

JOHN C. TRENTELMAN

ATTORNEY AT LAW

207 NORTH MAGNOLIA AVENUE

P.O. BOX 5863

OCALA, FLORIDA

34475

TELEPHONE 352-732-6977

REAL ESTATE
PROBATE
GENERAL PRACTICE

February 9 1998

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***122.50 ***122.50

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32314

re: A.O.H. Church of Jesus Christ of Romeo, Inc.

Gentlemen:

Enclosed please find original and one copy of Articles of Incorporation of the captioned corporation which I ask that you approve and file.

Also enclosed is a check to your order in the sum of \$122.50 representing statutory filing fee, costs of certifying one copy of the Articles, the filing tax, and certificate of resident agent.

Would you kindly certify the enclosed copy and return it to me.

Very truly yours,

John C. Trentelman

John C. Trentelman

JCT:vmc
enclosure

FILED
98 MAR -3 PM 2:39
SECRET
TALLAHASSEE, FLORIDA

Handwritten signature/initials



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 16, 1998

JOHN C. TRENTIELMAN, ESQUIRE
POST OFFICE BOX 5863
OCALA, FL 34475

SUBJECT: A.O.H. CHURCH OF JESUS CHRIST OF ROMEO, INC.
Ref. Number: W98000003432

We have received your document for A.O.H. CHURCH OF JESUS CHRIST OF ROMEO, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list at least one incorporator with a complete business street address.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 898A00008828

ARTICLES OF INCORPORATION
OF

A.O.H. CHURCH OF JESUS CHRIST OF ROMEO, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a not-for-profit corporation under and pursuant to Chapter 617, Florida Statutes, Part I, Corporations Not-For-Profit, generally, and do certify as follows:

I-NAME

The name of this corporation shall be A.O.H. CHURCH OF JESUS CHRIST OF ROMEO, INC.; for convenience, the corporation shall be herein referred to as the "Church" whose present address is 2091 NW 190th Avenue, Dunnellon, Florida 34432.

II-PURPOSE

The purpose for which the corporation is organized is for the conduct of religious functions and related activities.

III-POWERS

The powers of the Church shall include and be governed by the following provisions:

1. The Church shall have all of the common law and statutory powers of a corporation not-for-profit which are not in conflict with the terms of these Articles and the Covenants.

2. The Church shall have all of the powers reasonably necessary to implement the purposes of the Church, including but

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not limited to the following:

- A. To make, establish and enforce reasonable rules and regulations governing the Church.
- B. To maintain and own real and personal property.
- C. To enforce by legal means the provisions of the Covenants, the By-Laws and such rules and regulations as it may find necessary to promulgate.

IV-MEMBERS

The qualifications of members, the manner of their admission to membership, the termination of such membership and voting by members shall be as follows:

1. Membership shall be established by the submission of a signed application form in such manner as may be determined by a vote of the Board of Trustees (Deacons) as a requirement for membership.

2. On all matters as to which the membership shall be entitled to vote, as hereinafter provided, each member shall have one vote, which vote shall be exercised in the manner provided by the By-Laws.

3. Membership may be terminated for non-conformance to the By-Laws of the Church. In the case of such non-conformance a 2/3rds vote of the Board of Trustees, following a hearing at which the member shall be entitled to be present, shall be required for

involuntary termination. A member may voluntarily resign at any time.

V-TERM

The term for which this corporation is to exist shall be perpetual.

VI-INCORPORATORS

The names and street addresses of the subscribers of these Articles of Incorporation are as follows:

John C. Trentelman-207 N. Magnolia Avenue, Ocala, FL 34475

VII-OFFICERS

The affairs of the Association shall be managed by the President of the church, assisted by the Secretary, and if any, by the Vice-President and Treasurer subject to the directions of the Board of Trustees. The Board of Trustees may employ a Managing Agent and other managerial personnel to administer or assist in the administration of the affairs of the Association, and any such person may be so employed without regard to whether such person is a member of the Church or a Trustee or officer of the Church.

Election of the officers of the corporation shall be conducted at the annual meeting of the Board of Trustees.

The Board of Trustees shall elect the President, Secretary and Treasurer and as many Vice-Presidents, Assistant Secretaries and Assistant Treasurers as the Board of Trustees shall, from time to

time determine.

