

TRANSMITTAL LETTER

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

800002646859--6
-09/23/98--01023--014
*****78.75 *****78.75

SUBJECT: ST. PAUL MINISTRIES OF CLEARWATER, Inc d/b/a
(Proposed corporate name - must include suffix)
ST. PAUL CHURCH OF GOD IN CHRIST, Inc.

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

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Danita C. Barnes
Name (Printed or typed)

P.O. Box 11745
Address

St. Petersburg, FL 33733
City, State & Zip

(727) 864-2976
Daytime Telephone number

FILED
99 JAN 19 PM 2:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA

JAN 19 1999

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



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 25, 1998

DANITA C. BARNES
P.O. BOX 11745
ST. PETERSBURG, FL 33733

SUBJECT: ST. PAUL MINISTRIES OF CLEARWATER INC. D/B/A ST. PAUL
CHURCH OF GOD IN CHRIST, INC.
Ref. Number: W98000021983

We have received your document for ST. PAUL MINISTRIES OF CLEARWATER INC. D/B/A ST. PAUL CHURCH OF GOD IN CHRIST, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Corporations may file using only the corporate name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

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) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 598A00048355

DANITA C. BARNES

PO Box 11745
St. Petersburg, FL 33733

January 8, 1999

Florida Department of State
Divisions of Corporations
Attn: Dana Calloway
PO Box 6327
Tallahassee, FL 32314

RE: W98000021983

Dear Ms. Calloway:

Please find enclosed a copy of our revised Articles. In addition to the certified copy of the certificate, please fax the same to (727) 893-1979. Thank you for your prompt attention to this matter.

Sincerely,


Danita C. Barnes

cc: Mitchell L. Bryant
St. Paul Ministries of Clearwater Board of Directors
file

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TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be:

St. Paul Ministries of Clearwater Inc. (hereinafter "SPC").

ARTICLE II PRINCIPAL OFFICE

The principal office of this Corporation shall be:

606 Alden Avenue
Clearwater, FL 33755
Pinellas County

The mailing address of this Corporation shall be:

PO Box 11745
St. Petersburg, FL 33733

ARTICLE III PURPOSES:

The specific purposes for which this Corporation is organized are:

To spread the Gospel of Jesus Christ throughout the area; to minister to the spiritual and natural needs, i.e. food, housing, recreation etc. of the residents of Clearwater and beyond; to carry on other activities not inconsistent with traditional church functions; to contribute to the advancement of religion; lessening of the burdens of government; relief of the poor and distressed; combating community deterioration; including for such purposes, the making of distributions to organizations that qualify as exempt organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected is:

The President or Vice-President, in the absence of the President, shall nominate Directors. Such nominee must then be elected by a majority of the Board of Directors. They will serve a two-year term. At such time, the President must again nominate the Director and he/she must be re-elected pursuant to the provisions above.

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ARTICLE V DUTIES OF DIRECTORS:

The duties of the Board of Directors shall be:

The Board of Directors shall control SPC. The Board of Directors shall have the ultimate authority over all SPC property, contracts and all other matters it deems appropriate to insure the welfare of SPC and its pursuit of the purposes for which it was organized.

The Board of Directors shall appoint a Pastor, who will have authority over all business and spiritual day- to-day matters affecting SPC. Pursuant to this authority, the Pastor shall appoint a Trustee Board, Finance Committee and any other officers he deems necessary to insure the welfare of SPC and that SPC carries out its purpose as indicated in Article III above.

No act of the Board of Directors shall be valid without the consent or approval of the President unless a unanimous vote is cast of all officers and directors excluding the Pastor.

All members of the Trustee Board must be Members of Record as defined below. All members of the Finance Committee must be Members in Good Standing as defined below.

