

N 9700000 7191

December 26, 1997

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

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-12/29/97--01050--001  
\*\*\*\*131.25 \*\*\*\*131.25

SUBJECT: Metropolitan Community Church South Beach, Inc.

Enclosed are two originals and one (1) copy of the articles of incorporation and a check to cover fees in the amount of \$131.25.

Please return one certified copy to:

Robert M. Skaggs  
One South Pine Island Road #409  
Plantation, FL 33324-2644

If there are any questions I can be contacted at 954-748-7000 ext. 102 during business hours.

Regards,

  
Robert M. Skaggs

FILED  
97 DEC 29 10:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CB  
12-30-97

FILED  
97 DEC 29 10:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
METROPOLITAN COMMUNITY CHURCH SOUTH BEACH, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of corporations not for profit.

ARTICLE I

Name

The name of this corporation shall be: METROPOLITAN COMMUNITY CHURCH SOUTH BEACH, INC.

ARTICLE II

Principal Office

The principal place of business of the corporation is 1500 Bay Road, Suite 583, Miami Beach, FL 33139-3233. The mailing address of the corporation is PO Box 399117, Miami Beach, FL 33239-9117.

ARTICLE III

Purpose For Which Corporation Is Organized

The primary purpose of this local Church body is to bind together the children of God in the Christian tradition, and to make God's Will dominate in the lives of human beings, individually and collectively, as set forth in all the holy scriptures; and also to set up classes and/or bodies of instruction in the science and philosophy of theology and kindred subjects for the propagation of the teachings and philosophy of faith in Almighty God as accepted by this local church body; to instruct and teach those who may offer themselves in the religious teachings and philosophy as received by this local church body; to promote religious and social work in accordance with the philosophy and policies of such Church

fellowship(s) and association(s) with which this local Church body may associate itself, and in connection therewith to effect suitable organization for the purpose of carrying on public worship.

#### Corporate Powers

- (a) Have succession by its corporate name for the period set forth in its Articles of Incorporation.
- (b) Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person.
- (c) Adopt and use a common corporate seal and alter the same; provided, however, that such seal shall always contain the words "corporation not for profit."
- (d) Elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation.
- (e) Adopt, change, amend and repeal by-laws, not inconsistent with law or its Articles of Incorporation, for the administration of the affairs of the corporation and the exercise of its corporate powers.
- (f) Increase, by a vote of its members cast as the bylaws may direct, the number of its directors, manager or trustees so that the number shall not be less than five but may be any number in excess thereof.
- (g) Make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage and pledge of all or any of its property, franchises or income.
- (h) Conduct its affairs, carry on its operations, and have offices and exercise its powers in any state, territory, district, or possession of the United States or any foreign country.
- (i) Purchase, take, receive, lease, take by gift, devise or bequest, or otherwise acquire, own, hold, improve, use, or otherwise deal in and with real or personal property, or any interest therein, wherever situated.
- (j) Acquire, enjoy, utilize and dispose of patents, copyrights and trademarks and any licenses and other rights or interests thereunder or therein.
- (k) Sell, convey, mortgage, pledge, lease, exchange, transfer or otherwise dispose of all or any part of its property and assets.
- (l) Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of and otherwise use and deal in and with, shares and other interests in, or obligations, whether for profit or not for profit, associations, partnerships or individuals, or direct or indirect obligations of the United States, or of any other government, state, territory, governmental district, municipality, or of any instrumentality thereof.
- (m) Lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned and invested.

- (n) Make donations for the public welfare or for religious, charitable, scientific, educational, or other similar purposes.
- (o) Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is organized.
- (p) Contract debts and borrow money at such rates of interest not to exceed the lawful interest rate and upon such terms as it or its board of directors may deem necessary or expedient and shall authorize or agree upon, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, whether secured or unsecured, and execute such mortgages, or other instruments upon or encumbering its property or credit to secure the payment of money borrowed or owed by it, as occasion may require and the board of directors deem expedient.

#### ARTICLE IV

##### Qualification Of Members And The Manner Of Their Association

Any person desiring to become a member of the Metropolitan Community Church South Beach, Inc. shall submit his/her application to the Clerk and the Board of Directors. Upon approval of such application, that person shall be admitted to membership after affirmation of belief and/or baptism.

