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TRANSMITTAL LETTER

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

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-12/10/96--01075--005
****131.25 ****131.25

SUBJECT: Grace Fellowship Baptist Church of St. Lucie County, FL, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM: David A. Denny
Name (Printed or typed)

1589 SW Urbino Ave.
Address

Port St. Lucie, FL 34953
City, State & Zip

561-336-4385
Daytime Telephone number

FILED
96 DEC -9 PM 10:10
STATE
TALLAHASSEE, FLORIDA

DEC 10 1996 BSB

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

GRACE FELLOWSHIP BAPTIST CHURCH OF ST. LUCIE COUNTY, FLORIDA, INC.

The undersigned, acting as incorporators of a corporation pursuant to chapter 617, Florida Statutes, hereby subscribe to and form a corporation not for profit and adopt the following Articles of Incorporation:

ARTICLE I Name

The name of the corporation shall be:

Grace Fellowship Baptist Church of St. Lucie County, Florida, Inc.

ARTICLE II Principal Place of Business and Mailing Address

The location of the Grace Fellowship Baptist Church, Inc. shall be in the County of St. Lucie, State of Florida. The mailing address is 10075 S. Federal Highway, Box 130, Port St. Lucie, FL 34952

ARTICLE III Purpose

Our purpose is to glorify God by conducting a Baptist church in accordance with the Word of God, the Statement of Belief, the Covenant and Constitution of this local church. The mission of Grace Fellowship Baptist Church is to honor God by producing fully devoted followers of Jesus Christ. To achieve this purpose and mission we have four objectives:

(1) To worship God publicly; (2) To study and obey the Bible; (3) To participate in true Biblical fellowship; (4) To communicate the message of Christ.

The purposes for which the Grace Fellowship Baptist Church is organized are exclusively religious, charitable and educational 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, the corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal 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 section of any future federal tax code.

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FLORIDA

ARTICLE IV Membership

SECTION 1: Eligibility

The Membership of this church shall consist of persons who have received the Lord Jesus Christ as their personal Savior, have been baptized by immersion and have subscribed to the Membership Covenant and Doctrinal Statement.

SECTION 2: Application

Membership classes are offered at different times and must be attended prior to application. At the conclusion of the classes, applications for membership shall be made to the Pastor(s) or Deacon. All applicants shall be interviewed by the Deacons with regard to testimony of personal salvation and commitment to spiritual growth. If these areas are found to be satisfactory, the applicant shall be recommended to the church for membership.

SECTION 3: Admission

After a favorable recommendation by the Deacons and a public profession of faith by the applicant, the church shall vote upon the applicants request for membership. Members may be received into the church by vote of the membership at any scheduled service or business meeting of the church by receiving a majority vote of those present. Membership will be formally recognized with the right hand of fellowship.

SECTION 4: Duties

a. Members shall strive to keep their covenant obligations. They should honor and esteem their pastors, pray for them regularly and assist them in carrying out the ministries of the church. If at any time they find themselves opposed to the fundamental doctrines of this church (as described in the Doctrinal Statement), they will not seek to disrupt its fellowship, but will quietly withdraw from its membership.

b. All members of the church are expected to attend its meetings, to work for its growth, to guard its good name in the community, and to keep the church office informed of their residence.

SECTION 5: Rights

All members shall have equal rights and all active members in good standing, eighteen (18) years or older, shall have the right to vote at all meetings of the membership. Members of the church have no property rights and upon termination of membership they shall be entitled to no interest in the assets of Grace Fellowship Baptist Church.

SECTION 6: Watchcare Fellowship

Watchcare Fellowship is provided for believers residing temporarily in our city. Those who come under the Watchcare Fellowship enjoy all the privileges of membership with the exception of voting. Application and admission is the same as in Section 2 and 3 above.

SECTION 7 Honorary Fellowship

Honorary fellowship is provided to people who retire to another location, but desire to be kept on the mailing list of the church. Honorary membership enjoys all privileges of membership with the exception of voting. Full membership in another church of like faith is encouraged.

SECTION 8: Removal

a. Membership in this church may be terminated in any of the following ways by congregational vote.