ARTICLE VI NAMES AND ADDRESSES OF INITIAL DIRECTORS:

The Board of Directors shall be composed of the following officers: President, Vice-President, Secretary, Treasurer, and five Directors. The following persons shall serve as initial Directors of SPC:

President – Mitchell L. Bryant
Address – 1175 Pinellas Point Drive S. #79
St. Petersburg, Florida 33705

Vice-President – Danita C. Barnes
Address – 1175 Pinellas Point Drive S. #79
St. Petersburg, Florida 33705

Secretary – Orrin Fredericks
Address – 2684 South Drive
Clearwater, FL 33759

Treasurer – Juanita Flukes
Address – 713 South Disston Avenue
Tarpon Springs, FL 34689

Director – Willie B. Cason
Address – 606 East Oakwood Street
Tarpon Springs, FL 34689

Director – Mozell L. Bryant
Address – 138 38th Street South
St. Petersburg, FL 33711

Director – Marilyn Gore
Address – 4050 Pompano Drive SE
St. Petersburg, FL 33705

Director- Tandala Niles
Address 606 East Oakwood Street
Tarpon Springs, FL 34689

Director- Maria Bryant Jones
Address- 138 38th Street South
St. Petersburg, FL 33711

ARTICLE VII AMENDMENTS

Mandatory Revisions:

These Articles upon death, incapacity, resignation, or replacement of the President, shall be subject to revision. Such revisions shall be made by the surviving members, as of the date of death, incapacity, resignation or replacement of the President, of the Board of Directors, Trustee Board and Finance Committee, which shall comprise the Articles Revision Committee (hereinafter "ARC"). A Chairperson shall be elected from the members of the Board of Directors. The ARC Chairperson shall preside at all meetings of the ARC.

Each member of the ARC shall have no more than one vote to cast. A 2/3-majority vote shall be necessary to change any provisions of this document. All such revisions must then be approved by a 2/3 majority of the members of record of SPC as of the date of death, incapacity or replacement of the President.

The ARC shall make recommendations pursuant to the above to the Vice President, who shall be acting in the office of the President. No revision shall constitute an amendment and therefore a change to these Articles, without the approval of the Vice President acting in the capacity of the President.

Other Revisions and Amendments

All other Amendments shall be made by a majority of those members present at a meeting of the ARC with the approval of the President.

ARTICLE VIII MEMBERSHIP

Members in Good Standing:

Members of SPC that attend church services regularly and are listed on the Official Roll as kept by the Church Clerk. Such members shall regularly support SPC in tithing, offerings and other dues for at least one year prior to appointment unless the Pastor deems otherwise.

Members of Record:

A member of SPC that attends church services regularly, and is listed on the Official Roll as kept by the Church Clerk. Members of Record must also participate in ministry and support SPC financially for at least one year prior to appointment unless the Pastor deems otherwise.

Denomination:

SPC shall be a voluntary member of the Church of God in Christ, headquartered in Memphis Tennessee. Any decision by an agent or officer of the Church of God in Christ affecting SPC, its members and these articles shall not be valid as affecting SPC unless the same first be ratified pursuant to Article V above.

ARTICLE IX RESTRICTIONS

No part of the net earnings of SPC shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that SPC shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes as set forth in Article III hereof. No substantial part of the activities of SPC shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and SPC shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, SPC shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance the purposes of this Corporation.

ARTICLE X DISSOLUTION

Upon the dissolution of SPC, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of SPC is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XI INITIAL REGISTERED AGENT AND STREET ADDRESS

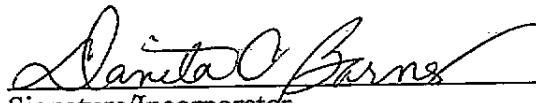
The name and Florida address of the initial registered agent are:

Mitchell L. Bryant
1175 Pinellas Point Drive S. #79
St. Petersburg, FL 33705

ARTICLE XII INCORPORATOR

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

Danita C. Barnes
1175 Pinellas Point Drive S. #79
St. Petersburg, FL 33705



Signature/Incorporator

1/8/99

Date

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TALLAHASSEE FLORIDA

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.



Signature/Registered Agent

1/8/99

Date