# N99999001970 JAMES SWEETING, III, P.A.

Attorney-at-Law

Orlando Office

2300 E. Concord Street Orlando, FL 32803 Phone: (407) 896-1125 FAX: (407) 896-0045 E-mail: sweeting@ worldramp.net

Melanie J. Westfield Paralegal-Orlando

Daytona Beach Office: 444 Scabreeze Boulevard Suite 770 Daytona Beach, FL 32118 Phone: (904) 255-2770 FAX: (904) 255-3901

E:mail: jaxlaw@iag.net

Jackie E. Evans Legal Assistant-Daytona March 22, 1999

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Honorable Kathleen Harris Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

RE: Application for Incorporation -

Master's Domain Church of God in Christ, Inc.

Dear Secretary Harris:

Enclosed please find this firm's check No. 1054, for \$78.85, made payable to the Florida Division of Corporations for the incorporation of the above-referenced organization and a certified copy of same. Also enclosed please find an original and one copy of the Articles of Incorporation, along with a self-addressed stamped envelope for your convenience in mailing a return certified copy of the Articles for our records.

Your cooperation and professional courtesy is appreciated. If you have any questions, please contact my Daytona Beach office at 904-255-2770.

Sincerely,

James Sweeting, III

JSIII/jee Enclosures 99 M/R 25 PH I2: 58

SECRETARY OF STATE VISION OF CORPORATIONS

# ARTICLES OF INCORPORATION

OF

MASTER'S DOMAIN CHURCH OF GOD IN CHRIST, INC..

The undersigned subscribers to these Articles of Incorporation, natural Persons competent to contract, hereby form a corporation under the laws of the State of Florida.

# ARTICLE I - NAME

The name of the corporation shall be MASTER'S DOMAIN CHURCH OF GOD IN CHRIST,

# ARTICLE II - PURPOSE

The purpose for which this Corporation is to provide spiritual, social, educational and economic opportunities to members of the community, and to provide and develop spiritual leadership development and understanding among youth and adults, through the study of the testimony, teachings and prophesy of Jesus Christ, and Christian theology and the application of the Discipline of The Church of God in Christ.

- A. The specific and primary purposes are:
- (1) The purposes of which the corporation is organized are exclusively benevolent, charitable, scientific, literary, and educational within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1954 or corresponding provisions of any future United Internal Revenue Law.
- (2) Notwithstanding any other provisions of these Articles, this organization shall not carry on any other 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 1954 or the corresponding provisions of any future United States Revenue law.
- (3) The corporation is irrevocably dedicated to and operated exclusively for nonprofit purposes, and no part of the income or assets of the Corporation shall be distributed to, nor to inure to the benefit of any individual.

- B. In furtherance, but not limitation of the foregoing benevolent, charitable, scientific, literary, and educational purposes, the Corporation shall have the following powers:
- (1) To collect and disseminate statistics and other information, to conduct investigations, to engage in various fund-raising activities to conduct promotion activities, including advertising and publicity, in or by any suitable manner or media.
- (2) To buy, own, sell, assign, mortgage or lease any interest in real estate and personal property and to construct, maintain and operate improvements thereon necessary or incident to the accomplishment of the purposes set forth herein.
- (3) To borrow money and issue evidence of indebtedness in furtherance of any or all of the objectives of its business, and to secure the same by mortgage, pledge or other lien on the corporation's property.
- (4) To consider and deal by all lawful means with common problems involved in the promotion of economic growth and development among members, through the provision of financial services and support, pooling of financial resources, participation in community enrichment projects, and to secure and advance cooperative action in advancing common purposes of the members of the association.

#### ARTICLE III - MEMBERSHIP

- A. <u>ACTIVE MEMBERSHIP</u>. Any natural person, is eligible to become an active member of the MASTER'S DOMAIN CHURCH OF GOD IN CHRIST, INC., with full participation and other privileges, provided he/she is qualified under such rules as the Officers of the Corporation may provide. The initial members of the Corporation shall be those individuals who are members of the MASTER'S DOMAIN CHURCH OF GOD IN CHRIST; DAYTONA BEACH, FLORIDA.
- B. <u>ASSOCIATE MEMBERSHIP</u>. Anyone interested in the activities of the Corporation may be awarded an associate membership under such terms and with such privileges as the Officers of the Corporation may determine.
  - C. <u>VOTING</u>. On those issues which may from time to time be brought up for a

vote, by the direction of the Board of Directors, each active member shall be entitled to one vote. Proxy voting is permitted.

#### ARTICLE IV - EXISTENCE

The existence of this Corporation shall be perpetual.