1. Death of the member: No church action is required.
2. Request of the member: Requests must be in writing and the person cannot be under disciplinary action as outlined in #4 below.
3. Request from another church: For those members in good standing moving membership to another church of like faith, a letter of Christian character will be provided upon request of that church.
4. Discipline: All members have committed themselves to faithfully pursue spiritual growth, and have willingly become mutually accountable to one another. This commitment is not license to judge one another, but is a responsibility to actively encourage each other to remain obedient to the guidelines of Scripture. Should any member choose to reject the commands of the Bible, the church body should be actively involved in personally confronting and encouraging him/her to repent, make reconciliation or restitution when necessary, and resume obedience to God following procedures specified in Section 8, Article 6 of the Constitution.
5. Inactivity: This process would follow the pattern of that for discipline (see above). Any member who has not attended the regular church services and supported the work of this church (unless providentially hindered) with some degree of regularity for a period of one year, shall be contacted by a Deacon, and then placed on inactive membership status for a period of one year by a vote of the congregation. If at the conclusion of that time, he/she has not responded to the encouragement of the church body to resume active participation, his/her membership shall be dropped. Written notification shall be provided of this church action.

b. All removals from membership shall be by recommendation of the Deacons to the membership for vote.

ARTICLE V Board of Directors

The Board of Directors shall consist of four (4) persons, who shall be designated as the Pastor and the Chairman, Vice Chairman, and Secretary of the deacons.

Deacons shall be elected by the membership at the annual business meeting for three year terms or until such time as a successor is elected and assumes office. Deacon positions shall be added or removed by a vote of the congregation to maintain a number adequate for providing personal contact with and care for the

membership. One-third of the members of the deacons shall be elected each year to occupy the positions left vacant by those completing the third year of their term of service. The candidates receiving the highest number of votes shall be elected to office according to the procedures regarding qualifications for voting, voting age, and quorum, as found in Article 11, Sections 3,4, and 5 of the Constitution.

ARTICLE VI Non-Profit Basis

This corporation is organized on a non-profit basis. It is a Baptist Church, supported by the free-will offerings and systematic giving of its members. No monies will be raised for the support of the church and its various activities by any means but the Biblical plan of tithes, offerings, and gifts. All monies will be disbursed for the furtherance of the ministry as designated in an annual church budget by corporate act of the church at the annual meeting and other designated corporate acts. No profit shall ever accrue to the benefit of any individuals from the assets, holdings, or other transactions in which this corporation may become involved.

ARTICLE VII Dissolution

In the event of the dissolution of this corporation, all of its debts shall be fully satisfied. None of its assets or holdings shall be divided among the members or other individuals, but shall be irrevocably designated by corporate vote prior to dissolution to such other nonprofit religious corporations as are in agreement with the letter and spirit of the Statement of Belief adopted by this church.

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 corresponding section of any future federal 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 said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII
Initial Registered Agent and Street Address

The name and the street address of the initial registered agent is: Mr. Arthur Johnsc 1583 SW Urbino Ave., Port St. Lucie, FL 34953.

ARTICLE IX
Incorporators

The names and the street addresses of the incorporators for these articles of incorporation are:

Pastor Charles Phillips
431 Thanksgiving Ave.
Port St. Lucie, FL 34984

Phil Aardsma
2551 SE Marius St.
Port St. Lucie, FL 34952

Carl Hester
2109 SE Triumph Rd.
Port St. Lucie, FL 34952

Rolf Altwein
420 SW Fairway Landing
Port St. Lucie, FL 34986

The undersigned incorporator has executed these Articles of Incorporation this 4th
day of December, 1996.

Signature of Incorporator:

Charles P. Phillips

Charles P. Phillips

Typed name of incorporator signing

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 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.

FILED
96 DEC -9 PM 10:10
TALLAHASSEE, FLORIDA
STATE

1. The name of the corporation is:

Grace Fellowship Baptist Church of St. Lucie County, Florida, Inc.

(must include suffix)

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

Arthur G. Johnson

(NAME)

1583 SW Urbino Ave.

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Port St. Lucie, FL 34953

(CITY/STATE/ZIP)

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.

Arthur G. Johnson
(SIGNATURE)

12/4/96
(DATE)