

N98000004269



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 896699 151542A

AUTHORIZATION :

Patricia Pizutto

COST LIMIT : \$ 70.00

ORDER DATE : July 20, 1998

ORDER TIME : 9:58 AM

ORDER NO. : 896699-005

CUSTOMER NO: 151542A

CUSTOMER: Lynn Walker Wright, Esq
LYNN WALKER WRIGHT, P.A.

Suite 102
2716 Rew Circle
Ocoee, FL 34761

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98 JUL 20 PM 12:47

DOMESTIC FILING

NAME: ARK OF FAITHFUL GOSPEL
BAPTIST OUTREACH MINISTRIES,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

626
W98-16422

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626
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

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July 20, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: ARK OF FAITHFUL GOSPEL BAPTIST OUTREACH MINISTRIES,
INC.
Ref. Number: W98000016422

We have received your document for ARK OF FAITHFUL GOSPEL BAPTIST OUTREACH MINISTRIES, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 898A00038353

RESUBMIT

Please give original
submission date as file date.

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98 JUL 23 PM 12:15

**ARTICLES OF INCORPORATION
OF**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 20 PM 12:47

**ARK OF FAITHFUL GOSPEL BAPTIST OUTREACH MINISTRIES, INC.
(A Not-For-Profit Corporation)**

We the undersigned being the subscribers to Articles of Incorporation of ARK OF FAITHFUL GOSPEL BAPTIST OUTREACH MINISTRIES, INC. do hereby agree to the following:

ARTICLE I - NAME AND ADDRESS OF CORPORATION

The name of this corporation shall be: ARK OF FAITHFUL GOSPEL BAPTIST OUTREACH MINISTRIES, INC.

The street address of the initial principal office of this corporation shall be: 135 Roosevelt Place, Maitland, Florida 32751 and the initial mailing address shall be 135 Roosevelt Place, Maitland, Florida 32751 or such other address within the State of Florida as the officers may from time to time designate.

ARTICLE II - PURPOSE

The object, general nature and purpose of this corporation shall be to establish and maintain in the City of Maitland a Church. This Church organization shall include but not be limited to the following doctrine of beliefs: The building up of believers in the Christian faith; the preaching and teaching of the Bible; the worship of God; the fellowship of believers; the evangelization of the world through the proclamation of the gospel of the Lord Jesus Christ; the ordination to special service those who are in agreement with the beliefs and emphasis of this organization; the publication of literature; the operation of charitable institutions and the formation of such other ministries as would be beneficial in the proclamation of God's Word.

ARTICLE III - POWERS

This corporation shall have and exercise all powers provided by the Laws of the State of Florida pertaining to corporations not-for-profit including, but not limited to Chapter 617, Florida Statute and future amendments thereto or succeeding Statutes pertaining to corporations not-for-profit in the State of Florida, necessary and convenient to effect any and all of the religious, charitable and educational purposes for which the corporation is organized, and as are not contrary to the Bylaws of Ark of Faithful Gospel Baptist Outreach Ministries, Inc., subject however, to the following:

A. This corporation shall be operated exclusively for, and shall only have the power to perform activities exclusively within the meaning, requirement and effect of Section 501(c)(3) of the Internal Revenue Code of 1954, as amended heretofore or hereafter.

B. This corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal Tax Law.

C. This corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal Tax Law.

D. This corporation shall have the power to acquire and hold Title in Fee Simple, in Trust, or otherwise, to both real and personal property, and to improve, encumber, sell, convey and dispose of all such property in conformity with the

Bylaws of Ark of Faithful Gospel Baptist Outreach Ministries, to borrow money, execute notes, bonds and other evidences of indebtedness and secure the same by mortgage and deeds of Trust, annuity bonds and other instruments of indebtedness and pay interest thereon, to improve, adapt and use its property or the income thereon, to improve, adapt and use its property or the income thereof in its religious, educational, benevolent or social activities, without financial profit to its members, except as may be necessary in the payment of salaries or other compensation for services rendered; and subject to the provisions of the Bylaws the corporation shall have the power to erect and maintain buildings for the worship of God, for training in Christian faith and conduct and for Christian social intercourse.