#### ARTICLE V

##### Initial Registered Agent and Street Address

The name and Florida street address of the initial registered agent are:

Donald Young  
10730 SW 136<sup>th</sup> Court  
Miami, FL 33186

#### ARTICLE VI

##### Existence

This corporation shall have perpetual existence unless dissolved according to law.

## ARTICLE VII

### Subscribers

The subscribers to these Articles of Incorporation are:

Barry K. Slack  
3550 Avocado Avenue  
Coconut Grove, FL 33133

Jose A. Vazquez  
443 NE 195 Street #436  
North Miami Beach, FL 33179

Kevin J. Veilleux  
7703 Camino Real #A-406  
Miami, FL 33143

## ARTICLE VIII

### Officers

The affairs of this organization are to be managed by the following officers:

PRESIDENT, which office shall be filled by the Pastor, who shall be responsible for the religious services of the Church and may participate in the activities of any boards, committees, or organizations in the Church and act as moderator of all business meetings; who shall be elected by the Board of Directors and serve until his/her successor is elected.

CHURCH CLERK shall serve as the Secretary of the Corporation and be responsible for all records of the Church and shall be elected by the Board of Directors and serve until his/her successor is elected.

CHURCH TREASURER who shall be responsible for the receipt and safekeeping of all funds of the corporation and who shall be elected by the Board of Directors and serve until his/her successor is elected.

## ARTICLE IX

The names and post office addresses of the officers who are to serve until the first election or appointment under the Articles of Incorporation are:

Barry K. Slack, President  
3550 Avocado Avenue  
Miami, FL 33133

Jose A. Vazquez, Secretary  
443 NE 195 Street #436  
North Miami Beach, FL 33179

Robert M. Skaggs, Treasurer  
One South Pine Island Road #409  
Plantation, FL 33324-2644

## ARTICLE X

### Directors

The Board of Directors shall consist of not less than five nor more than nine members of the Church as established in the by-laws and shall hold office for a term of three years until a successor is elected and installed; provided, however, that the term of one-third of the members of the Board shall expire each year and that other members shall be elected to fill the vacancies thus created.

The names of the first Directors who shall serve until the first election are:

Barry K. Slack  
3550 Avocado Avenue  
Coconut Grove, FL 33133

Jose A. Vazquez  
443 NE 195 Street #436  
North Miami Beach, FL 33179

Richard Murphy  
980 NW North River Drive #122  
Miami, FL 33136

Robert M. Skaggs  
One South Pine Island Road #409  
Plantation, FL 33324-2644

Kevin J. Veilleux  
7703 Camino Real #A-406  
Miami, FL 33143

Carlos Mielgo  
443 NE 195 Street #436  
North Miami Beach, FL 33179

## ARTICLE XI

### By-Laws

By-Laws shall be adopted or rescinded by a vote of the membership of the Church at regular business meetings or special meetings called for that purpose.

ARTICLE XII

Amendments

Amendments to these Articles of Incorporation shall be proposed by the Board of Directors and approved by a majority vote of the membership at a meeting called for such purpose.

IN WITNESS WHEREOF, we, the undersigned, being each of the original subscribers to these Articles of Incorporation, have hereunto set our hands and seals this 14 day of DECEMBER, 1997.

[Signature]

[Signature]

[Signature]

Barry K. Slack

Jose A. Vazquez

Kevin J. Veilleux

STATE OF FLORIDA  
COUNTY OF DADE



[Signature]

I HEREBY CERTIFY that on this 14 day of DEC., 1997 personally appeared before me Barry K. Slack, Jose A. Vazquez, and Kevin J. Veilleux, to me well known to be the persons who executed the foregoing Articles of Incorporation of Metropolitan Community Church South Beach, Inc. and they acknowledged to me that they executed the same for the purpose therein set forth.

WITNESS MY HAND and Official Seal at MIAMI BEACH, Dade County, Florida, this 14 day of DEC., 1997.

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.

[Signature]  
Signature/Registered Agent  
Donald Young

12-14-97  
Date