

N99000001337

TRANSMITTAL LETTER

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

900002793909--0
-03/04/99--01004--008
*****78.75 *****78.75

SUBJECT: Jacob Ministries of Tallahassee 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 of
Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FILED
99 MAR -4 AM 9:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FROM:

Jacob Baptist Church
Name (Printed or typed)

3333 Galachee Parkway
Address

Tallahassee FL 32311
City, State & Zip

(850) 877-6511
Daytime Telephone number

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

RECEIVED
99 MAR -4 AM 9:26

Will wait

Dmc
3/4/99



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 4, 1999

FAITH BAPTIST CHURCH
3333 APALACHEE PARKWAY
TALLAHASSEE, FL 32311

SUBJECT: FAITH MINISTRIES OF TALLAHASSEE, INC.
Ref. Number: W99000005287

We have received your document for FAITH MINISTRIES OF TALLAHASSEE, 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):

You must list at least one incorporator with a complete business street address.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

The registered agent must sign accepting the designation.

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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 599A00009987

**ARTICLES OF INCORPORATION
FOR
FAITH MINISTRIES OF TALLAHASSEE, INC.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - OFFICES

The principal office of the corporation shall be in the
City of Tallahassee, County of Leon State of Florida
3333 Apalachee Parkway
Tallahassee, Florida 32311

The corporation may also have offices at such other places within or without this state as the board may from time to time determine or the business of the corporation may require.

ARTICLES II - PURPOSES

1. The purposes for which the Faith Ministries of Tallahassee, Inc. is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of Section 501(c) (3) of the Internal Revenue Code of 1998, or the corresponding provision of any future United States Internal Revenue law. The Faith Ministries of Tallahassee, Inc. is organized to support the charitable activities of Faith Baptist Church of Tallahassee, Inc. 3333 Apalachee Parkway, Tallahassee, Florida 32311.

2. In the discretion of the Board of Trustees, and if allowed by law, this corporation may also act as a fiduciary in the administration of any estate, trust, guardianship or gift annuity program where a portion of the administered assets or income from such assets is or will be used in furtherance of the purposes of this Corporation.

ARTICLE III - MEMBERS

The members of this corporation shall consist of the membership of The Faith Baptist Church of Tallahassee, Inc., hereinafter referred to as the Church, and once a person becomes a member of the Church, he or she automatically becomes a member of the corporation.

ARTICLE IV - POWERS

This Corporation is empowered to receive by bequest, devise, gift, purchase, lease or in any other manner, either absolutely or in trust; any property, real, personal or mixed, and to exercise full rights of ownership there over, and to invest and reinvest, and to use and dispose of the same for the purposes of this Corporation.

The title to all property of the Corporation shall be held in the name of the Corporation or as otherwise may be provided pursuant to the authority of the Articles of Incorporation and Bylaws of the Corporation. Any gift, bequest, devise or donation of any kind whatsoever to the Corporation or its Board of Trustees shall be deemed to vest title thereto in the Corporation.

Notwithstanding any of the provisions of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501(c) (3) of the Internal Revenue Code of 1998, or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE V - OVERSIGHT COMMITTEE

1. CORPORATION OVERSIGHT AND MONITORING

Policy oversight and monitoring shall be performed by an Oversight Committee, at least five

in number, one of which shall be a staff person of the Church. They shall be elected by the general body of the Church and serve for defined terms and except for the Church staff person, shall not be compensated or serve as a Ministry Director. Vacancies occurring shall be addressed at the next scheduled business meeting of the church.

ARTICLE VI - DIRECTORS

1. MANAGEMENT OF THE CORPORATION

The corporation shall be managed by the board of directors, at least five in number, at least one of which will be a staff person of the Church. Each director shall be at least twenty-one years of age and a member of the church..

2. ELECTION AND TERM OF DIRECTORS

At each annual meeting of members, the membership shall elect directors to hold office until the next annual meeting. Each director shall hold office until the expiration of the term for which he/she was elected and until his/her successor has been elected and shall have qualified, or until his/her resignation or removal.

3. NEWLY CREATED DIRECTORSHIPS AND VACANCIES

Newly created directorships resulting from an increase in the number of directors and vacancies occurring in the board for any reason except the removal of directors without cause may be filled by a vote of a majority of the Oversight Committee then in office, unless otherwise provided in the certificate of incorporation. Vacancies occurring by reason of the removal of directors without cause shall be filled by vote of the members. A director elected to fill a vacancy caused by resignation, death or removal shall be elected to hold office for the unexpired term of his/her

predecessor.

4. REMOVAL OF DIRECTORS

Any or all of the directors may be removed for cause by vote of the members or by action of the Oversight Committee. Directors may be removed without cause only by vote of the members.

5. RESIGNATION

A director may resign at any time by giving written notice to the board, the president, or the secretary of the corporation. Unless otherwise specified in the notice, the resignation shall take effect upon receipt thereof by the board or such officers, and the acceptance of the resignation shall not be necessary to make it effective.

6. QUORUM OF DIRECTORS

Unless otherwise provided in the certificate of incorporation, a majority of the entire board shall constitute a quorum for the transaction of business or of any specified item of business.

7. ACTION OF THE BOARD

Unless otherwise required by law, the vote of a majority of the directors present at the time of the vote, if a quorum is present at such time, shall be the act of the board. Each director present shall have one vote.

8. PLACE AND TIME OF BOARD MEETINGS.

The board may hold its meetings at the office of the corporation or at such other places, either within or without the state, as it may from time to time determine.

9. REGULAR ANNUAL MEETING

A regular annual meeting of the board shall be held immediately following the annual meeting of members at the place of such annual meeting of members.

10. NOTICE OF MEETING OF THE BOARD, ADJOURNMENT

Regular meetings of the board may be held without notice at such time and place as it shall from time to time determine. Special meetings of the board shall be held upon notice to the directors and may be called by the president upon three days' notice to each director either personally by mail or by wire. Special meetings shall be called by the president or by the secretary in a like manner on written request of two directors.

A majority of the directors present, whether or not a quorum is present, may adjourn any meeting to another time and place. Notice of the adjournment shall be given to all directors who were absent at the time of the adjournment and, unless such time and place are announced at the meeting, to the other directors.

11. CHAIRMAN

At all meetings of the board, the president, or in his/her absence, a chairman of the board shall preside.

12. EXECUTIVE AND OTHER COMMITTEES

The board, by resolution adopted by a majority of the entire board, may designate from among its board members an executive committee and other committees, each consisting of three or more board members. Each such committee shall serve at the pleasure of the board.

ARTICLE VII - OFFICES

1. OFFICES, ELECTION, TERM

Unless otherwise provided for in the certificate of incorporation, the board may elect or appoint a president, one or more vice-presidents, a secretary, and a treasurer, and such other officers

as it may determine, who shall have such duties, powers and functions as hereinafter provided. All officers shall be elected or appointed to hold office until the meeting of the board following the annual meeting of members. Each officer shall hold office for the term for which he/she is elected or appointed and until the successor has been elected or appointed and qualified.

2. PASTOR OF FAITH BAPTIST CHURCH OF TALLAHASSEE, INC.

For the same term as the Pastorship, the Pastor of Faith Baptist Church of Tallahassee Inc, shall serve as an ex officio, non voting board member.

3. REMOVAL, RESIGNATION, SALARY

Any officer elected or appointed by the board may be removed by the board with or without cause. In the event of the death, resignation or removal of an officer, the board, in its discretion, may elect or appoint a successor to fill the unexpired term. Any two or more offices may be held by the same person, except the offices of president and secretary. The salaries of all offices shall be fixed by the board.

4. PRESIDENT

The president shall be the chief executive officer of the corporation; he/she shall have the general management of the affairs of the corporation and shall see that all orders and resolutions of the board are carried into effect.

5. VICE-PRESIDENTS

During the absence or disability of the president, the vice-president, or if there are more than one, the executive vice-president, shall have all the powers and functions of the president. Each vice-president shall perform such other duties as the board shall prescribe.

6. TREASURER

The treasurer shall have the care and custody of all the funds and securities of the corporation, and shall deposit said funds in the name of the corporation in such bank or trust company as the directors may elect; he/she shall, when duly authorized by the board of directors, sign and execute all contracts in the name of the corporation, when countersigned by the president; he shall also sign all checks, drafts, notes, and orders for the payment of money, which are duly authorized by the board of directors and shall be countersigned by the president; he/she shall at all reasonable times exhibit his/her books and accounts to any director or member of the corporation upon application at the office of the corporation during ordinary business hours. At the end of each corporate year, he/she shall have an audit of the accounts of the corporation made by a committee appointed by the president, and shall present such audit in writing at the annual meeting of the members, at which time he/she shall also present an annual report setting forth, in full, the financial conditions of the corporation.

7. ASSISTANT - TREASURER

During the absence or disability of the treasurer, the assistant-treasurer, or if there are more than one, the one so designated by the secretary or by the board, shall have the powers and function of the treasurer.

8. SECRETARY

The secretary shall keep the minutes of the board of directors. The secretary shall have the custody of the seal of the corporation and shall affix and attest the same to documents when duly authorized by the board of directors. The secretary shall attend to the giving and serving of all notices of the corporation, and shall have charge of such books and papers as the board of directors

may direct. He/she shall attend to such correspondence as may be assigned to him/her, and perform all the duties incidental to this office. The secretary shall keep a membership roll containing the names, alphabetically arranged, of all persons who are members of the corporation, showing their places of residence and the date they became members.

9. ASSISTANT - SECRETARIES

During the absence or disability of the secretary, the assistant secretary, or if there are more than one, the one so designated by the secretary or by the board, shall have all the powers and functions of the secretary.

10. SURETIES AND BONDS

In the case the board shall so require, any officer or agent of the corporation shall execute to the corporation a bond in such sum and with such surety or sureties the board may direct, conditioned upon the faithful performance of his duties to the corporation and including responsibility for negligence and for the accounting for all property, funds or securities of the corporation which may come into his hands.

ARTICLE VIII - AMENDMENTS

The bylaws may be adopted, amended or repealed by the members at the time they are entitled to vote in the election of directors. Bylaws may also be adopted, amended or repealed by the board of directors but any bylaw adopted, amended or repealed by the board may be amended by the members entitled to vote thereon as hereinafter provided.

If any bylaw regulating an impending election of directors is adopted, amended or repealed by the board, there shall be set forth in the notice of the next meeting of members for the election of

directors the bylaw so adopted, amended or repealed, together with a concise statement of the changes made.

If there be any conflict between the provisions of the certificate of incorporation and these bylaws, the provisions of the certificate of incorporation shall govern.

ARTICLE IX - INDEMNIFICATION

1. The corporation may, by a majority vote, indemnify and hold harmless any officer, employee, trustee or committee chairman or other former officer, employee, trustee or committee chairman in the manner set forth and provided for the Florida Statute 617.0831 and 607.0834.

These Articles of Incorporation were adopted by the members of the Corporation at a duly called meeting the 1ST day of MARCH 1999.

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.

IN WITNESS WHEREOF, the undersigned President and Secretary of the Corporation have executed these Articles of Incorporation this 3RD day of MARCH 1999.

Marian Schwen
President/Incorporator
Rt 3, Box 116-6D
Address
Monticello FL 32344
City and State
850-877-7159
Day Time Telephone Number

Angela S. R. R. R.
Secretary/Incorporator
1118 Lompoc Ct.
Address
Tallahassee, FL 32311
City and State
850 513-9300
Day Time Telephone Number

STATE OF FLORIDA

COUNTY OF LEON



SHEILA Q. KOSIER
Comm. No. CC 589379
My Comm. Exp. Sept. 29, 2000
Bonded thru Pichard Ins. Agcy.

The foregoing instrument was acknowledged before me this 3RD day of MARCH

by the President of the Corporation on behalf of the Corporation

Sheila Q. Kosier
Notary Public
My Commission Expires:
9/29/2000

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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: *Faith Ministries of Tallahassee Inc*

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

Melbron E. Self
(NAME)

3333 Apalachee Parkway
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Tallahassee FL 32311
(CITY/STATE/ZIP)

FILED
99 MAR -4 AM 9:49
SECRETARY OF STATE
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.

Melbron E. Self
(SIGNATURE)

3/4/99
(DATE)