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TO: DIVISION OF CORPORATIONS
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FROM: FLORIDA INCORPORATORS, INC.
075350000473

ACCT#:

CONTACT: MARK HANKINS
PHONE: (305) 444-9508
(305) 444-4742

FAX #:

NAME: THE CHURCH IN GAINESVILLE, INC.
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ARTICLES OF INCORPORATION
OF

THE CHURCH IN GAINESVILLE, INC.

A Florida Corporation Not For Profit

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WE, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated under the laws of the State of Florida applicable to corporations not for profit under the following provisions:

ARTICLE I - THE NAME OF THE CORPORATION

The name of the Corporation shall be THE CHURCH IN GAINESVILLE, INC. (the "Corporation").

ARTICLE II - ADDRESS

The street address of the initial principal office and mailing address of the Corporation shall be 630 S.E. 74th Street, Gainesville, Florida 32601.

ARTICLE III - PURPOSES

The purpose and objects for which this Corporation is formed are as follows:

(a) To establish and operate a church, and to provide for the administration of temporal affairs, and for the care and custody of the property of that group of Christians meeting together as the Church in Gainesville.

FLORIDA INCORPORATORS, INC.
15 SIDONIA AVE., STE. 2
CORAL GABLES, FL 33134-3449
(305) 444-9508

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H96000015359

H96000015359

(b) To conduct worship services in the manner prescribed in the New Testament; to edify Christians with the teachings of the Scriptures; to preach the gospel of Jesus Christ; and to seek universal fellowship with Christians for the testimony of God.

(c) To minister spiritual and temporal needs of the poor, sick, orphans and widows according to brotherly love inspired by God.

(d) To engage in home and foreign missionary activities in cooperation with affiliated local churches in furtherance of the purposes described herein.

(e) To operate as an exclusively religious, charitable, scientific, literary and educational corporation within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law. Notwithstanding any other provision of these articles, this corporation shall not carry on activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

(f) To perform any operation and to conduct any affairs authorized by the Florida Corporations Not for Profit Code, and to conduct and perform any and all activities that may be

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H96000015359

related, no matter how remotely, to any of the foregoing purposes.

ARTICLE IV - MEMBERS

Section 1. Members. The corporation shall have one class of members, and the rights, powers and privileges of all members shall be equal.

Section 2. Qualifications. Membership in this corporation is open to all persons who give testimony that they believe in the name of Lord Jesus Christ and are regenerated by the Holy Spirit, and who express their intention to meet together on the ground ones with the Church in Gainesville.

Section 3. Admission. To be admitted as a member of the Corporation, one must be elected by the Board of Directors of the Corporation. Election of a member by the Board of Directors shall evidence the Board's determination that the person elected has met the qualifications for membership and such determination shall be conclusive for the purposes of the Corporation. The Board shall meet from time to time, at such times as the Board deems necessary or appropriate to elect new members.

Section 4. Termination. The death or resignation of any member or the removal of any member by the Board of Directors, with or without cause, shall automatically terminate the membership of such person in the Corporation.

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Section 5. Liabilities of Members. No member of the Corporation now or hereafter elected, shall be personally liable to the creditors of the Corporation for any indebtedness or liability and any and all creditor shall look only to the assets of the Corporation for payment. No member shall be liable for any dues or assessments.

Section 6. Property Rights. The members of the Corporation shall have no property rights in the assets of the Corporation, upon dissolution or otherwise.

Section 7. Voting Rights. Each member shall be entitled to one vote on each matter submitted to a vote of the members.

ARTICLE V - TERM

This corporation shall have a perpetual existence.

ARTICLE VI - INCORPORATOR

The name and residence address of the incorporator forming this corporation not for profit is as follows:

Mark Hankins
15 Sidonia Avenue #2
Coral Gables, FL 33134

ARTICLE VII - DIRECTORS

The government of and the management of the affairs of the Corporation shall be vested in a Board of Directors composed of members of the Corporation in good standing, which Board of Directors shall be elected by the members of the Corporation a

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the annual meeting of such members which shall be held in accordance with the Bylaws, but such number shall never be less than three (3). The names and addresses of the initial Board of Directors of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
Melvin B. Porter	2727 W. Fletcher Ave, Apt 41F Tampa, FL 33618
Tracy G. McDonald	630 S.E. 74th Street Gainesville, FL 32601
Jeffrey A. McDonald	7235 S.E. 7th Place Gainesville, FL 32601

ARTICLE VIII - PROPERTY OF THE CORPORATION

The property of this corporation is irrevocably dedicated to religious purposes and no party of the net income or assets of this corporation shall inure to the benefit of any Director, officer or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the Corporation, its assets remaining after payment or provision for payment, of all debts and liabilities of this corporation shall be distributed to a non-profit fund, foundation or corporation which is organized and operated exclusively for religious purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code or its successor provisions. Such distribution is hereby further restricted to entities which, at the time of such distribution, hold the same

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basic truths as and participate in harmonious Christian fellowship with The Church in Gainesville and other active local churches in the Lord's Recovery. Provided, however, the foregoing further restriction shall not apply if, after a diligent search by the Board of Directors, no tax exempt entity can be found which satisfies such further restriction.

ARTICLE IX - AMENDMENTS

The Articles of Incorporation for this Corporation may be amended by a majority vote of the Directors present at any regular or special Board of Directors meeting, provided that a quorum is present at such meeting, and further provided that at least ten (10) days written notice is given to each Director setting forth the intention to amend the articles of incorporation at such meeting.

The Bylaws of the Corporation may be adopted, amended or rescinded by a majority vote of the Directors present at any regular or special Board of Directors meeting, provided that a quorum is present at such meeting, and further provided that at least ten (10) days written notice is given to each Director setting forth the intention to make, amend or rescind any of the bylaws at such meeting.

ARTICLE X - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office and initial registered agent of this corporation shall be as follows:

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FLORIDA INCORPORATORS, INC.
15 Sidonia Avenue, Suite 2
Coral Gables, FL 33134-3449

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 31st day of October, 1996.

FLORIDA INCORPORATORS, INC.

By: 

Mark Hankins, Incorporator

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
AND REGISTERED OFFICE

PURSUANT TO 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 THE CHURCH IN GAINESVILLE, INC.
2. The name and address of the registered agent is: Florida Incorporators, Inc., 15 Sidonia Avenue, Suite 2, Coral Gables, FL 33134

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.

FLORIDA INCORPORATORS, INC.

By: 

Mark Hankins
President

Dated: October 31, 1996