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KIEVIT, KELLY & ODOM
ATTORNEYS AT LAW

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PANAMA CITY, FLORIDA 32401
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March 10, 1999

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

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RE: Reinstatement and Reincorporation
Northside Baptist Church of Pensacola, Inc.

Ladies & Gentlemen:

Enclosed find a certified copy of the original Articles of Incorporation (Charter) for Northside Baptist Church, the Application for Reinstatement and Reincorporation, the Certificate of Reincorporation and registered agent designation and acceptance, and our firm check in the amount of \$507.50 for the following:

Filing fee for reinstatement/ reincorporation	\$ 35.00
Filing fee for registered agent	35.00
Filing fee for annual reports (1993-present)	428.75
Certified copy of filed certificate of reincorporation	8.75

FILED
99 MAR 15 AM 10:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please process the enclosed documents and remit the certified copy to the address above. Thank you for your assistance in this matter.

SGW
3/16/99

Very truly yours,
Stephen G. West
Stephen G. West

498.75 F.F.
8.75 C.C.

507.50

SGW:skh

pc: Robert L. Sullivan (w/out encl.)

CERTIFICATE OF REINCORPORATION

FOR

NORTHSIDE BAPTIST CHURCH OF PENSACOLA, INC.
(A Florida Corporation Not-For-Profit)

FILED

99 MAR 15 AM 10:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NORTHSIDE BAPTIST CHURCH OF PENSACOLA, INC., a corporation originally incorporated under the name Northside Baptist Church, by a charter ordered and approved by order of the Circuit Court in and for Escambia County, Florida, and recorded in Incorporation Record Book 8 at page 87 of the public records of said county, hereby executes this Certificate of Reincorporation. Pursuant to Section 617.0901, Florida Statutes, this Certificate of Reincorporation was duly authorized by a meeting of its members regularly called.

ARTICLE I. NAME

The name of the corporation shall be NORTHSIDE BAPTIST CHURCH OF PENSACOLA, INC.

ARTICLE II. PRINCIPAL PLACE OF BUSINESS & MAILING ADDRESS

The principal place of business and mailing address of the corporation shall be 2410 West Fairfield Drive, Pensacola, Florida 32505.

ARTICLE III. PURPOSES

The corporation is organized exclusively for religious, charitable, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code (or the corresponding portions of any future United States Internal Revenue law), including, to the extent permitted by Section 501(c)(3), propagating the Christian religion and the distinctive principals of Baptists, holding services of public worship and observing and administering the Biblical ordinances of the church, exercising Christian care of its members and promoting fellowship and mutual helpfulness among them, engaging in evangelistic, educational, and eleemosynary activities for the moral and spiritual benefit and

improvement of the community.

No substantial part of the activities of the corporation shall be the carrying on of propoganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

This corporation is and shall remain a corporation not-for-profit. The corporation shall not have nor issue shares of stock. No dividends shall be paid, and no part of the net earnings of the corporation shall inure to the benefit of its members, directors or officers, or to the benefit of any private shareholder or individual.

ARTICLE IV. TERM OF EXISTENCE

The corporation shall exist perpetually.

ARTICLE V. MEMBERS

Any member in full fellowship of the religious organization known as Northside Baptist Church of Pensacola, Inc., shall also be a member of the corporation. A person ceasing to be a member of said religious organization shall thereupon also cease to be a member of the corporation.

ARTICLE VI. BOARD OF TRUSTEES

Trustees shall be elected or appointed as prescribed by the bylaws. The original number of trustees shall be five (5). The number of trustees may be changed from time to time, but shall never be less than three (3).

ARTICLE VII. BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Trustees.

ARTICLE VIII. DISTRIBUTION OF ASSETS UPON DISSOLUTION

No persons, firm or corporation shall ever receive any dividends or profits from the undertaking of this corporation. In the event of dissolution, the residual assets of the organization shall be turned over to one or more organizations which themselves are exempt organizations as described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or Local government for exclusive public purposes, and none of the assets will be distributed to any member, director, officer or trustee of this corporation.

ARTICLE IX. REGISTERED AGENT AND STREET ADDRESS

The name and street address of the registered agent are the law firm of KIEVIT, KELLY & ODOM, P.A., 15 West Main Street, Pensacola, Florida, 32501.

ARTICLE X. INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation are Robert L. Sullivan, 708 West Avery Street, Pensacola, Florida 32501.

The undersigned incorporator has executed these Articles of Incorporation this 28 day of February, 1999.

Robert L. Sullivan
Robert L. Sullivan

FILED
99 MAR 15 AM 10:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service process for the above-stated corporation, at the place designated in these Articles of Incorporation, the law firm of Kievit, Kelly & Odom, P.A., by its undersigned President, accepts the appointment as registered agent and agrees to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED this 8th day of March, 1999.

KIEVIT, KELLY & ODOM, P.A.

By: Robert W. Kievit
Robert W. Kievit, President

RWK:skh:February 19, 1999

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Because Of The Color
Of Paper,

Image For This
document Must Be
enlarged to view.

JLH

3/17/99

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CHARTER OF NORTHSIDE BAPTIST CHURCH
A CORPORATION NOT FOR PROFIT

We, the undersigned, hereby associate ourselves together in a corporation not for profit under the laws of the State of Florida under the following charter:

I.

