

# N97000007224

*Melanie A. McGahee*  
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December 23, 1997

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

400002383274--0  
-12/26/97--01058--006  
\*\*\*\*437.50 \*\*\*\*437.50

Re: Clewiston Assembly of God, Inc.

Dear Sirs:

Enclosed for reinstatement of the above referenced corporation by reincorporation, please find the following documents:

- 1) Application for Reinstatement and Reincorporation of a Legislatively or Judicially Chartered Not For Profit Corporation;
- 2) Certificate of Reincorporation;
- 3) Certificate of Designation of Registered Agent/Registered Office; and
- 4) Certified Copy of Original Charter.

Also enclosed is a check in the amount of \$437.50 to cover the following:

Reinstatement Filing Fee; Reincorporation Fees; and	
Designation of Registered Agent	\$376.25
Certified Copy	52.50
Certificate of Status	8.75

FILED  
97 DEC 26 AM 11:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I have enclosed a pre-paid Federal Express envelope for your convenience in returning the Certified Copy and Certificate of Status as we are attempting to meet a year end deadline.

I appreciate your prompt and courteous attention to this matter. If you have any questions or comments, please do not hesitate to contact this office.

Very truly yours,

*Melanie A. McGahee*  
Melanie A. McGahee

MAM:mc  
Enclosures

*Dmc*  
*12/30/97*

*Melanie A. McGahee*  
*Attorney At Law*  
*417 West Sugarland Highway*  
*Clewiston, Florida 33440*

*Telephone (941) 983-1677*

*Fax (941) 983-1973*

**CONFIDENTIAL**

**TELECOMMUNICATIONS COVER SHEET**

**FAX Number:** (850) 487-6013

**DATE:** December 30, 1997

**TO:** Ms. Doris McDuffie  
Florida Division of Corporations

**FROM:** Melanie A. McGahee, Esq.

**RE:** Clewiston Assembly of God, Inc.

**NOTES:** Following are the "re-typed" original documents as  
filed in Hendry County. Thank you for your efforts  
in getting this filed today.

**NUMBER OF PAGES IN THIS TRANSMISSION INCLUDING THIS COVER SHEET... 7**

(If you did not receive all the pages in this transmission, please contact sender at the number listed above.)

THE INFORMATION RECEIVED IN THIS FACSIMILE MESSAGE IS INTENDED ONLY FOR THE PERSONAL AND CONFIDENTIAL USE OF THE DESIGNATED RECIPIENTS NAME ABOVE. THE MESSAGE MAY BE AN ATTORNEY-CLIENT COMMUNICATION AND IS PRIVILEGED AND CONFIDENTIAL. IF THE READER OF THIS MESSAGE IS NOT THE INTENDED RECIPIENT AND OR AGENT RESPONSIBLE FOR DELIVERING IT TO THE INTENDED RECIPIENT, YOU ARE HEREBY NOTIFIED THAT YOU HAVE RECEIVED THIS MESSAGE IN ERROR, AND THAT ANY REVIEW, DISSEMINATION, DISTRIBUTION, OR COPYING OF THIS MESSAGE IS STRICTLY PROHIBITED. IF YOU HAVE RECEIVED THIS COMMUNICATION IN ERROR, PLEASE NOTIFY US IMMEDIATELY AND RETURN THE ORIGINAL TO US BY MAIL. YOU WILL BE REIMBURSED FOR ANY POSTAGE INCURRED.

**APPLICATION FOR REINSTATEMENT AND REINCORPORATION OF A  
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).

**Name:** CLEWISTON ASSEMBLY OF GOD, INC.

**Address:** 350 S. BERNER ROAD  
CLEWISTON, FLORIDA 33440

**Date of Incorporation:** 07/27/56

**FEI Number:** 59-2236258

**FILED**  
97 DEC 26 AM 11:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Name, address (P.O. Box Not acceptable) and title of current officers and/or directors:**

Title	Name	Street Address	City, State, Zip
DIRECTOR	SAMUEL L. LANG, JR.	350 S. BERNER ROAD	CLEWISTON, FL 33440
DIRECTOR	WILMER J. WIGGINS	350 S. BERNER ROAD	CLEWISTON, FL 33440
DIRECTOR	ROGER PLOUFFE	350 S. BERNER ROAD	CLEWISTON, FL 33440

Attached is a copy of the judicial charter and all amendments thereto, if any, 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.

CLEWISTON ASSEMBLY OF GOD, INC.

*Samuel L. Lang, Jr.*      12/24/97  
SAMUEL L. LANG, JR.      DATE

*Wilmer J. Wiggins*      12/24/97  
WILMER J. WIGGINS      DATE

*Roger Plouffe*      12/23/97  
ROGER PLOUFFE      DATE

**FILED**

97 DEC 26 AM 11:02

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF REINCORPORATION**

**FOR**

**CLEWISTON ASSEMBLY OF GOD, INC.**

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**

The name of the corporation shall be the "CLEWISTON ASSEMBLY OF GOD, INC." The principal office and place of business of said corporation shall be 350 S. Berner Road, Clewiston, Florida 33440, County of Hendry, and State of Florida.

**ARTICLE II**

The general purpose of the Corporation is to operate exclusively for religious purposes and to receive and administer funds and property for educational and charitable purposes 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 provision of these Articles, the purposes of the Corporation are limited to those described in Section 501(c)(3) of the Internal Revenue Code of 1986 or any corresponding provision of any future United States Internal Revenue law.

To exercise all the powers conferred by law upon corporations not for profit, to the extent that such powers are not in conflict with the purposes of the Corporation.

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation. The Corporation shall not participate, directly or indirectly, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. The Corporation shall not have the objective nor engage in activities which would characterize it as an "action organization" as defined in Section 501(c)(3)-1(c)(3)

of the Treasury Regulations as it now exists or may hereafter be amended.

### **ARTICLE III**

#### **INITIAL REGISTERED AGENT & STREET ADDRESS**

The name and street address of the initial registered agent is: Melanie A. McGahee, Esq., 417 West Sugarland Hwy., Clewiston, Florida 33440.

### **ARTICLE IV**

This corporation shall have perpetual existence.

### **ARTICLE V**

The business affairs of this corporation shall be conducted by a Board of Directors who shall be elected at the annual meeting each year to serve for the ensuing year. The officers of the corporation shall serve until their respective successors in office shall be elected and duly qualified. It shall establish policy concerning management of the general affairs, business, funds, records, property and other matters of the Corporation. It shall act upon all matters of policy; consider and adopt the annual budget of income and expenses on the basis of which the budget for the coming fiscal year's operation shall be planned; adopt rules, requirements and conditions of membership and admission to membership; set the obligations of organization office holders; and perform such other duties as the Directors in regular or special meetings assembled from time to time may prescribe. The names of the persons who are serving as current directors of the Corporation are:

Samuel L. Lang, Jr.

Wilmer J. Wiggins

Roger Plouffe

### **ARTICLE VI**

No person, firm or corporation shall ever receive any dividends from the undertaking of this corporation. Upon dissolution of this organization, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code and which have qualified for exemption

under Section 501(c)(3) of the Internal Revenue code, or shall be distributed to the Federal Government, or to a State or local government for public purpose. None of the assets shall be distributed to any member, officer, or trustee of this corporation. Any such assets not so disposed of shall be disposed of by the Circuit Court of Hendry County, Florida, exclusively for such purposes or to such organization or organizations, as said Court shall determine which are organized and operated exclusively for such purpose.

#### ARTICLE VII

These Articles may be amended and new Articles may be proposed in any manner which does not contravene the purposes of the Corporation as set out in these Articles or would not adversely affect its status as an organization qualifying under Section 501(c)(3) of the Internal Revenue Code of 1986, or any corresponding provision of any future United States Internal revenue law.

DATED that 23<sup>rd</sup> day of December, 1997.

ATTEST:

Louise Sias  
LOUISE SIAS, Secretary

CLEWISTON ASSEMBLY OF GOD, INC.

Samuel L. Lang, Jr.  
SAMUEL L. LANG, JR., Director

Wilmer J. Wiggins  
WILMER J. WIGGINS, Director

Roger Plouffe  
ROGER PLOUFFE, Director

#### CERTIFICATION

I, LOUISE SIAS, Secretary, hereby certify that the foregoing Resolution was duly adopted by the Board of Directors of the Clewiston Assembly of God, Inc. and a correct reflection of the action taken by said Board of Directors at their regular meeting held on December 16, 1997.

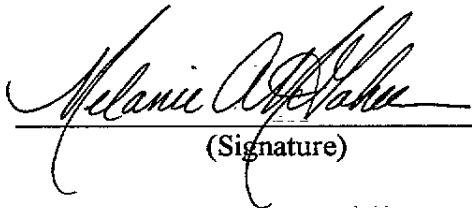
Louise Sias  
LOUISE SIAS, Secretary

**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,  
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE  
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: CLEWISTON ASSEMBLY OF GOD, INC.
2. The name and address of the registered agent and office is:  
Melanie A. McGahee  
417 W. Sugarland Hwy.  
Clewiston, Florida 33440

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)

\_\_\_\_\_  
12/23/97  
(Date)

Certified to be a true and correct copy of the original.  
Christina Pratt  
Hendry County Clerk  
By: Christina Pratt  
Deputy Clerk 12/12

IN THE CIRCUIT COURT OF HENDRY COUNTY  
FLORIDA IN CHANCERY NO. 1711

IN RE:

INCORPORATION OF CLEWISTON  
ASSEMBLY OF GOD, INC., as a  
corporation not for profit

FILED  
97 DEC 26 AM 11:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PETITION FOR ORDER OF INCORPORATION

We, the undersigned, desiring to associate ourselves together for the purpose of becoming incorporated and forming a corporation not for profit under and pursuant to the laws of the State of Florida, with and under the following charter, do hereby certify as follows:

PROPOSED CERTIFICATE OF INCORPORATION

ARTICLE I

The name of this corporation shall be Clewiston Assembly of God, Inc., and the principal place where the said corporation shall conduct its affairs shall be in Clewiston, Florida.

ARTICLE II

The general nature of the object of this corporation shall be to foster, encourage and promote the spiritual welfare of its members, and to foster, maintain, promote and teach the religious beliefs and tenets of faith and practice of the Statement of Fundamental Truths approved by the General Council of The Assemblies of God, with headquarters at Springfield, Missouri.

For such purpose, the corporation shall have the following corporate powers: The corporation shall have in general, all powers necessary or incidental to the carrying out of the general nature of the object of said corporation, and in addition thereto, without limiting the generality of the foregoing, shall have power to acquire (by purchase, gift or otherwise), hold, possess, lease, mortgage, hypothecate, encumber, alienate and dispose of both real and personal property, as well as bills, notes, negotiable instruments in general, and choses in action; to sue and be sued, in its corporate name; to adopt and use a corporate seal and alter the same; to appoint such officers and agents and employ and discharge personnel as its affairs shall require, and to allow them suitable compensation; make and enter into contracts necessary and proper for the conduct of



its business; to negotiate for and borrow money and to open and maintain accounts with banks; and have all other powers customarily inherent in corporations not for profit, as well as such powers as are granted by law to corporations generally, insofar as the same do not conflict with the powers herein expressly set forth or conflict with the general nature and object of this corporation.

### ARTICLE III

The qualification for membership and the manner of their admission shall be as follows: All persons who are now members in good standing of the un-incorporated religious society or association known as CLEWISTON ASSEMBLY OF GOD in the City of Clewiston, State of Florida, including the undersigned, shall, upon incorporation, automatically become members of the corporation. Thereafter, the qualifications for membership and the manner of their admission, shall be as set forth in the constitution and by-laws of CLEWISTON ASSEMBLY OF GOD, adopted the 15th day of August, 1952, or any amendments thereto.

Except to the extent that the same may be in direct conflict with any provisions of this proposed certificate of incorporation, the aforesaid constitution and by-laws of CLEWISTON ASSEMBLY OF GOD, adopted the 15th day of August 1952, and any amendments thereto, shall, upon incorporation, be automatically adopted as the constitution and by-laws of the corporation, to the same extent as if herein set forth in full.

### ARTICLE IV

This corporation shall have perpetual existence.

### ARTICLE V

The names and residences of the subscribers of this charter, or certificate of incorporation, are as follows:

Reverend R. L. Beavers	Clewiston, Florida
Oscar A. Pratt	Clewiston, Florida
Eugene Hingson	Clewiston, Florida
Samuel L. Lang	Clewiston, Florida
William H. Adams	Clewiston, Florida
Jesse E. Spurlin	Clewiston, Florida
Louise W. Sias	Clewiston, Florida

### ARTICLE VI

The affairs of the corporation are to be managed by the Pastor, a Secretary-Treasurer, a Board of Deacons consisting of not less than three (3) members, and a Board of Trustees of three

(3) members, the duties and authority of each being as set forth in the constitution and by-laws of the corporation.

The Pastor shall be elected each year at the annual meeting of the corporation, unless he shall have been elected for a longer period of time at a previous election.

The members of the Board of Deacons shall each be elected annually at the annual meeting of the members.

The members of the Board of Trustees shall be elected for three (3) year terms on staggered basis, one member only being elected each year at the annual meeting of the members.

At the time of becoming incorporated, the persons serving on the Board of Trustees of the un-incorporated association known as the CLEWISTON ASSEMBLY OF GOD, shall automatically be the members of the Board of Trustees of the corporation, and serve for the remainder of their respective terms.

Vacancies shall be filled and officers shall be subject to removal in accordance with the provision of the constitution and by-laws governing the same.

#### ARTICLE VII

The names of the officers and trustees who are to manage all of the affairs of the corporation until the first election or appointment under this charter are as follows:

Pastor	Reverend R. L. Beavers
Secretary-Treasurer	Louise W. Sias
Board of Deacons	Oscar A. Pratt
	Eugene Hingson
	Samuel L. Lang
Board of Trustees	William H. Adams
	Jesse E. Spurlin
	Louise W. Sias

#### ARTICLE VIII

The by-laws of the corporation shall be the existing by-laws of the un-incorporated association known as CLEWISTON ASSEMBLY OF GOD, and the same shall be altered or rescinded by the members of the corporation at any regular or special business meeting of the corporation by a majority vote of the membership present; provided, however, the proposed amendment, alteration or by-law to be rescinded has been announced publicly on the two (2)

Sundays prior to the date of the meeting, the announcement to be made by the Pastor or the Secretary-Treasurer.

## ARTICLE IX

The highest amount of indebtedness or liability to which the corporation may at any time subject itself shall be the sum of FIFTY THOUSAND DOLLARS (\$50,000.00). The corporation proposes to issue and sell its bonds, the same to be secured by a mortgage upon its property to be located at the corner of Francisco and Ventura Streets in Clewiston, Florida, said bonds to be in various denominations, the aggregate amount of which shall not exceed TWENTY-FIVE THOUSAND DOLLARS (\$25,000.00), to be used for construction of a church building and facilities, said bonds to be sold and the proceeds earmarked specifically for such purpose.

## ARTICLE X

The amount in value of the real estate which the corporation may hold from time to time shall not be more than ONE HUNDRED THOUSAND DOLLARS (\$100,000.00), said amount in value to be subject always to the approval of the Judge of the Circuit Court of the Twelfth Judicial Circuit in and for Hendry County, Florida, in accordance with the statutes in such cases made and provided.

IN WITNESS WHEREOF, we have hereunto set our hands and seals at Clewiston, Florida, this 28th day of June, 1956.

