

TRANSMITTAL LETTER

N98000004572

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

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-08/04/98--01013--009
*****78.75 *****78.75

SUBJECT: St. Joseph A.M.E Church, Inc
(Proposed corporate name - must include suffix)

Enclosed is an **original and one (1) copy** of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy

FROM: Rev. Claudia King
Name (Printed or typed)

P.O. Box 1166
Address

Chipley, Florida 32428
City, State & Zip

850 / 243-6054
Daytime Telephone number

APPROVED
AND
FILED
98 AUG -4 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION OF

St. Joseph African Methodist Episcopal Church

The undersigned, acting as pursuant to Chapter 617, Florida Statutes, acting as incorporators, executes these Articles of Incorporation for the purpose of forming a Corporation Not-For-Profit pursuant to Chapter 617, Florida Statutes, to function as a church (religious organization) and certify as follows:

ARTICLE ONE

NAME

The name of the Corporation shall be: **ST. JOSEPH AFRICAN METHODIST
EPISCOPAL CHURCH, INC.**

ARTICLE TWO

TERM

The period of the duration of this Corporation is perpetual; unless terminated by the Board of Directors, and in the event of such termination, the Corporation shall be dissolved in accordance with law.

ARTICLE THREE

PURPOSES

3.01 The specific and primary purposes for which this Corporation is formed are:

- a. To operate a church including any religious ministries related thereto to the general public; to provide assistance, services and guidance to economically disadvantaged families, children, young adults and the elderly; to provide religious counseling to families, children, young adults, the elderly and prisoners; to provide a tutoring program for children and

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young adults; to provide temporary shelter, food and clothing to families and individuals in need of such services; to develop and institute a program to provide job search assistance to underprivileged youth and adults; and to solicit private and public funds to carry on the operations and programs of the Church. Further, to provide for a facility through lease, purchase, donation or otherwise for the Church to carry on the operations and programs of the Church.

b. To engage in other lawful purposes related to the furtherance of the purposes set forth, herein.

3.02 The general purposes for which this church is formed are to operate exclusively for such purposes as would qualify it as a tax exempt organization under Section 501(c)(3) of the Internal Revenue Code ("IRC") of 1954, as amended or corresponding provisions of any subsequent federal tax laws, including but not limited to such purposes as the making of distributions to organizations which qualify as tax-exempt organizations under said Code.

3.03 This Church shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

Notwithstanding provisions hereof, this Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the IRC, as amended, of 1954 (or corresponding provision of any further United States Tax Law).

ARTICLE FOUR

PRINCIPAL OFFICE

The principal office of this Corporation shall be at 1401 Monroe Sheffield Road, Chipley, Florida or such other place as the Board of Directors may designate from time to time in accordance with these articles or the By-laws.

ARTICLE FIVE

MEMBERSHIP

The qualifications for members of this corporation, manner of their admission, rights, privileges, and liabilities of members, and the termination of membership shall be as set forth in the African Methodist Episcopal Church Discipline.

ARTICLE SIX

DIRECTORS AND OFFICERS

The number, qualifications, time and manner of election or appointment, duties, terms, and manner of removal of officers of this corporation shall be as set forth in the African Methodist Episcopal Church Discipline.

ARTICLE SEVEN

MANAGEMENT OF CORPORATION

The affairs of the corporation shall be conducted by a Board of Trustees. The number of persons constituting the Board of Trustees shall not be less than three, and not more than nineteen. The local pastor of the church shall be the president of the corporation and of the Board of Trustees. The qualifications, manner of election, and duties of the Trustees shall be as set forth in the African Methodist Episcopal Church Discipline.

The names and addresses of the persons who are to serve as the members of the initial Board of Trustees are:

Name
Fermon Brown

Address
1619 Monroe Sheffield Road
Chipley, Florida 32428

Frederick E. Brown

1618 Old Mill Road
Chipley, Florida 32428

Brenda Speights	1615 Old Mill Road Chipley, Florida 32428
James Harmon	1655-A Old Mill Road Chipley, Florida 32428
Eulless Sheffield, Sr.	2281 Harmon Road Chipley, Florida 32428

ARTICLE EIGHT

BY-LAWS

Any and all by-laws of the corporation hereinafter adopted by the Board of Trustees to govern the affairs and operation of the church shall be consistent with the African Methodist Episcopal Church Discipline.

ARTICLE NINE

LIMITATION

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Directors, Officers, Members, or Trustees, but the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in ARTICLE THREE (PURPOSES) hereof.

ARTICLE TEN

ADMENDMENT OF ARTICLES

These Article of Incorporation may be amended, altered or rescinded by the approval of not less than a two-thirds (2/3) vote of the members of the Corporation. However, the Board of Trustees may amend, alter or rescind the Articles of Incorporation notwithstanding the approval or lack of approval by the members.

ARTICLE ELEVEN

MEMBERSHIP CERTIFICATE

12.01 All members of the Corporation shall receive a certificate of membership as designated by the African Methodist Episcopal Church Discipline upon becoming a member of the Corporation.

12.02 This Corporation is organized under a nonstock basis. This Corporation shall not issue shares of stock.

ARTICLE TWELVE

INDEMNIFICATION

Every Trustee and every Officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including attorney fees and costs reasonably incurred by and imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a party or in which he may become involved by reason of his being or having been a Trustee or Officer of the Corporation, whether or not he is a Trustee or Officer of the Corporation at the time such expenses were incurred, except when the Trustee or Officer is adjudged guilty of willful malfeasance in the performance of his duties; provided that in the event of a settlement indemnification shall apply only when the Board of Trustee approves such settlement and reimbursement as being for the best interest of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Trustee or Officer may be entitled.

ARTICLE THIRTEEN

INCORPORATORS

The name and street address of the Incorporators are Reverend Claudia B. King, a natural person, whose physical address is 32 Harbeson Avenue, Fort Walton Beach, Okaloosa County, Florida, and Frederick E. Brown, a natural person, whose physical address is 1618 Old Mill Road, Chipley, Washington County, Florida.


ARTICLE FOURTEEN


REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the initial Registered Agent and Registered Office is as follows:

1401 Monroe Sheffield Road, Chipley, Florida. The name of the Registered Agent is
Reverend Claudia B. King.

IN WITNESS WHEREOF, the undersigned Incorporators, has executed these
Articles of Incorporation this 19 day of July, 1998.


Reverend Claudia King, Incorporator


Frederick E. Brown, Incorporator

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:

St. Joseph African Methodist Episcopal Church, Inc.

2. The name and address of the registered agent and office is:

Reverend Claudia B. King
1401 Monroe Sheffield Road
Chipley, Florida 32428

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED,
AND
FILED

*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.*

Rev. Claudia King
(Signature)

July 19, 1998
(Date)