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AUTHORIZATION :

*Patricia Pizeto*

COST LIMIT : \$ 70.00

ORDER DATE : December 29, 1998

ORDER TIME : 10:08 AM

ORDER NO. : 082583-005

CUSTOMER NO: 9197A

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CUSTOMER: Carolyn Howard, Esq  
C. Y. HOWARD, P.A.  
C. Y. HOWARD, P.A.  
Suite 302  
15321 South Dixie Highway  
Miami, FL 33157

DOMESTIC FILING

NAME: TRUSTEE CORPORATION OF MT.  
OLIVE MISSIONARY BAPTIST  
CHURCH OF SOUTH MIAMI, FLORIDA

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:

509-2589

W98-29205

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 DEC 30 AM 10:44

11/14/98  
98 DEC 30 AM 10:49  
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SECRETARY OF STATE  
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98 DEC 30 AM 10:44

FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

December 30, 1998

**RESUBMIT**

Please give original  
submission date as file date

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: TRUSTEE CORPORATION OF MT. OLIVE MISSIONARY BAPTIST  
CHURCH OF MIAMI, FLORIDA, INC.  
Ref. Number: W98000029205

We have received your document for TRUSTEE CORPORATION OF MT. OLIVE MISSIONARY BAPTIST CHURCH OF MIAMI, FLORIDA, 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:

The name of the entity must be identical throughout the document.

You must list the corporation's principal office and/or a mailing address in the document.

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: 698A00061015

DIVISION OF CORPORATIONS

98 DEC 31 PM 1:55

CLARETHA

TRUSTEE CORPORATION  
OF  
MT. OLIVE MISSIONARY BAPTIST CHURCH  
OF  
SOUTH MIAMI, FLORIDA, INC.

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DIVISION OF CORPORATIONS  
98 DEC 30 AM 10:44

The undersigned Incorporators hereby represent that the at a regular business meeting of the membership of Trustee Corporation of Mt. Olive Missionary Baptist Church of South Miami, Florida, held on the 5th day of June, 1998, which was duly called and at which a quorum was present and voting, voted to form a nonprofit corporation pursuant to the provisions of the State of Florida. At said meeting the proposed Articles of Incorporation for the nonprofit corporation to be called, TRUSTEE CORPORATION OF MT. OLIVE MISSIONARY BAPTIST CHURCH OF SOUTH MIAMI, FLORIDA, INC., were submitted to and duly adopted by the members of Mt. Olive Missionary Baptist Church, of Miami, Florida, hereinafter called, "Church". The Church further instructed the persons who had been previously accepted as the Board of Trustees to execute these Articles of Incorporation and to secure approval and filing of same in accordance with the Laws and the Statutes of the State of Florida. The Articles of Incorporations are as follows:

TRUSTEE CORPORATION

OF

MT. OLIVE MISSIONARY BAPTIST CHURCH

OF

SOUTH MIAMI, FLORIDA, INC.

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DIVISION OF CORPORATIONS  
98 DEC 30 AM 10:44

The undersigned Incorporators to these Articles of Incorporation, pursuant to the will, instruction and direction of the members of the Trustee Corporation of Mt. Olive Missionary Baptist Church of South Miami, Florida, hereby form a nonprofit, religious, educational, benevolent corporation under the provisions of the State of Florida, as follows:

#### ARTICLE I

##### NAME AND DURATION

The name of the corporation is TRUSTEE CORPORATION OF MT. OLIVE MISSIONARY BAPTIST CHURCH OF SOUTH MIAMI, FLORIDA, INC., and it shall be commonly known and referred to as the "Corporate Body", as distinguished from Mt. Olive Missionary Baptist Church, hereinafter referred to as the "Church", and the duration of the corporation is perpetual. The principle address of the corporation is 6316 Southwest 59th Place, Miami, Florida 33143.

#### ARTICLE II

##### PURPOSES AND POWERS

The corporation shall be operated exclusively for charitable, religious, scientific, literary and/or educational purposes as described in Internal Revenue Code of

1954 ("Code") Sec. 501 (c) (3) or corresponding provisions of any subsequent federal tax law including, but not limited to the following particular purposes:

To engage in the customary work of a New Testament Missionary Baptist Church;

To hold property and transact business for the Mt. Olive Missionary Baptist Church at the will and directions of the CHURCH;

To receive and acquire by gift, devise, purchase or otherwise, real and personal property;

To build, erect, construct, provide for, maintain and equip suitable buildings, church house, etc.;

To own, possess and hold for the sole use and benefit of the CHURCH, property of every description;

To sell, mortgage, bond, lease, release and dispose of the same;

To sue and be sued and to enjoy all rights and privileges belonging and incident to corporation not for profit;

To, in every respect, do all things and exercise all powers which a natural person might have, do, and exercise, for the sole use and benefit, however, of the CHURCH, in accordance with her instructions and directions; and

In its actions and functions, to be a medium, trustee and agency, holding in trust the property of the CHURCH and putting into legal form and effect the will, instructions and

directions for the CHURCH, as to its business matters.

### ARTICLE III

#### REGISTERED OFFICE AND REGISTERED AGENT

The address of the registered office is 6316 SW 59 PL, South Miami, Florida 33143.

The name of the registered agent is SHARON G. MILLER, Secretary of the CHURCH. The mailing address of the registered agent is: 6316 SW 59 PL, South Miami, Florida 33143.

### ARTICLE IV

#### MEMBERS

The members of the Corporate Body shall consist of the Pastor and the elected Board of Trustees of the CHURCH. The presiding Pastor and the currently elected Board of Trustees shall compose of the Members of the Corporate Body. All succeeding duly elected Board of Trustees and/or appointed Pastor by the CHURCH shall become members of the Corporate Body.

### ARTICLE V

#### BOARD OF DIRECTORS

1. The names and addresses of the first Board of Directors are the present duly elected, whether their names actually subscribed to this instrument as Incorporations, who shall hold office only until removed by the CHURCH, are as follows:

NAME

ADDRESS

	NAME	ADDRESS
1.	RUSSELL E. HARRIS	11846 HAINLIN MILL ROAD MIAMI, FL 33170
2.	JERRY L. GODBOTT	11122 S.W. 166 TERRACE MIAMI, FL 33157
3.	CHARLES W. BRUNSON	14621 S.W. 105TH COURT MIAMI, FL 33176
4.	WAYMON H. BROWN	6520 S.W. 58TH AVENUE SOUTH MIAMI, FL 33143
5.	JAMES F. JACKSON	3677 FROW AVENUE MIAMI, FL 33133
6.	SHARON G. MILLER	8475 S.W. 94TH STREET APT. 123 E MIAMI, FL 33156

2. The Board of Directors may be increased subject to the direction and control of the CHURCH.

3. The affairs of the Corporate Body shall be managed by the Board of Directors.

## ARTICLE VI

### OFFICERS

#### AND

### POWERS

The administrative Officers of the Corporate Body shall be President, First Vice President, Second Vice President, Secretary, and Treasurer. There shall be such other Officers as the CHURCH may from time to time direct and elect.

Officers of the Corporate Body are elected amongst the Board of Directors and annually pursuant to the By-Laws.

President shall be the Pastor of the CHURCH.

First Vice President shall be the Chairman of the Board of Trustees of the CHURCH.

Second Vice President shall be the Vice-Chairman of the Board of Trustees of the CHURCH.

Secretary shall be the Secretary of the CHURCH.

Treasurer shall be the Treasurer of the Board of Trustees of the CHURCH.

There shall be such other Officers as the CHURCH may from time to time direct and elect.

The minutes of the Corporate Body may be the minutes of the Board of Trustees of the CHURCH, in so far as same maybe



pertaining to the business matters of the CHURCH with the Pastor presiding.

All deeds, bonds, mortgages, contracts or other instruments authorized or directed by the CHURCH shall be executed by either the President or First Vice President and by the Secretary of the Corporate Body. In the absence or inability of one or the other of such persons to act, the Corporate Body shall designate such other member or members of the Corporate Body to act pro-temp, as needed.

#### ARTICLE VII

##### PROHIBITED ACTIVITIES

1. The Corporate Body is not authorized to issue capital stock. No part of the assets or net earnings of the Corporate Body shall inure to the benefit or be distributed to its directors, officers, or other private persons, except that the Corporate Body 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 II hereof.

2. Notwithstanding any other provision of these Articles, the Corporate Body shall not carry on any other activity that would (1) prevent it from obtaining exemption from federal income taxation as a corporation described by Code section 501 (c)(3) or (2) cause it to lose such exempt status. Notwithstanding any other provision of these Articles, the Corporate Body shall not carry on any other

activities not permitted to be carried (1) by a corporation exempt from federal income tax under Code sec. 501 (c)(3) and (2) by a corporation, contributions to which are deductible under Code sec. 170 (c)(2).

3. The Corporate Body shall not engage in any act of self dealing as defined in Code sec. 9441 (d) or corresponding provisions of any subsequent federal tax laws.

4. The Corporate Body shall not make any investments in such a manner as to subject it to tax under Code sec. 4944 or corresponding federal tax laws.

5. The Corporate Body shall not retain any excess business holdings as defined in Code sec. 4943 (3) or corresponding provisions of any subsequent federal tax laws.

6. The Corporate Body shall not make any taxable expenditures as defined in Code sec. 4945(d) or corresponding provisions of any subsequent federal tax laws.

7. The Corporate Body shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Code sec. 4942 or corresponding provisions of any subsequent federal tax laws.

8. The Corporate Body shall not be operated for the primary purpose of carrying on a trade or business for profit.

9. No substantial part of the activities of the Corporate Body shall consist of carrying on propaganda, or

otherwise attempting to influence legislation.

#### ARTICLE VIII

##### BY-LAWS

The members of the Corporate Body shall adopt such By-Laws and Amendments thereto, in accordance with the instructions and approval of the CHURCH. The By-Laws shall be for the administration of the powers of the Corporate Body, not inconsistent with the laws of the State of Florida, consistent, in accordance with the rules and regulations of the CHURCH, and effective only upon the approval by the voting of the members of the CHURCH.

#### ARTICLE IX

##### AMENDMENTS

The ARTICLES OF INCORPORATION may be amended only after approval and adoption of the proposed amendments by the CHURCH in a Conference sitting, pursuant to notice duly given as to the time and purpose of said Conference or business meeting, whether regular or special, for two Sundays preceding the meeting. The Notice may be given from the pulpit or by such other notice as may be provided for in the Constitution and By-Laws of the CHURCH.

IN WITNESS WHEREOF, the undersigned incorporators, have  
hereunto set our hands and seals at Miami, Miami - Dade County, State  
of Florida, this 23rd day of Dec., 1998.

Pastor

Elder Russell E. Harris  
ELDER RUSSELL E. HARRIS

Jerry L. Godbolt  
JERRY L. GODBOLT

Treasurer

James F. Jackson  
JAMES F. JACKSON

Charles W. Brunson  
CHARLES W. BRUNSON

Secretary

Sharon G. Miller  
SHARON G. MILLER

STATE OF FLORIDA

COUNTY OF MIAMI - DADE

The foregoing instrument was acknowledged before this

December 23, 1998 by

Russell Harris, Jerry Godbolt, James Jackson, Charles Brunson,  
and Sharon G. Miller  
who are personally known to me or who have produced FL Drivers Licenses as

identification and who did ( did not ) take an oath.

Mamie B. Howard Notary Public

Commission No. \_\_\_\_\_



MAMIE B. HOWARD  
My Commission CC429293  
Expires Dec. 26, 1998  
Bonded by HAI  
800-422 1555



MAMIE B. HOWARD  
My Commission CC429293  
Expires Dec. 26, 1998  
Bonded by HAI  
800-422 1555

DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE FOR  
ALIEN BUSINESS ORGANIZATION

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 DEC 30 AM 10:44

PURSUANT TO SECTION 607.0505, FLORIDA STATUTES, THE UNDERSIGNED ALIEN BUSINESS ORGANIZATION  
SUBMITS THE FOLLOWING STATEMENT IN ORDER TO DESIGNATE ITS REGISTERED AGENT AND REGISTERED  
OFFICE IN THE STATE OF FLORIDA:

1. TRUSTEE CORPORATION OF MT. OLIVE MISSIONARY BAPTIST CHURCH OF SOUTH MIAMI, FLORIDA, INC.  
(Name of alien business organization)

2. FLORIDA  
(State or country under which entity is organized)

3. 6316 SW 59th Place Miami, FL 33143  
(Principal office address)

4. \_\_\_\_\_  
(Federal Employer Identification number, if applicable)

5. Name and Florida street address of registered agent.

Sharon G. Miller

6316 SW 59th Place

South Miami, Florida 33143

6. The Street address of the registered office and the street address of the business office of the registered agent  
are identical.

7. Elder Russell E. Harris  
(Signature of chairman, vice chairman, or officer)

8. Elder Russell E. Harris - Pastor  
(Name and capacity of person signing in number 7 above)

9. Signature of registered agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of  
section 607.0505, Florida Statutes.

By: Sharon G. Miller  
(Registered agent accepting appointment)

12/23/98  
(Date)

THE FILING OF THIS ALIEN BUSINESS ORGANIZATION FORM WITH THE FLORIDA DEPARTMENT OF  
STATE DOES NOT AUTHORIZE THE ABOVE REFERENCED ENTITY TO TRANSACT BUSINESS IN  
THE STATE OF FLORIDA.

FILING FEE: \$35.00