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NAME: EMMANUEL CHARISMATIC EPISCOPAL CHURCH, INC.

AUDIT NUMBER.....H98000004174

DOC TYPE.....FLORIDA NON-PROFIT CORPORATION

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ARTICLES OF INCORPORATION  
OF

EMMANUEL CHARISMATIC EPISCOPAL CHURCH, INC.

The undersigned, RICK E. HATFIELD, desirous to form a non-profit corporation under the provisions of Chapter 617 of the Florida Statutes and all acts amendatory thereto, and to that end, certify as follows:

ARTICLE I

NAME

The name of the Corporation is EMMANUEL CHARISMATIC EPISCOPAL CHURCH, INC.

ARTICLE II

DURATION

The term of existence of the Corporation is perpetual.

ARTICLE III

PURPOSES AND OBJECTS

1. Permitted Activities. The purposes for which the Corporation is organized are to receive and maintain real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or

This Instrument Prepared By:  
John C. Dew, Esquire  
Harris, Barrett, Mann & Dew L.L.P.  
P. O. Drawer 1441  
St. Petersburg, FL 33731-1441  
FBN: 0019411

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any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, athletic or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and regulations issued pursuant thereto as they may now exist or as they may hereafter be amended. The Corporation shall have any and all lawful powers provided in Florida Statutes that are not in conflict with these Articles.

The objects for which this organization is formed shall be: To assist and help members by preaching and expounding the religion of the One Living God in accordance with the Holy Scriptures; To educate and lead people in the ways of apostolic teaching, breaking of bread, the sacraments, salvation, goodness, righteousness, morality and temperance as taught in the Bible; The prosecution of any religious, missionary, educational or charitable enterprise. It shall have the right to possess, buy, mortgage, sell, lease, barter and exchange real and personal property, to borrow money, collect funds, receive gifts and legacies as it may judge necessary for the attainment of these objects.

2. Prohibited Activities. This Corporation is not organized for a pecuniary profit. There shall be no power to issue certificates of stock or declare dividends and no part of the Corporation's earnings, assets or accumulations shall inure to the benefit of any member, director, or individual. Notwithstanding any other provision of these Articles, this Corporation will not

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carry on any other activities not permitted to be carried on by (a) a corporation 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, or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 or any other corresponding provision of any future United States Internal Revenue Law. In particular, the Board of Directors shall not, nor shall it allow members, subscribers, officers or employees of the Corporation to, on behalf of the corporation:

(a) Allow any part of the net earnings to inure to the benefit of a private individual including any member, director, officer or subscriber of this Corporation.

(b) To carry on propaganda or to attempt to lobby or influence legislation.

(c) To intervene in any political campaign or to endorse any candidate for public office.

(d) To do any of the following:

(1) Lend any part of the Corporation's income or corpus without adequate security and a reasonable rate of interest to;

(2) To pay excessive salaries or other compensation over a reasonable allowance to;

(3) To make any part of the Corporation's services available on a preferential basis to;

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(4) To make substantial purchase of securities or other property for less than adequate consideration from;

(5) Sell any substantial part of the property of the Corporation for less than an adequate consideration; or

(6) To engage in any other transaction which results in substantial diversion of the Corporation's income, assets or corpus to:

The subscribers, officers or directors of the corporation or to any person who has made a substantial contribution to the corporation, or to any brother or sister, (whether by the half or whole blood), spouse, ancestor or lineal descendant of the foregoing or to any corporation controlled by any of the foregoing either directly or indirectly of fifty (50%) percent of the total combined voting power of such corporation.

(e) To violate the provision of Florida Statutes, Section 617.0105, where applicable.

3. Dissolution. In the event of dissolution, the residual assets of the organization will be turned over to the Charismatic Episcopal Church, an organization which is exempt under Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future law, or to the Federal, State or local governments for exclusive public purposes.

#### ARTICLE IV

##### DIRECTORS

There shall be three (3) members of the initial Board of Directors of the Corporation which shall also be known as the Rector's Council. The number of Directors may be increased by the

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affirmative vote of the members as provided in the By-Laws. The names and addresses of the persons who are to serve as Directors until the first election thereof are as follows:

<u>Name</u>	<u>Address</u>
Rick E. Hatfield	2125 Alpine Avenue Sarasota, FL 34239
David Brookman	4356 Tarpon Drive SE St. Petersburg, FL 33705
James Nilon	1661 Arcadia Avenue Sarasota, FL 34239

## ARTICLE V

OFFICERS

The affairs of the Corporation are to be managed by a President, Secretary and a Treasurer. The Board of Directors may create other offices. All officers will be appointed by the Board of Directors annually at the regular annual meeting of the Board of Directors. The names of the persons who are to serve as officers until the first appointment of officers under these Articles of Incorporation and their respective offices are:

<u>Name</u>	<u>Office</u>
Rick E. Hatfield	President
David Brookman	Secretary/Treasurer

## ARTICLE VI

MEMBERS

The Corporation shall have members. The qualifications for membership are as set forth in the By-Laws of the corporation.

## ARTICLE VII

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BY-LAWS

The By-Laws of the Corporation are to be made, altered, or rescinded by the Directors of the Corporation, subject, however, to the Canon Law of the Charismatic Episcopal Church.

## ARTICLE VIII

AMENDMENTS TO ARTICLES

The right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, is reserved to the Board of Directors and the Members as specified under the laws of Florida.

## ARTICLE IX

PRINCIPAL OFFICE AND REGISTERED OFFICE

The principal office of the corporation shall be located at 4356 Tarpon Drive SE, St. Petersburg, Pinellas County, Florida 33705.

The name and street address of the initial registered agent of the corporation in the State of Florida is: David Brookman, 4356 Tarpon Drive, SE, St. Petersburg, Pinellas County, Florida 33705. The Board of Directors may, from time to time, appoint a substitute registered agent and move the registered office or the principal office, or both, to any other address in the State of Florida.

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ARTICLE X

INCORPORATORS

The name and residence address of the subscriber of the Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Rick E. Hatfield	2125 Alpine Avenue Sarasota, FL 34239-4113

IN WITNESS WHEREOF, we have subscribed our names this 25th day of February, 1998.

Rick E. Hatfield  
Rick E. Hatfield, Incorporator

STATE OF FLORIDA

COUNTY OF PINELLAS *Sarasota*

The foregoing instrument was acknowledged before me this 25th day of February, 1998, by Rick E. Hatfield, who is personally known to me or who has produced FL DL # H314-725-46-058-0 as identification.

Leonard M. Gardner  
Printed Name:  
Notary Public  
My Commission Expires:  
Serial Number:



Leonard M. Gardner  
MY COMMISSION # CC693073 EXPIRES  
October 30, 2001  
BONDED THROUGH TROY FARM INSURANCE, INC.

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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 Emmanuel Charismatic Episcopal Church, Inc., desiring to organize under the laws of the State of Florida with its principal place of business in Pinellas County, Florida, has named David Brookman, located at 4356 Tarpon Drive SE, St. Petersburg, Pinellas County, Florida 33705 as its agent to accept service of process within this state.

ACKNOWLEDGMENT

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.



David Brookman, Registered Agent

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