

N 9800000 3289

**RICHARD ALBRITTON, JR.**

ATTORNEY AND COUNSELOR AT LAW

June 3, 1998

1042 JENKS AVENUE  
POST OFFICE BOX 1238  
PANAMA CITY, FLORIDA 32401

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

(904) 769-7648  
FACSIMILE: (904) 769-7649

Re: CENTRAL'S BIG HOUSE DAY CARE, INC.

500002548295--E  
-06/05/98--01009--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Sir/Madam:

Please file the enclosed Articles of Incorporation for the above corporation.

Please find enclosed a check in the amount of \$70.00 for the following fees:

Filing Articles of Incorporation	\$35.00
Registered Agent Fee	\$35.00
TOTAL	<u>\$70.00</u>

Thank you for your cooperation.

Sincerely,

  
Richard Albritton, Jr.

RAjr/jr

Enclosures as stated.

Copies to:  
Office File

FILED  
98 JUN -5 AM 9:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

F. GESSER JUN 8 1998

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This Instrument Prepared by:  
RICHARD ALBRITTON, JR.  
ATTORNEY AT LAW  
P. O. Box 1238  
Panama City, FL 32402  
(850) 769-7648  
Florida Bar No. 304107

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
CENTRAL'S BIG HOUSE DAY CARE, INC.**

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The undersigned, acting as the incorporator of a Corporation, pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE I  
NAME**

The name of this corporation shall be **CENTRAL'S BIG HOUSE DAY CARE, INC.**, hereinafter referred to as the "Corporation".

**ARTICLE II  
PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The County in the State of Florida where the principal office for the transaction of the business and mailing address of this corporation shall be 122 Airport Road, Panama City, Florida 32405.

**ARTICLE III  
STATE OF CORPORATE NATURE**

This is a nonprofit corporation organized solely for general charitable, educational and religious purposes pursuant to the Florida Corporation Not For Profit Law set forth in Part I of Chapter 617 of the Florida Statutes.

**ARTICLE IV**  
**GENERAL AND SPECIFIC PURPOSES**

The Corporation is organized as a not-for-profit corporation under Chapter 617, Florida Statutes, on a non-stock basis, for the following:

a) The general nature of the business to be carried on by the corporation shall be to establish and operate institutions for the purposes of providing child care, child training, Godly teaching and educational training.

b) To support, promote, advance and provide on behalf of Central Assembly of God, Inc., a Florida non-profit corporation, high quality institutions for the purpose of providing child care, child training, Godly teaching and educational training.

c) This corporation is formed to operate exclusively for said religious, charitable, literary and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent, federal tax laws, including for such purposes, the making of distributions to organizations which qualify as tax exempt organizations under that code.

d) To engage in any lawful charitable or religious purpose. Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization 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.

**ARTICLE V  
EXISTENCE**

This corporation shall have a perpetual existence.

**ARTICLE VI  
MEMBERSHIP**

Section 1. SOLE MEMBER. The sole member of the corporation shall be Central Assembly of God, Inc., whose principal offices are located at 2731 S. Highway 77, Lynn Haven, Florida 32444.

Section 2. TRANSFER OF MEMBERSHIP. Membership in the corporation are not transferable or assignable.

**ARTICLE VII  
INCORPORATORS**

The name(s) and address(es) of the incorporator(s) for these articles of incorporation are:

DONALD W. SHOOTS  
2731 S. Highway 77  
Lynn Haven, FL 32444

**ARTICLE VIII  
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and the street address of the initial registered agent is RICHARD ALBRITTON, JR., 1042 Jenks Ave., Panama City, Florida 32401.

**ARTICLE IX  
MANNER OF ELECTION OF DIRECTORS**

The method of election or appointment of directors shall be stated in the By-Laws of this corporation.

**ARTICLE X  
BY-LAWS**

The power to alter, amend or repeal the By-Laws or adopt new By-Laws shall be vested in the Board of Directors.

**ARTICLE XI**  
**DEDICATION OF ASSETS**

The property of this corporation is irrevocably dedicated to religious, educational and charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

**ARTICLE XII**  
**DISTRIBUTION OF ASSETS**

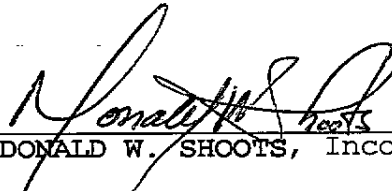
Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payments, of all debts and liabilities of the corporations, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for religious purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas 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 XIII**  
**AMENDMENT OF ARTICLES**

Amendments to these Articles of Incorporation shall be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote, amendments may be adopted by the vote of two-thirds of a quorum of members of the

corporation.

The undersigned, being the incorporator for the purpose of forming this nonprofit charitable corporation under the laws of Florida have executed these Articles of Incorporation on the 4<sup>th</sup> day of June, 1998.

  
DONALD W. SHOOTs, Incorporator

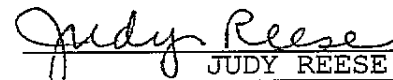
STATE OF FLORIDA  
COUNTY OF BAY

The foregoing Articles of Incorporation of **CENTRAL'S BIG HOUSE DAY CARE, INC.**, were acknowledged before me this 4<sup>th</sup> day of June, 1998, by **DONALD W. SHOOTs**, as Incorporator on behalf of the corporation. He is personally known to me and did not take an oath.



Judy Reese  
MY COMMISSION # CC497481 EXPIRES  
September 23, 1999  
BONDED THRU TROY FAIR INSURANCE, INC.

NOTARY PUBLIC:

Sign:   
Print: JUDY REESE  
State of Florida At Large Seal  
My Commission Expires: 9/23/99  
Commission #: CC497481

This Instrument Prepared by:  
RICHARD ALBRITTON, JR.  
ATTORNEY AT LAW  
P. O. Box 1238  
Panama City, FL 32402  
(850) 769-7648  
Florida Bar No. 304107

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### **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.

1. The name of the corporation is **CENTRAL'S BIG HOUSE DAY CARE, INC.**
2. The name and address of the registered agent and office is **Richard Albritton, Jr., 1042 Jenks Ave., Panama City, Florida 32401.**

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.

  
RICHARD ALBRITTON, JR.

6-4-98  
DATE