The name of the corporation shall be NORTHSIDE BAPTIST CHURCH, and it will be located in the Community of Pensacola, Florida.

II.

The general nature of the object of the corporation shall be to propagate the Christian religion and the distinctive principles of Baptists; to hold services of public worship and to observe and administer the biblical ordinances of the church; to exercise Christian care of its members and promote fellowship and mutual helpfulness among them; to engage in evangelistic, educational and eleemosynary activities and in efforts for the moral and spiritual benefit and improvement of the community; to acquire, hold, use, mortgage, lease, sell or otherwise encumber and dispose of real and personal property; and to do all other matters and things whatsoever necessary, convenient, useful or incidental to the carrying out of the object and purposes of the corporation.

III.

Any member in full fellowship of the religious organization known as NORTHSIDE BAPTIST CHURCH shall also be a member of the corporation. A person ceasing to be a member of said religious organization shall thereupon also cease to be a member of the corporation.

IV.

The corporation shall have perpetual existence.

V.

The names and places of residence of the subscribers to this charter are as follows:

Certified to be a true copy of

the original on file in this office
Witness my hand and official seal
ERNIE LEE MAGAHA

Clerk of the Circuit Court
Escambia County, Florida

By: *[Signature]* D.C.

Date: Feb 25, 1959

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 MAR 15 AM 10:55

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W. W. Caine, 8 Gial Drive, Pensacola, Florida.
 J. A. Booth, 2622 Delano Street, Pensacola, Florida.
 W. D. Simmons 3434 Roosevelt Avenue, Pensacola, Florida.
 Henry E. Marlow, 1115 West Avery Street, Pensacola, Florida.
 G. W. Brooks, 2128 Pottery Road, Pensacola, Florida.

VI.

The affairs of the corporation are to be managed by the following officers: a President, a Vice-President, a Secretary, a Treasurer and a Board of Directors of five members. The Directors shall be elected by the members at an annual meeting to be held on the Wednesday following the first Sunday in the month of September of each year and shall take office on the 1st day of October following their election. The term of office of a member of the board of directors shall be five years; the terms of office so set up so that one member is elected each year. The directors so elected shall immediately elect the President, Vice-President, Secretary and Treasurer.

VII.

The names of the officers who are to manage all the affairs of the corporation until the first election or appointment under the charter are as follows:

President	Henry E. Marlow
Vice-President	W. W. Caine
Secretary	Mrs. C. W. Casady
Treasurer	G. W. Brooks

Board of Directors

W. W. Caine
 J. A. Booth
 W. D. Simmons
 J. D. McHenry
J. W. Ridgeway

VIII.

The first by-laws of the corporation shall be adopted by a majority vote of the members present at a regular or special meeting. Thereafter the by-laws of the corporation may be made, altered, or rescinded by a majority vote of the members of the corporation present at any regular or special meeting, a quorum being present.

IX.

The highest amount of indebtedness or liability to which the corporation may at any time subject itself, which shall never be greater than two-thirds of the value of the property of the corporation, shall be \$500,000.

X.

The amount in value of the real estate which the corporation may hold, subject to the approval of the Circuit Judge, is \$750,000.

IN WITNESS WHEREOF, we hereunto subscribe our names.

W. W. Caine
W. W. Caine

James A. Booth
J. A. Booth

W. D. Simmons
W. D. Simmons

Henry E. Marlow
Henry E. Marlow

G. W. Brooks
G. W. Brooks

STATE OF FLORIDA
COUNTY OF ESCAMBIA

Before me, the undersigned notary public, personally came and appeared, W. W. Caine, J. A. Booth, W. D. Simmons, Henry E. Marlow and G. W. Brooks, to me well known and well known to me to be the individuals described in and who subscribed to the foregoing charter, and acknowledged that they executed the same for the uses and purposes therein expressed; and the said individuals being duly sworn say that it is intended in good faith to carry out the purposes and objects set forth in the foregoing charter.

W. W. Caine
W. W. Caine

James A. Booth
J. A. Booth

W. D. Simmons
W. D. Simmons

Henry E. Marlow
Henry E. Marlow

G. W. Brooks
G. W. Brooks

Acknowledged, sworn to and
subscribed before me this
9th day of April, 1958.



Robert C. Baggett
Notary Public

My Commission Expires: 12-8-1959

IN THE CIRCUIT COURT OF ESCAMBIA COUNTY, FLORIDA.

IN RE: Proposed Charter of NORTHSIDE
BAPTIST CHURCH, a corporation
not for profit.

The above and foregoing proposed charter of NORTHSIDE BAPTIST CHURCH, a corporation not for profit, having been presented to the undersigned Circuit Judge, and the Court finding that the proposed charter is in proper form and for an object authorized by Chapter 617, Florida Statutes, 1957.

IT IS ORDERED, ADJUDGED AND DECREED that the said charter of the NORTHSIDE BAPTIST CHURCH, a corporation not for profit, be and the same is hereby approved.

DONE AND ORDERED, at Pensacola, Florida, this 22nd day of April, 1958.

R. J. Fabrisinski

Judge of the Circuit Court of
Escambia County, Florida

19421 FILED JUL 7 1958
1567m
RECORDED IN THE OFFICE OF THE CLERK OF ESCAMBIA COUNTY, FLORIDA, IN THE BOOK AND PAGE NAMED ABOVE.
LANGLEY BELL, CLERK OF CIRCUIT COURT.