IV - DURATION

The term of existence of this corporation shall be perpetual.

V - MEMBERSHIP

The doctrinal basis, manner of admission and qualification for membership shall be any person who gives clear testimony of having believed the Gospel and trusted the Lord Jesus Christ as Savior, who faithfully encourages the ministries of this Church and who walks in the manner consistent with the Word of God as it relates to the Body of Christ shall be considered a member of this congregation with all the rights and responsibilities thereof. All members of the congregation of the Church being incorporated in good and regular standing are therefore members of this corporation.

VI - GOVERNMENT

The government of this organization shall be vested in a Board of Directors and Elders which shall be governed by the Bylaws. The corporation in its discretion may establish an Advisory Board to aid the officers in managing the affairs of the corporation until such time as an initial Board of Directors and Elders are elected.

VII - OFFICERS

The affairs of this corporation shall be managed by a Pastor, a Secretary and a Treasurer. The office of Pastor will be held indefinitely until such time as he chooses to resign or is dismissed in a manner as stated in the Bylaws. The Secretary and Treasurer shall be elected in a manner as stated in the Bylaws. The initial officers who will serve until the first election are as follows:

| | |
|---------------------------|------------------|
| Vernell P. Headley | Pastor |
| Vernell P. Headley | Treasurer |
| Rockey R. Jackson | Secretary |

VIII - BYLAWS

The Bylaws of the Corporation shall be adopted by the Boards of Directors and Elders or in the alternative the Advisory Board if the Boards of Directors and Elders have not yet been established. Said Bylaws may be amended and changed from time to time thereafter by the Boards of Directors and Elders or if the Boards of Directors and Elders have not yet been established, by the Advisory Board.

IX - AMENDMENT

These Articles of Incorporation may be amended by the members of the corporation. Amendments may be considered in any regular or special business meeting

in which members have received proper notification in accordance with the Bylaws. An amendment may be adopted by an affirmative two-thirds (2/3) majority vote.

X - DISSOLUTION

The corporation may be dissolved with the assent given in writing by a seven-eighths (7/8) majority of the active membership of the corporation. All members who have valid reason for not being able to attend a special meeting for the purpose of deciding the dissolution issue must be given opportunity to vote by proxy. In the event of dissolution, the residual assets of the corporation shall be distributed among participating organizations which are qualified for exemption under Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding Sections of any prior or future Internal Revenue Code. None of the assets shall be distributed to any member, officer or board official of this corporation.

XI - SUBSCRIBERS

The name and address of the initial subscribers to these Articles of Incorporation are as follows:

1. **Vernell P. Headley
135 Roosevelt Place
Maitland, Florida 32751**
2. **Rockey R. Jackson
135 Roosevelt Place
Maitland, Florida 32751**

ARTICLE XII - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The name and street address of the initial Registered Agent of this corporation shall be Vernell P. Headley, 135 Roosevelt Place, Maitland, Florida 32751.

IN WITNESS WHEREOF, the undersigned subscribers have made and subscribed these Articles of Incorporation at Dee Dee, Orange County, Florida, this 14th day of July, 1998.

Vernell P. Headley
VERNELL P. HEADLEY
Rockey R. Jackson
ROCKEY R. JACKSON

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared VERNELL P. HEADLEY and ROCKEY R. JACKSON, to me to be the individuals described in and who executed the foregoing Articles of Incorporation, and he/she acknowledged that he/she subscribed the said instrument for the uses and purposes set forth herein.

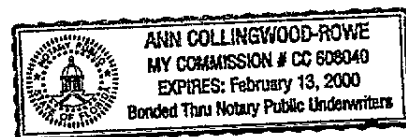
WITNESS my hand and official seal in the County and State last aforesaid this 14th day of July, 1998.

[Signature]

Notary Public

Print Name

My Commission Expires:



ACCEPTANCE

Having been named to accept Service of Process for the above-stated Corporation at the place designed in this Certificate I hereby agree to act in this capacity and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 617.0503 Florida Statutes (1993).


VERNELL P. HEDLEY

Date: 7-14-98

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