

N99000002015  
Schofield & Spencer, P. A.

Suite 300  
1429 60th Avenue West  
(Flamingo Boulevard)  
Bradenton, Florida 34207

Attorneys at Law  
(941) 755-2674  
Fax (941) 756-0981

P. Allen Schofield  
Mary Anne Spencer  
† Laura Jean Guy  
† Also Admitted in the State of  
North Carolina

March  
February 22, 1999

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
TALLAHASSEE, FLORIDA 32314

200002821852--5  
-03/29/99 --01097--010  
\*\*\*122.50 \*\*\*\*\*78.75

RE: FAITH FELLOWSHIP, INC.


Dear Sir:

Enclosed herewith please find the original and one copy of Articles of Incorporation regarding the above named new corporation not for profit.

Also enclosed is our check in the amount of \$122.50 to cover Filing Fee, Registered Agent's Fee, Corporate Tax and Certified Copy of Articles of Incorporation.

Please return a certified copy of Articles to this office at your earliest convenience.

Sincerely,

  
P. Allen Schofield

PAS/jm

enclosures as stated

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAR 29 PM 1:53

3-31  
WS

## ARTICLES OF INCORPORATION

OF

### FAITH FELLOWSHIP, INC.

The undersigned persons, acting as incorporators of a corporation not for profit under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation for such corporation:

#### ARTICLE I

The name of the corporation is **FAITH FELLOWSHIP, INC.**, and the address of its principal office is 2734 Grafton Ave., Sarasota, FL 34239

#### ARTICLE II

The corporation shall have perpetual duration.

#### ARTICLE III

The corporation is a **not for profit corporation**. The purpose for which the corporation is organized to provide religious ministry to the public, and to propagate the Gospel of Jesus Christ in its fullness as set forth in the Holy Scriptures and directed by the Holy Spirit, and to establish and maintain a place of worship of Almighty God, our Heavenly Father, and the Lord Jesus Christ, His only begotten Son, through the Holy Spirit, and for the promotion of close Christian fellowship, instruction and edification.

(a) The specific and primary purpose for which this corporation is formed are to operate for the advancement of religion, charity and education and for other charitable

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAR 29 PM 1:53

purposes, by the distribution of its funds for such purposes, and particularly for providing religious ministry to the public. To recognize individuals called into the Christian Ministry by issuing certificates of ordination.

(b) The general purposes for which this corporation is formed are to operate exclusively for such religious, charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

(c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

#### ARTICLE IV

The corporation is organized upon a non-stock basis as defined in Section 617.011 of the Florida Statutes. The corporation shall have a membership distinct from the board of directors.

(a) Membership. The General Membership of this corporation shall be the incorporators hereof and those persons specifically elected to General Membership by the Board of Directors by majority vote at any regular meeting. General members shall have full voting authority. There shall also be the professing membership of this not-for profit corporation which shall consist of all individuals meeting the standard of the new birth as

set forth in the Holy Scriptures (John 3: 5-7; Matthew 4: 17). Professing members shall not be entitled to vote.

(b) Rights and Liabilities of Members. The members of this corporation shall have no right, title or interest whatsoever in its income, property, or assets, nor shall any portion of such income, property, or assets be distributed to any member on the dissolution or winding up of this corporation. Members of this corporation shall not be personally liable for the debts, liabilities, or obligations of the corporation, and shall not be subject to any assessments.

#### ARTICLE V

The street address of the initial registered office of the corporation is 1312 7th Ave. East, Bradenton, FL 34208, County of Manatee, State of Florida. The name of its initial registered agent at such address is Terry Harrison. The mailing address is 1312 7th Ave. East, Bradenton, FL 34208.

#### ARTICLE VI

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be 5; provided however, that such number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

The directors named herein as the first board of directors shall hold office until their successors are elected. The first meeting of members shall be held on February 28, 1999, at 1:00 pm, at the offices of the corporation, at which time an election of directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve

for a term of 1 year and thereafter until the qualification of the successors in the office. Annual meetings shall be held at the office of the corporation, on the first Monday in February of each year at the principal office of the corporation, or at such other place or places as the board of directors may designate from time to time by resolution.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action so taken shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation 9 and bylaws) of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and residential addresses of the persons who are to serve as the initial directors are:

<u>Name</u>	<u>Residential Address</u>
Terry Harrison	1312 7th Ave. East, Bradenton, FL 34208
Mary Klein	989 S. Tuttle Ave., Sarasota, FL 34237
Leoland Collier	4020 Longhorn Drive, Sarasota, FL 34233
John LeVita	2206 Valencia Drive, Sarasota, FL 34239
Greg Blount	3109 McIntosh Road, South, Sarasota, FL

## ARTICLE VII

The name and address of each incorporator are:

Terry Harrison 1312 7th Ave. East, Bradenton, FL 34208  
Mary Klein 989 S. Tuttle Ave., Sarasota, FL 34237  
Leoland Collier 4020 Longhorn Drive, Sarasota, FL 34233  
John LeVita 2206 Valencia Drive, Sarasota, FL 34239  
Greg Blount 3109 McIntosh Road, South, Sarasota, FL

#### **ARTICLE VIII**

Subject to the limitations contained in the bylaws and any limitations set forth in the Not For Profit Corporation Act of Florida described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be adopted, either by a resolution of the board of directors or by following the procedure set forth therefor in the bylaws.

#### **ARTICLE X**

The property of this corporation is irrevocably dedicated to religious, charitable and educational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

#### **ARTICLE XI**

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for religious, charitable and educational purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

#### **ARTICLE XII**

Amendments to these articles of incorporation may be proposed by a resolution

adopted by the board of directors and presented to a quorum for members for their vote. Amendments may be adopted by a vote of at least two thirds of a quorum of members of the corporation.

### ARTICLE XIII

This corporation is organized exclusively for charitable, religious, educational, and scientific purposes, the making of distributions to corporations that qualify as exempt corporations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation 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 the purpose clause hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by an corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the corporation, assets shall be distributed for one or more

exempt purposes within the meaning of section 501(c)(3) of the Internal Revue Code, or 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 disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such corporation or corporations, as said Court shall determine, which are organized and operated exclusively for such purposes.

We the undersigned, being the incorporators of this corporation, for the purpose of forming this not for profit charitable corporation under the Laws of Florida, have executed these articles of incorporation on \_\_\_\_\_, 1999.

Signed this 11 day of March, 1999.

Signature Terry Harrison  
Terry Harrison Chairman of the Board of Directors

Signature Mary Klein  
Mary Klein, member of the Board of Directors

Signature Leoland Collier  
Leoland Collier, Treasurer of the Board of Directors

Signature John LeVita  
John LeVita, member of the Board of Directors

Signature Greg Blount  
Greg Blount, member of the Board of Directors

STATE OF FLORIDA  
COUNTY OF Manatee

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Terry Harrison to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 11 day



of March, 1999.

My Commission Expires:



Judy A. Mullen  
Notary Public

Judy A. Mullen

MY COMMISSION # CC629710 EXPIRES  
May 5, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.

STATE OF FLORIDA  
COUNTY OF Manatee

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Mary Klein to me known to be the person described in and who executed the foregoing instrument and she acknowledged before me that she executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 14 day of March 1999.

Deborah Harrison  
Notary Public

My Commission Expires:



Deborah Harrison

My Commission CC765491  
Expires August 9, 2002

STATE OF FLORIDA  
COUNTY OF Manatee

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Leoland Collier to me known to be the person described in and who executed the foregoing instrument and she/he acknowledged before me that the execution of the same.

WITNESS my hand and official seal in the County and State last aforesaid this 14 day of March 1999.

Deborah Harrison  
Notary Public

My Commission Expires:



Deborah Harrison

My Commission CC765491  
Expires August 9, 2002

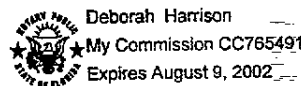
STATE OF FLORIDA  
COUNTY OF Manatee

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared John LeVita to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 14 day of March 1999.

Deborah Harrison  
Notary Public

My Commission Expires:



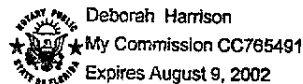
STATE OF FLORIDA  
COUNTY OF Manatee

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Greg Blount to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 14 day of March 1999.

Deborah Harrison  
Notary Public

My Commission Expires:



SCHOFIELD & SPENCER, P. A., ATTORNEYS AT LAW, 1429 60TH AVE. WEST, SUITE 300, BRADENTON, FL 34207, 941/755-2674, FAX 941/756-0981

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

~~~~~  
**In pursuance of Chapters 607 and 608, Florida Statutes,**

the following is submitted in compliance with the said Act: FIRST. . . That FAITH FELLOWSHIP, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at 2734 Grafton Ave., Sarasota, in the City of Sarasota, County of Sarasota, State of Florida, has named Terry Harrison, whose address is 1312 7th Ave. East, Bradenton, FL 34208 as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

BY: Terry Harrison  
Terry Harrison  
(Registered Agent)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAR 29 PM 1:54