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TRANSMITTAL LETTER

FILED

98 JUL 20 PM 4:33

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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SUBJECT: REINSTATEMENT <sup>REINCORPORATION</sup> OF PARKWAY BAPT. CHURCH HOLDING COMPANY.

300002592983--4  
-07/20/98--01050--021  
\*\*\*\*306.25 \*\*\*\*306.25

Enclosed is an original and one(1) copy of Reinstatement/Reincorporation and a check for:

300002592983--4  
-07/20/98--01050--022  
\*\*\*\*61.25 \*\*\*\*61.25

FEEES:

Filing Fee	\$35.00
Registered Agent	\$35.00
Annual Reports 1993 through present	\$306.25
	<u>367.50</u>

OPTIONAL:

Certified Copy	\$52.50
Certificate of Status	\$8.75

FROM: CARLTON ENFINGER  
Name (Printed or typed)

822 N. MONROE STREET  
Address

TALLAHASSEE FL 32303  
City, State & Zip

425-2828  
Daytime Telephone number

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30 JUL 20 PM 1:03  
9

P. Hall JUL 20 1998



**CERTIFICATE OF REINCORPORATION**

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Pursuant to s. 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 were no members entitled to vote on the reincorporation:

98 JUL 20 PM 4: 33

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I NAME**

The name of the corporation shall be:

PARKWAY BAPTIST CHURCH HOLDING COMPANY

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

The principal place of business and the mailing address of this corporation shall be:

1410 EAST INDIANHEAD DRIVE, TALLAHASSEE FL 32301

**ARTICLE III PURPOSE(S)**

The specific purpose(s) for which the corporation is organized:

TO OWN AND MAINTAIN REAL AND PERSONAL PROPERTY FOR A CHUACH

**ARTICLE IV REGISTERED AGENT AND STREET ADDRESS**

The name and the street address of the registered agent are:

D. CARLTON ENFINGER  
822 N. MONROE ST. TALLA FL 32303

**ARTICLE V MANNER OF ELECTION OF DIRECTORS**

The manner in which the directors are elected or appointed is:

ELECTION BY MEMBERS OF PARKWAY BAPTIST CHURCH AT ANNUAL MEETING.

**ARTICLE VI INCORPORATOR**

The name and address of the Incorporator to these Articles of Incorporation are:

D. CARLTON ENFINGER  
822 N. MONROE ST  
TALLA FL 32303

Carlton Enfinger  
Signature/Incorporator

6-15-98  
Date

Having been named as registered agent and to accept service of process for this corporation at the place designated in these articles of incorporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Carlton Enfinger  
Signature/Registered Agent

6-15-98  
Date

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*corporation* 6 PAGE 81

ARTICLES OF INCORPORATION

OF

PARKWAY BAPTIST CHURCH HOLDING COMPANY,

a corporation not for profit

We, the undersigned members of PARKWAY BAPTIST CHURCH, TALLAHASSEE, FLORIDA, hereby form ourselves and our successors into a corporation not for profit under the corporate name of PARKWAY BAPTIST CHURCH HOLDING COMPANY, TALLAHASSEE, FLORIDA, and hereby adopt the following articles of incorporation:

ARTICLE I.

The name of this corporation shall be PARKWAY BAPTIST CHURCH HOLDING COMPANY, and it is located at TALLAHASSEE, LEON COUNTY, FLORIDA.

ARTICLE II.

The general nature and object of this corporation is to buy, purchase, own acquire, by gift, devise, purchase or otherwise, real and personal property, and to build, erect, construct, provide for, maintain and equip suitable buildings, churches, houses, etc. for the benefit, use and occupation of said PARKWAY BAPTIST CHURCH, its members and congregation, in maintaining and fostering public worship, and the preaching and teaching of the Word of God and the Gospel of Jesus Christ, and for all other meetings and purposes of the said PARKWAY BAPTIST CHURCH, its members and congregation. To build, construct, erect, maintain and equip schools, mission stations and mission churches, pastors' homes and such other houses or equipment as the church may desire for carrying on its work.

To receive, administer, disburse and invest gifts, devises and bequests by or from any persons or corporations.

To issue bonds, notes, debentures and evidences of indebtedness, and to secure the same by mortgage, deed of trust or otherwise.

This corporation is organized primarily for the purpose of holding the title to such property or properties as the said FARWAY BAPTIST CHURCH, TALLAHASSEE, FLORIDA, shall, from time to time, purchase or acquire, and it shall have power, from time to time, to make such contracts and to do such things as shall be authorized and directed by the members of said FARWAY BAPTIST CHURCH, TALLAHASSEE, FLORIDA. This corporation shall have no power to mortgage, sell, encumber, deed or otherwise dispose of any property without the written consent and direction of the said FARWAY BAPTIST CHURCH, TALLAHASSEE, FLORIDA, evidenced by resolution of said Church duly passed.

ARTICLE III.

The membership of this corporation shall consist of five members of the FARWAY BAPTIST CHURCH, TALLAHASSEE, FLORIDA, in good and regular standing in said Church, to be elected by the said Church at its regular business meeting in September of each year, or as soon thereafter as convenient, to serve for a period of one year and until their successors are elected and qualified. If any member ceases to be a member of said FARWAY BAPTIST CHURCH, TALLAHASSEE, FLORIDA, in good and regular standing, he shall cease to be a member of this corporation, and the vacancy may be filled by the members of said Church at any regular business meeting of said Church, or at a special meeting called for that purpose.

Members of this corporation may be replaced at any time for good cause as provided for in the By-laws of this corporation.

ARTICLE IV.

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

ARTICLE V.

The names and residences of the subscribers are as follows:  
Maurice Barineau, Tallahassee, Florida

L. F. Ewing, Tallahassee, Florida  
Hiram Alligood, Tallahassee, Florida  
Elwood Koch, Tallahassee, Florida  
Allen Sapp, Tallahassee, Florida

ARTICLE VI.

The officers of this corporation shall be elected annually by a majority vote of the members of the corporation at a meeting to be held in September of each year and shall be a President, one or more Vice-Presidents, a Secretary and a Treasurer, said officers to serve for a period of one year. The business affairs of this corporation shall be managed by its officers, subject to the approval of the PARKWAY BAPTIST CHURCH, TALLAHASSEE, FLORIDA, All legal instruments shall be signed by the President, attested by the Secretary and sealed with the corporate seal, or in such other manner as may be authorized by law.

ARTICLE VII.

The names of the officers who are to manage the affairs of this corporation from the date of its incorporation until their successors are elected and qualified as provided for in Article III VI shall be as follows:

Maurice Barineau	-	President
L. F. Ewing	-	Vice-President
Elwood Koch	-	Vice-President
Hiram Alligood	-	Secretary
Allen Sapp	-	Treasurer

ARTICLE VIII.

The by-laws of this corporation shall be made, altered or amended by the corporation at any regular or special meeting duly and legally called, but any alterations or amendments of said by-laws shall only be made by a four-fifths majority vote of all the

members of the corporation and only after said by-law, alteration or amendment has been approved by the PARKWAY BAPTIST CHURCH, TALLAHASSEE, FLORIDA.

ARTICLE IX.

The highest amount of indebtedness or liability to which this corporation may, at any time, subject itself shall be the sum of ONE MILLION (\$1,000,000.00) DOLLARS.

This corporation shall have power to bond or mortgage its property in a sum not exceeding ONE MILLION (\$1,000,000.00) DOLLARS for the purpose of carrying into effect the objects of its incorporation as set forth in this charter, or for any portion or part thereof.

ARTICLE X.

This corporation may hold real estate in the value of ONE MILLION (\$1,000,000.00) DOLLARS, subject always to the approval of the Circuit Judge.

IN WITNESS WHEREOF the undersigned have hereunto subscribed their names and affixed their seals at Tallahassee, Florida, this the 1st day of January, 1957.

Mavis Garrison (SEAL)

L. Sterling (SEAL)

Olwood Koch (SEAL)

Hiram Allgood (SEAL)

W. M. [Signature] (SEAL)

STATE OF FLORIDA

COUNTY OF LEON

I HEREBY CERTIFY that on this the 15<sup>th</sup> day of January 1957, before me, the undersigned authority, personally appeared Maurice A. Barineau, L. F. Ewing, Hiram Alligood, Elwood Koch, and Allen Sapp, all to me well known and known to me to be the persons described in and who executed the foregoing Articles of Incorporation, and who severally acknowledged the execution thereof to be their free act and deed for the uses and purposes therein expressed.

WITNESS my hand and official seal at Tallahassee, Florida, this day and year first above written.

*James C. Peters*  
NOTARY PUBLIC  
Notary Public, State of Florida at Large  
My Commission Expires Dec. 7, 1957

STATE OF FLORIDA

COUNTY OF LEON

Before me, the undersigned authority, personally appeared L. F. Ewing, who, being by me first duly sworn says: My name is L. F. Ewing; I am one of the subscribers to the foregoing Charter. Said Charter was signed by me in good faith, and it is intended in good faith to carry out the purposes and objects set forth therein.

L. F. Ewing

Sworn to and subscribed before me this 15<sup>th</sup> day of January, 1957.

*James C. Peters*  
Notary Public, State of Florida at Large  
My Commission Expires Dec. 7, 1957



The foregoing Charter having been presented to the undersigned Judge of the Circuit Court in and for LEON COUNTY, FLORIDA, at TALLAHASSEE, FLORIDA, and the same appearing to be in proper form and for the object authorized by the Laws of Florida, the said Charter is hereby approved.

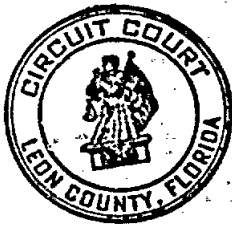
DONE AND ORDERED at TALLAHASSEE, FLORIDA, this the 16<sup>th</sup> day of January 1957.

*W. W. D. Henry*  
CIRCUIT JUDGE

STATE OF FLORIDA, COUNTY OF LEON  
I HEREBY CERTIFY that the above and foregoing is a true and correct copy of an instrument recorded in the official records of Leon County, Florida.  
WITNESS my hand and seal of office this 20<sup>th</sup> day

of July 1958  
DAVE LANG  
Clerk of Circuit Court

By Anita Richardson D.C.



70385  
RECORDED IN PUBLIC RECORDS OF LEON COUNTY, FLORIDA IN THE BOOK PAGE NO.  
JAN 16 - 11 46 AM '57  
GEO. G. CRAWFORD, CLERK OF CIRCUIT COURT.