/s/ LOUISE W. SIAS (SEAL)  
Louise W. Sias

/s/ OSCAR A. PRATT (SEAL)  
Oscar A. Pratt

/s/ EUGENE HINGSON (SEAL)  
Eugene Hingson

/s/ SAMUEL L. LANG (SEAL)  
Samuel L. Lang

/s/ WILLIAM H. ADAMS (SEAL)  
William H. Adams

/s/ JESSE E. SPURLIN (SEAL)  
Jesse E. Spurlin

/s/ LOUISE W. SIAS (SEAL)  
Louise W. Sias

STATE OF FLORIDA       )  
                              )  
COUNTY OF HENDRY     )       SS

I hereby certify that on this day before me, an officer duly authorized to administer oaths and take acknowledgements, personally appeared SAMUEL L. LANG, to me well known and known to me to be one of the persons who executed the foregoing proposed Certificate of Incorporation of the CLEWISTON ASSEMBLY OF GOD, INC., who being first duly cautioned, affirmed and acknowledged to and before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal  
at Clewiston, Hendry County, Florida, this 28th day of June, 1956.

(NOTARY  
/s/ EVELYN LEE       SEAL)  
Notary Public, State of Florida  
At large, My Commission expires:

STATE OF FLORIDA       )  
                              )  
COUNTY OF HENDRY     )       SS

I hereby certify that on this day before me, an officer duly authorized to administer oaths and take acknowledgements, personally appeared SAMUEL L. LANG, to me well known and known to me to be one of the persons who executed the foregoing proposed Certificate of Incorporation of CLEWISTON ASSEMBLY OF GOD, INC., who being first duly cautioned, affirmed and acknowledged to and before me that it is intended in good faith to carry out the purposes and objects set forth in the above and foregoing Certificate of Incorporation of the CLEWISTON ASSEMBLY OF GOD, INC.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at  
Clewiston, Hendry County, Florida, this 28th day of June, 1956.

(NOTARY  
/s/ EVELYN LEE       SEAL)  
Notary Public, State of Florida at  
Large, My Commission expires:

#32,894

Filed in the Office of the Clerk of Circuit Court, Hendry County, Fla. On  
this 27 day of July, A.D. 1956, at 4:10 o'clock P.M., and recorded  
in Book 19 of O.R. on page 227-231.

/s/ L. COBURN MOORE       By /s/ WILBERTA RENNALLS D.C.  
Clerk of Court

IN THE CIRCUIT COURT OF HENDRY COUNTY  
FLORIDA  
IN CHANCERY 1711

IN RE: INCORPORATION OF CLEWISTON  
ASSEMBLY OF GOD, INC., as a  
corporation not for profit.

97 DEC 26 AM 11:02  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER APPROVING CHARTER

The above cause coming on to be heard on the petition of the named subscribers to the proposed Certificate of Incorporation, for an order incorporating the CLEWISTON ASSEMBLY OF GOD, INC., as a corporation not for profit in accordance with the laws of the State of Florida in such cases made and provided, and upon inspection thereof, the same having been found to be in proper form and for the object authorized by the statutes of the State of Florida in that behalf made and provided, it is, upon consideration thereof,

ORDERED, ADJUDGED AND DECREED that the proposed Certificate of Incorporation of the CLEWISTON ASSEMBLY OF GOD, INC., be and the same is hereby approved, and the said CLEWISTON ASSEMBLY OF GOD, INC., be, and the same is hereby incorporated as a corporation not for profit in accordance with the Certificate of Incorporation this day filed with the clerk of the above styled court.

DONE AND ORDERED at LaBelle, Florida, this 27th day of July, 1956.

/s/ LYNN GERALD

Lynn Gerald  
Circuit Judge

(COURT SEAL)

#32,895

Filed in the Office of the Clerk of Circuit Court, Hendry County, Fla. on this 27 day of July A.D. 1956 at 4:15 o'clock P.M., and recorded in book 19 of O.R. on page 232.

/s/ L. COBURN MOORE By /s/ WILBERTA RENNALDS, D.C.  
Clerk of Circuit Court