#### ARTICLE V - MEETINGS

- A. ANNUAL MEETING. There shall be an annual meeting during the month of July, unless otherwise ordered by the Board of Directors, for voting and transacting other business. Meetings shall be open to all members, of The Board of Directors. Notice of these meetings, issued by the Secretary, shall be made to the last recorded address of each member of the Board of Directors, at least ten (10) days before the time appointed for the meeting.
- B. QUORUM. A majority of the members of The Board of Directors who are present at any one meeting shall represent a quorum.

#### ARTICLE VI - ADDRESS

The street address of the initial office of the corporation shall be 918
Orange Avenue, Daytona Beach, Florida, 32114. The Executive Committee may from time
to time designate such other address and place for the principal office of this
Corporation as it may see fit.

#### ARTICLE VII - DIRECTORS

This Corporation shall have three (3) Directors initially, who shall comprise the Executive Committee. The number of Directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

#### ARTICLE VIII - INITIAL DIRECTORS

The name and street address of the first Board of Directors who shall hold office until their successors are appointed by vote of the Board of Directors, are as follows:

PRESIDENT:

Derrick R. Harris.

918 Orange Avenue

Daytona Beach, Florida, 32114

SECRETARY:

Darcia Harris

918 Orange Avenue

Daytona Beach, Florida, 32114

TREASURER:

Ruth Harris
918 orange Avenue 3355 N.W. 213 H. Terrace
Daytona Beach, Florida, 32114 Migmi, FL 33056

## ARTICLE IX - AMENDMENTS TO ARTICLES

These articles may be amended or repealed, in whole or in part, by a majority vote of the Board of Directors.

#### ARTICLE X - BYLAWS

Bylaws will be hereafter adopted. Such bylaws may be amended or repealed, in whole or in part, in the manner provided therein, and the amendments to the bylaws shall be binding on all members, including those who may have voted against them.

## ARTICLE XI- DISTRIBUTION OF ASSETS

In the event of dissolution, the residual assets of the organization will be turned over to one, or more organizations which themselves are exempt as organizations described in Sections 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or local government for exclusive public purpose.

## ARTICLE XII- ANTI DISCRIMINATION

The corporation does not, nor will not tolerate discrimination, based upon race, sex, creed, national origin, physical handicap, or gender, in the administration, organization, production and implementation of any of the corporations services, functions or activities.

## ARTICLE XIII- INDEMNIFICATION

Any person (and the heirs, executors, and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director, Officer, or Incorporator of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney fees and disbursements, incurred by him (or by his heirs, executors, or administrators) in conjunction with the defense or settlement of such action, suit proceeding, or in conjunction with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit,

or proceeding that such Director, Officer, or Incorporator is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director, Officer, or Incorporator or such heirs, executors or administrators may be entitled apart from this Article.

# ARTICLE XIII- REGISTERED OFFICE AND AGENT

The initial street address in Florida of the initial registered office of the Corporation is 918 Orange Avenue, Daytona Beach, Florida, 32114, and the name of the initial registered agent is Derrick R. Harris.

IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed of the Articles of Incorporation at Daytona Beach, Volusia, County, Florida on this /64 day of Merch, 1998.91

Derrick R. Harris

STATE OF FLORIDA COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority personally appeared, Derrick R. Harris, who is to me well known to be the person described in and who provided as , who subscribed the above Articles identification personally known of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have bereunto set my hand and my official seal, at ma orlando, in said County and State, this 16th day of March, 1998.9.

&OF PEO

NOTARY

PUBLIC

NOTARY PUBLIC

MY COMMISSION EXPIRES:

JACKIE E. EVANS My Comm Exp. 9/16/99 Bonded By Service Ins No CC489396

STATE OF FLORIDA COUNTY OF VOLUSIA

darcia Harris

BEFORE ME, the undersigned authority personally appeared, Darcia Harris, who is to me well known to be the person described in and who provided as identification , who subscribed the above Articles of personally known Incorporation, and she did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at

| Daytons Bearls ordando, in said County and State, | this 16th day of March, 1998.  |
|---|--|
| NOTARY PUBLIC MY COMMISSION EXPIRES:              | JACKIE E. EVANS My Comm Exp. 9/16/ Bonded By Service II. No CC489396 |

Ruth Harris.

STATE OF FLORIDA

BY COUNTY OF VOLUSTA COUNTY OF Browned

BEFORE ME, the undersigned authority personally appeared, Ruth Harris, who is to me well known to be the person described in and who provided as identification floring Drivers Lineage, who subscribed the above Articles of Incorporation, and she did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Browned.

Orlando, in said County and State, this 44 day of March, 1998.

NOTARY PUBLIC

MY/COMMISSION EXPIRES:



Lydia W. Daniels MY COMMISSION # CC742012 EXPIRES July 19, 2002 BONDED THRU TROY FAIN INSURANCE, INC.