exclusive public purpose.

B. This corporation will not, as a substantial part of its activities, attempt to influence legislation.

C. This corporation will not participate to any extent in a political campaign for or against any candidate for public office.

D. This corporation will distribute its income for each tax year at such time and in such manner as not to income subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provision of any subsequent Federal tax laws.

E. This corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

F. This corporation will not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code

of 1954, or corresponding provisions of any subsequent Federal tax laws.

G. This corporation will not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provision of any subsequent Federal tax laws.

H. This corporation will not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

#### ARTICLE XI. AMENDMENTS

Amendments to these Articles of Incorporation may be proposed by a resolution adopted and passed by the Board of Directors. Such amendments may be adopted by a vote of a majority of the quorum of this corporation's Board of Directors.

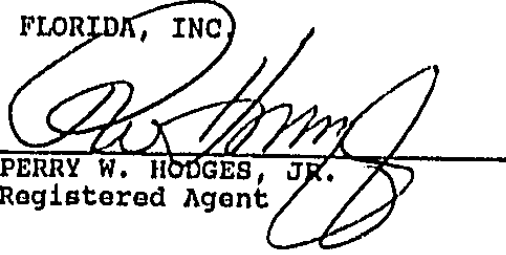
The Certificate of Reincorporation was executed this 17<sup>th</sup> day of September, 1996.



LINLEY GARRISON  
President



I hereby accept my designation as registered agent and agree to serve as the registered agent of FIRST BAPTIST CHURCH OF HALLANDALE, FLORIDA, INC. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for FIRST BAPTIST CHURCH OF HALLANDALE, FLORIDA, INC.

  
PERRY W. HODGES, JR.  
Registered Agent

FILED  
96 SEP 24 PM 1:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

59- 51579

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FILED  
SEP 24 PM 4:05  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

PROPOSED ARTICLES OF INCORPORATION  
of  
FIRST BAPTIST CHURCH OF HALLANDALE, FLORIDA

We, the undersigned, hereby associate ourselves for the purpose of forming and organizing and beginning a corporation not for profit under the Laws of the State of Florida, and do hereby adopt, declare and subscribe the following as the Articles of Incorporation:

ARTICLE I.

The name of this corporation shall be  
FIRST BAPTIST CHURCH OF HALLANDALE, FLORIDA,  
and it shall be located in and have its principal place of business in Broward County, Florida.

ARTICLE II.

The general nature of the object of this corporation shall be to advance the Christian Religion and particularly the doctrines subscribed to and believed in by other churches which are members of the Florida Baptist Convention, and the Southern Baptist Convention, and to band together for the promotion of religion and morality and to further facilitate the carrying on of the work of said corporation.

ARTICLE III.

The qualifications of the members of said corporation and the manner of their admission shall be determined by any one of the following ways: (1) by the giving of satisfactory proof of conversion to the Christian faith, namely upon the profession of faith in Christ as the Saviour, Lord and Master;

Crutch & Ward, 410 G. Street, Bldg. 626  
Tallahassee, Fla.

baptism by immersion and acceptance by a majority of the members of said corporation present and voting at the time of the reception of such members; provided, however, that all persons who are now members of the FIRST BAPTIST CHURCH OF HALLANDALE, FLORIDA shall be and remain members of said corporation whether or not their names are subscribed to this proposed Charter, until dismission for cause by a majority of members of said corporation present and voting at the time of such dismission; (2) on presentation of letters of dismission and recommendation from other Churches of like faith and order; (3) on a statement of satisfactory evidence of Christian character and former affiliation with a Church of like faith and order, in the event of failure to produce a letter of dismission; and (4) under the watchcare of the Church pending receipt of a regular letter of dismission.

ARTICLE IV.

The existence of this corporation shall be perpetual.

ARTICLE V.

The affairs of the Corporation are to be managed by the following officers, to-wit:

(1) By a Board of Deacons composed of six (6) or more members, as the circumstances and wishes of the Church members may determine, the Pastor of the Church being ex-officio member of the Deacons. The Board of Deacons shall have full charge, power and supervision over the affairs of said corporation except insofar as the powers which are specifically delegated to the Church Trustees herein shall be concerned. The said Board of Deacons may delegate such activities of the corporation as they may deem proper, to committees, or departments as may be created by the Church in conference.

(2) By a Board of Trustees composed of three (3) or more members, who shall make and execute all contracts, deeds, bonds, notes, negotiable instruments, mortgages, trusts and all other instruments of indebtedness or conveyance of said corporation upon the order thereof, by resolution duly adopted for such purpose; provided, however, that all such documents may be signed for and on behalf of the Board of Trustees by its Chairman and attested by its Secretary. The title to all property, however, shall be vested in the name of said corporation.

(3) By such other officers as the Church or corporation may from time to time see fit to elect, and such other committees as may be authorized by vote of the Church sitting in conference.

ARTICLE VI.

(1) All officers and committees of the Church shall be elected at the annual business meeting of said Church to be held beginning at 7:30, P. M., on Wednesday evening after the first Sunday in September of each year. Those present at said annual meeting may adjourn the same by a majority vote to another date certain, and in such manner as may be designated in the By-Laws; provided the Pastor shall be elected by majority vote of the members present and voting in any meeting called for that purpose for an indefinite period unless otherwise designated in the By-Laws.

(2) In the event of a failure to hold an annual election, the current Church officers and committees shall continue to serve until the beginning of the next Church year.

(3) The present Board of Deacons, as enumerated in

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ARTICLE VII hereof, shall continue in office, and the corporation may from time to time vote additional Deacons to said Board; provided, however, that the corporation shall be empowered upon majority vote of its members present and voting in any meeting called for that purpose, to elect a new Board of Deacons in the following manner:

The Board of Deacons shall be elected for a period of four (4) years, and one-fourth shall be elected each year. No Deacon shall be eligible to succeed himself until after he has been out of office for a period of at least one (1) year. At the first annual business meeting one-fourth of the Board of Deacons shall be elected for a term of one (1) year, and one-fourth of the Board of Deacons shall be elected for a term of two (2) years, and one-fourth of the Board of Deacons shall be elected for a term of three (3) years, and one-fourth of the Board of Deacons shall be elected for a term of four (4) years.

In the event that the corporation decides to change its manner of election of the Board of Deacons, as aforesaid, the then present Deacons shall have the right to succeed themselves.

(4) All other officers shall be elected at the annual meeting to serve for a period of one (1) year. In case of vacancy in the Board of Deacons, the Board of Trustees, or any office in the said corporation, such vacancy shall be filled by an election held by the members of said corporation after the time and place of such election has been first publicly announced at any regular Sunday service.

#### ARTICLE VII.

The affairs of said corporation shall be managed

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by the following officers until the first regular election, unless the membership of said corporation shall see fit to increase the number of the Board of Deacons or the Board of Trustees:

REV. T. E. WILLIAMS, Pastor;

FLOYD HARDRICK,  
ED HARP,  
JAMES O. HULKEY,  
A. R. NEWLAND,  
ESTILL RIDDLE,  
JAMES H. WOODRUM,

as the Board of Deacons; and,

S. LEE CROUCH, Chairman,  
RUSSELL DONNELLY, Vice Chairman,  
JAMES M. CADANISS, Secretary-Treasurer,

as the Board of Trustees.

#### ARTICLE VIII.

The said corporation may adopt a system of rules and By-Laws which shall be approved by the members of the corporation sitting in conference. The By-Laws may be changed, altered, modified, revoked or annulled at any time by a majority vote of the members of said corporation sitting in Church conference.

#### ARTICLE IX.

The highest amount of indebtedness or liability to which said corporation shall at any time subject itself, shall be \$300,000.00, provided that such limitation shall not apply to indebtedness incurred in connection with the purchase of property or the construction of buildings or the borrowing of money for any type of physical improvement to Church property.

#### ARTICLE X.

This corporation shall be entitled to hold real estate of a value of not exceeding \$750,000.00, subject always to the approval of the Circuit Judge.

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ARTICLE XI.

The names and addresses of the subscribers to this non-profit corporation are as follows:

S. LEE CROUCH,	720 S. W. 7th Terrace	Hallandale, Fla.
JAMES M. CADANISS	437 N. Federal Highway	Hallandale, Fla.
ED HARP	226 S. E. 2nd Street	Hallandale, Fla.
ANLEXION R. NEWLAND	2750 N. E. 214th Street	Hallandale, Fla.
MILLARD W. REICHENDACH	1625 Monroe Street	Hollywood, Fla.
JAMES O. MULKEY	119 S. W. 3rd Avenue	Hallandale, Fla.
BETTY ADAMS	640 S. W. 6th Street	Hallandale, Fla.
DOROTHY A. STONEHILL	118 S. Federal Highway	Hallandale, Fla.
THEODORE E. WHEELER	5265 Plantation Court	Ft. Lauderdale, Fla.
BETTYE W. MALLOY	4610 S. W. 34th Avenue	Ft. Lauderdale, Fla.

ARTICLE XII.

The Constitution of this Church may be amended at any time by a majority vote of the members sitting in conference and voting, provided notice of such amendment or revision is publicly announced at any regular Church service two (2) weeks prior to a regular or special church conference, and such action approved by the Circuit Court in and for Broward County, Florida.

ARTICLE XIII.

The Church year shall extend from October 1 through September 30 of each year.

ARTICLE XIV.

The Church sitting in conference shall be the final authority in all of its affairs.

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SUBSCRIBERS:

Address

<u>[Signature]</u>	<u>280 S.W. 7th St</u> <u>Hallandale, Florida</u>
<u>James M. Cabanero</u>	<u>497 N. Federal Hwy</u> <u>Hallandale, Fla.</u>
<u>[Signature]</u>	<u>226 S.W. 2nd St</u> <u>Hallandale, Fla.</u>
<u>W. Leigh R. Newland</u>	<u>2750 N. E. 214th St</u> <u>Box 815 Hallandale, Fla.</u>
<u>William W. Schenck</u>	<u>1333 Monroe St. Hallandale, Fla.</u>
<u>James O. Mulkey</u>	<u>119 S.W. 2nd, Hallandale, Fla.</u>
<u>Betty Adams</u>	<u>1201 S. 7th St. Hallandale, Fla.</u>
<u>Benita F. Stonehill</u>	<u>118 So. Federal Hwy.</u>
<u>Harold S. Kiker</u>	<u>5265 Plantation Ct.</u> <u>Ft. Lauderdale, Fla.</u>
<u>[Signature]</u>	<u>200 S. W. 2nd Ave</u> <u>Hallandale, Fla.</u>



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STATE OF FLORIDA  
COUNTY OF BROWARD

I HEREBY CERTIFY that before me this day personally appeared S. LEE CROUCH, to me known to be one of the persons who subscribed the foregoing proposed Charter, and he acknowledged before me that he executed the same for the purposes therein stated.

WITNESS my hand and official seal at Hallandale, Broward County, Florida, this 27th day of May, A. D., 1939.

*Reatha A. Le Fournier*  
Notary Public

Notary Public, State of Florida at Large  
My Commission expires Sept. 18, 1939  
Bonded by American Surety Co. of N. Y.

-----  
The foregoing proposed Charter of "FIRST BAPTIST CHURCH OF HALLANDALE, FLORIDA", of Broward County, Florida, having been presented to me this day for approval, and it appearing from an inspection of said Charter that it is in proper form, and is an object authorized by Statute Law, and no cause having been shown contrary to the aforesaid Charter or why my approval should not be endorsed thereon;

IT IS, THEREFORE, ORDERED by this Court that the foregoing Charter of "FIRST BAPTIST CHURCH OF HALLANDALE, FLORIDA" of Broward County, Florida, be and the same is hereby approved.

DONE, ORDERED, APPROVED AND ENDORSED in my Chambers at Fort Lauderdale, Florida, this 28<sup>th</sup> day of May, A. D., 1939.

*George H. Marks*  
Circuit Judge

RECORDED IN THE FINAL RECORDS BOOK  
OF BROWARD COUNTY, FLORIDA  
FRANK H. MARKS  
CLERK OF DISTRICT COURT

FILED

96 SEP 24 PM 1:05

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
BROWARD COUNTY

CERTIFICATION OF COMPLETE DOCUMENT

I HEREBY CERTIFY that the above and foregoing is a true and correct copy of Articles Incorporation

a document containing a total of 8 pages as recorded in

OK Book 1563 Page 297

WITNESS my hand and official seal in the City of Ft. Lauderdale, Florida, this 12 day of Sept, A.D. 19 96

Sam Cathcart County Administrator  
D.C.