VIII-FIRST OFFICERS

The names of the officers who are to serve until the first election of officers by the Board of Trustees are as follows:

Dorothy Mae Maddox, President-2091 NW 190th Av., Dunnellon, FL. 34471

Patricia A. Thomas, Secretary-2091 NW 190th Av., Dunnellon, FL. 34471

Ethel Herring, Treasurer-2091 NW 190th Av., Dunnellon, FL. 34471

IX-BOARD OF TRUSTEES

1. The number of members of the First Board of Trustees shall be four (4). Thereafter, the Board of Trustees may be increased in the manner hereinafter provided in Section 3.

2. The names and street addresses of the personnel who are to serve as the First Board of Trustees are as follows:

Dorothy Mae Maddox-2091 NW 190th Av., Dunnellon, FL. 34471

Patricia A. Thomas-2091 NW 190th Av., Dunnellon, FL. 34471

Ethel Herring-2091 NW 190th Av., Dunnellon, FL. 34471

3. Membership of all Boards of Trustees elected subsequent to the first Board of Trustees shall be composed of the following:

The Board of Trustees shall be elected at large from the members in good standing of the Church. The Board of Trustees shall consist of four (4) Trustees, but the

number of Trustees may be increased by an amendment to these articles.

4. The first election of Trustees shall be held on March 10, 1998. Thereafter the election of Trustees shall take place annually on the second Tuesday in the month of March each year, beginning March 10, 1998.

X-INDEMNIFICATION

Every Trustee and every officer of the Church shall be indemnified by the church against all expenses and liabilities, including counsel fees reasonably incurred by or imposed upon him in connection with the proceeding to which he may be a party, or in which he may become involved, by reason of his being or having been a Trustee or officer of the Church, or any settlement thereof, whether or not he is a Trustee or Officer at the time such expenses are incurred, except in such cases wherein the Trustee or Officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that, in the event of a settlement, the indemnification herein shall apply only when the Board of Trustees approves such settlement and reimbursements as being for the best interest of the Church. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Trustee or Officer may be entitled.

XI-BYLAWS

The By-Laws of the Church shall be adopted by the Board of Trustees and may be altered, amended or rescinded in the manner:

1. Notice of the subject matter of the proposed amendment shall be included in the notice of any meeting at which such proposed amendment is considered, which notice shall be mailed to each member not less than ten days prior to such meeting.

2. A resolution approving a proposed amendment may be proposed by either the Board of Trustees or by the membership of the Church, and after being proposed and approved by one of said bodies, it must be submitted for approval by the other. Such approval shall require the assent of seventy-five (75%) percent of the members of the Church, and such approval shall require the assent of two-thirds (2/3) of the members of the Board of Trustees. A general meeting to consider such a resolution must be called by the President upon his being presented therewith.


3. No amendment may be made to the Articles of Incorporation which shall in any manner reduce, amend, affect or modify the provisions and obligations set forth in the Covenants.

4. A copy of such amendment shall be sent to the office of the Secretary of State of the State of Florida for filing and certification.

XII-REGISTERED AGENT

The initial registered agent for this corporation is PATRICIA A. THOMAS, and the initial registered office is located at 2091 NW 190th Avenue, Dunnellon, Florida 34432.

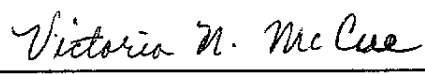
IN WITNESS of the foregoing, we have hereunto set our hands and seals, and authorized to be filed in the office of the Secretary of State the foregoing Certificate of Incorporation, on this 23 day of February, 1998.


John C. Trentelman

STATE OF FLORIDA
COUNTY OF MARION

I HEREBY CERTIFY that on this 23 day of February, 1998, personally appeared before me, the undersigned, JOHN C. TRENTELMAN, to me well known and known to me to be the individual described in and who executed the foregoing Certificate of Incorporation, and that he acknowledged before me the execution of the same for the uses and purposes therein set forth and expressed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my seal this day and year first above written.


Notary Public, State of Florida



Victoria N. McCue
MY COMMISSION # CC672440 EXPIRES
December 16, 2001
BONDED THROUGH TROY FAIR INSURANCE, INC.

My commission expires: _____

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following
is submitted, in compliance with said Act:

First - That desiring to organize under the laws of the State
of A.O.H. CHURCH OF JESUS CHRIST OF ROMEO, INC. with its principal
office, as indicated in the articles of incorporation, at City of
Dunnellon, County of Marion, State of Floria, has named **PATRICIA A.
THOMAS**, located at 2091 NW 190th Avenue (Street address and number
of building, Post Office Box address not acceptable), City of
Dunnellon, County of Marion, State of Florida, as its agent to
accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate, I
hereby accept to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office.

By: Patricia Thomas

Resident Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA