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KENNETH C. GLOVER

ATTORNEY AT LAW

505 MARTIN LUTHER KING, JR. AVE.

P. O. BOX 3641

LAKELAND, FLORIDA 33802

TELEPHONE: (941) 682-6926

687-8543

FAX NO. (941) 688-8392

July 7, 1998

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

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-07/09/98--01053--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

**RE: Articles of Incorporation - African Methodist Episcopal Ministerial  
Alliance of Polk County & Vicinity, Inc.**

Dear Sir/Madam:

Enclosed is the original and a copy of the Articles of Incorporation in the above referenced matter along with a check in the amount of \$70 pursuant to confirmation of costs with your office.

With kindest regards,



Kenneth C. Glover  
Attorney at Law

KCG:bad  
enclosures

APPROVED  
AND  
FILED  
98 JUL -9 PM12:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. BROCK JUL 13 1998

**AFRICAN METHODIST EPISCOPAL MINISTERIAL  
ALLIANCE OF POLK COUNTY & VICINITY, INC.  
CONSTITUTION and BY-LAWS**

98 JUL -9 PM 12:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

**ARTICLE I - NAME:**

The name of this organization shall be the **AFRICAN METHODIST EPISCOPAL  
MINISTERIAL ALLIANCE OF POLK COUNTY & VICINITY, INC.**

**ARTICLE II - PURPOSE:**

The purpose of the AME Ministerial Alliance shall be to promote vigorous study in order to increase knowledge and improve skills and to enhance the quality of life within the community and increase fellowship among the members.

**ARTICLE III - MEMBERSHIP:**

Membership is open to all ordained and licensed ministers of the African Methodist Episcopal Church who are in good and regular standing, who reside in Polk County and vicinity.

**ARTICLE IV - QUALIFICATIONS OF OFFICERS:**

All elected officers shall be ordained ministers who are in good and regular standing in the African Methodist Episcopal Church. All appointed officers shall be either licensed or ordained ministers in the African Methodist Episcopal Church who are in good and regular standing.

**ARTICLE V - OFFICERS:**

Officers in the Alliance shall be those elected by the members and those appointed by the President.

**A. Elected Officers:**

1. President.
2. First Vice President.
3. Second Vice President.
4. Third Vice President.
5. Recording Secretary.
6. Assistant Recording Secretary.
7. Corresponding Secretary.
8. Treasurer.
9. Chaplain.
10. Historiographer.
11. Parliamentarian.

**B. Appointed Officers:**

1. Marshall.
2. Public Relations.
3. Chairpersons of Standing Committees.

The names and addresses of the first officers of the Corporation, the office held are as follows:

Rev. Jimmy Thompson	President	2122 MLK Jr. Avenue Lakeland, FL 33805
Rev. Valarie Henry	Vice President	Post Office Box 130 Ft. Meade, FL 33841
Rev. Willie M. Hogan	Secretary	920 W. 13th Street Lakeland, FL 33805
Rev. Nathan Mygala	Treasurer	37137 Golden Rod Court Dade City, FL 33525

#### **ARTICLE VI - TERM OF OFFICE**

The term of office shall be for one year. A person shall be elected to the same office for no more than three consecutive years.

#### **ARTICLE VII - STANDING COMMITTEES**

- A. The Program Committee
- B. The Budget and Finance Committee
- C. The Membership Committee
- D. The Education Committee
- E. The Disaster Relief and Preparedness Committee
- F. The Social and Political Action Committee
- G. The Sunshine Committee

#### **ARTICLE VIII - DUTIES OF OFFICERS:**

A. The President shall preside at all meetings, serve as the official representative for the organization, present to the members within sixty [60] days after election a plan for ministry in keeping with Article II above, and perform other duties usually associated with the office of President.

B. The First Vice President shall preside in the absence of the President. In the event the President becomes incapacitated or otherwise unable to perform the duties of the said office, the First Vice President shall assume the duties of the President.

C. The Second Vice President shall preside in the absence of the President and the First Vice President.

D. The Third Vice President shall preside in the absence of the President, First Vice President, and Second Vice President.

E. The Recording Secretary shall keep the official record of all meetings; keep a current mailing roster of all members; and transact other duties associated with this office.

F. The Assistant Recording Secretary shall serve in the absence of the Recording Secretary.

G. The Corresponding Secretary shall notify members of all meetings and shall disseminate all information pertaining to the organization to the membership. The Corresponding Secretary shall also perform all duties associated with this office.

H. The Treasurer shall keep an accurate account of all monies received and spent. The Treasurer shall immediately deposit the money in an account approved by the membership of the Ministerial Alliance. The Treasurer shall make a written report to the Alliance each month and shall present a monthly bank statement.

I. The Parliamentarian shall rule on all questions of parliamentary law when requested by the chair. The "Constitution and By-Laws" shall be the chief parliamentary guide. If a point is not covered in the "Constitution", the latest edition of Robert's Rules Of Order shall be the authority.

J. The Chaplain shall plan appropriate religious services as the beginning of each meeting.

K. The Historiographer shall be the archivist for the Ministerial Alliance and shall disseminate upon request written, photographic; or audiovisual data to the alliance membership.

L. The Marshall shall be responsible for admitting non-members viv-a-vis advice from the chair. The Marshall may assist the President in maintaining proper decorum during alliance meetings.

M. Committee Chairpersons shall convene their respective committees, prepare annual plans, and make progress reports during regularly scheduled meetings.

**ARTICLE IX - MEETINGS:**

Meetings shall be scheduled monthly by the vote of the members. An Annual Meeting shall be held during December to elect the officers of the organization. Special Meetings may be called by oral or written request to the President by 10% of the current members. The purpose of a Special Meeting must be stated in the notice and only those items stated in the call may be addressed.

**ARTICLE X - QUORUM:**

Once the meeting has been properly called, the Presiding Officer along with 10% of the Alliance Membership shall constitute a quorum. If the Presiding Officer is not the President of the Alliance {See Article VIII, Items A-D above}, all transacted business may be subject to presidential veto and may only be overridden by a two-thirds majority vote of the Alliance Membership.

**ARTICLE XI - AMENDMENTS:**

This constitution may only be amended by a majority of the membership present at a duly called meeting for that purpose.

**ARTICLE XII - RULES:**

The membership, by a majority vote, may adopt such rules as it deems necessary to adequately and efficiently conduct business such as membership dues and annual fees.

**ARTICLE XIII - ADOPTION and RATIFICATION:**

This Constitution and By-Laws shall become effective upon a majority vote of the membership present at a duly called meeting for that purpose.

**ARTICLE XIV - DISSOLUTION:**

Upon dissolution of the Ministerial Alliance, money shall go to Edward Waters College for any minister{s} enrolled in the college.

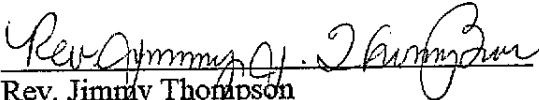
**ARTICLE XV - DURATION:**

The Corporation shall have perpetual existence.

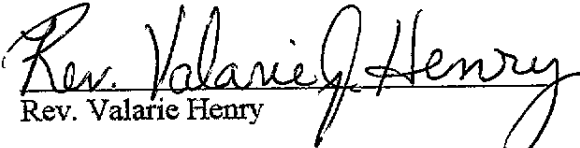
**ARTICLE XVI - INCORPORATORS:**

The name and address of each Incorporator is:

Rev. Jimmy Thompson  
2122 MLK Jr. Avenue  
Lakeland, Florida 33805

  
Rev. Jimmy Thompson

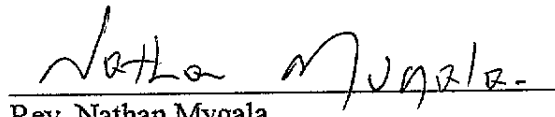
Rev. Valarie Henry  
Post Office Box 130  
Ft. Meade, Florida 33841

  
Rev. Valarie Henry

Rev. Willie M. Hogan  
920 W. 13th Street  
Lakeland, Florida 33805

  
Rev. Willie M. Hogan

Rev. Nathan Mygala  
37137 Golden Rod Court  
Dade City, Florida 33525

  
Rev. Nathan Mygala

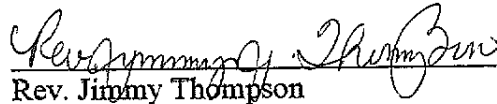
**ARTICLE XVII - REGISTERED OFFICE:**

The mailing address of the registered office and principal address is the same: **505 MLK Jr. Avenue, #1, Lakeland, Florida 33815**, and the name of the registered agent at such address is **Kenneth C. Glover, Esquire.**

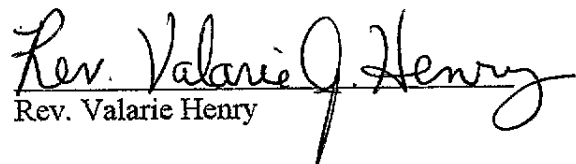
**ARTICLE XVIII- INITIAL BOARD OF DIRECTORS:**

This Corporation shall have four [4] directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one[1]. The names and addresses of the initial Directors of the corporation are as follows:

Rev. Jimmy Thompson  
2111 MLK Jr. Avenue  
Lakeland, Florida 33805

  
Rev. Jimmy Thompson

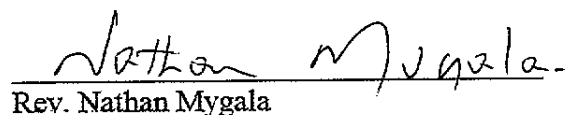
Rev. Valarie Henry  
Post Office Box 130  
Ft. Meade, Florida 33841

  
Rev. Valarie Henry

Rev. Willie M. Hogan  
920 W. 13th Street  
Lakeland, Florida 33805

  
Rev. Willie M. Hogan

Rev. Nathan Mygala  
37137 Golden Rod Court  
Dade City, Florida 33525

  
Rev. Nathan Mygala

**ARTICLE VIII**

This Corporation is formed exclusively for religious purposes. Notwithstanding any other provisions of these Articles, this Corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 301(c)(3) of the Internal Revenue Code of 1956, or the corresponding provisions of any future United States Internal Revenue Law.

IN WITNESS WHEREOF, the undersigned being the Incorporators of this Corporation have executed these Articles of Incorporation, this 22<sup>nd</sup> day of June, 1998.

Rev. Jimmy Thompson  
Rev. Jimmy Thompson

Rev. Valarie J. Henry  
Rev. Valarie Henry

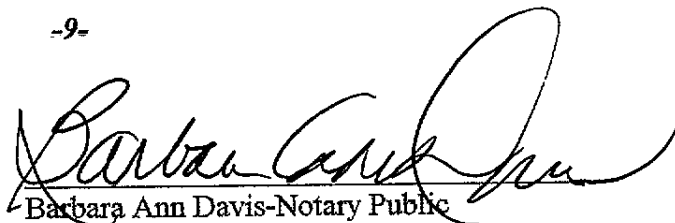
Rev. Willie M. Hogan  
Rev. Willie M. Hogan

Nathan Mygala  
Rev. Nathan Mygala

**STATE OF FLORIDA  
COUNTY OF POLK ss:**

**BEFORE ME**, the undersigned authority, personally appeared, JIMMY THOMPSON, VALARIE HENRY, WILLIE M. HOGAN, AND NATHAN MYGALA, to me well known and known to me to be the individuals described in and who signed the foregoing Articles of Incorporation, and they severally duly acknowledged to me that they signed the same, this 22<sup>nd</sup> day of June, 1998.

{SEAL}



Barbara Ann Davis-Notary Public

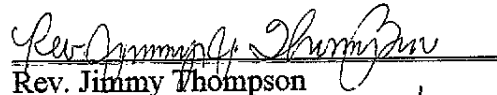
**My Commission Expires:**



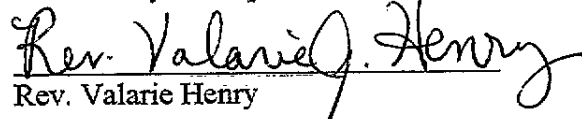
Barbara Ann Davis  
MY COMMISSION # CC627625 EXPIRES  
March 6, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.

**STATE OF FLORIDA  
DEPARTMENT OF STATE**

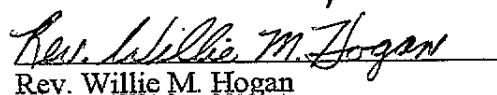
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM SERVICE OF PROCESS MAY BE SERVED.** African Methodist Episcopal Ministerial Alliance of Polk County & Vicinity, Inc., a Corporation organized [or being organized] under the laws of the State of Florida, with its principal office at, **505 MILK Jr., Avenue, #1, Lakeland, Florida 33815**, as its agent to accept service of process within this state.

  
Rev. Jimmy Thompson

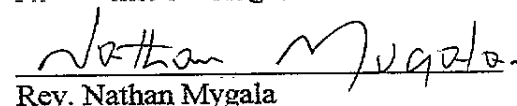
2122 MILK Jr. Avenue  
Lakeland, Florida 33805

  
Rev. Valarie Henry

Post Office Box 130  
Ft. Meade, Florida 33841

  
Rev. Willie M. Hogan

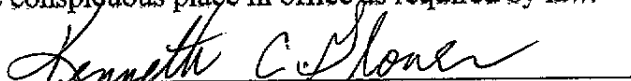
920 W. 13th Street  
Lakeland, Florida 33805

  
Rev. Nathan Mygala

37137 Golden Rod Court  
Dade City, Florida 33525

**ACCEPTANCE:**

I, AGREE, as Resident Agent to accept service of process; to keep office open during prescribed hours; to post my name in some conspicuous place in office as required by law.

  
KENNETH C. GLOVER - RESIDENT AGENT

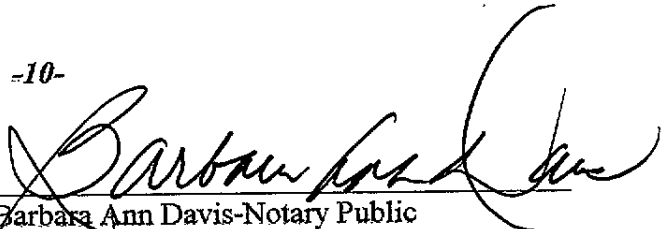
**STATE OF FLORIDA  
COUNTY OF POLK ss:**

**BEFORE ME**, the undersigned authority, personally appeared, KENNETH C. GLOVER, who, being first duly sworn, deposes and says that he is the Resident Agent in the foregoing Articles of Incorporation and that the same is true and correct.

**SWORN TO AND SUBSCRIBED BEFORE ME**, this 22<sup>nd</sup> day of June, 1998.

-10-

{SEAL}

  
Barbara Ann Davis-Notary Public  
My Commission Expires:



Barbara Ann Davis  
MY COMMISSION # CG627625 EXPIRES  
March 6, 2001  
BONDED THRU TROY FAIN INSURANCE, INC.

**THIS INSTRUMENT PREPARED BY:**

*Kenneth C. Glover, Esquire  
Post Office Box 3641  
Lakeland, Florida 33802  
FBN 237671*

98 JUL -9 PM 12:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED