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June 23<sup>rd</sup>, 1999

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

200002915502--3  
-06/25/99-01048-003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: Berachah Haitian Baptist Church, Inc.

Dear Sirs:

I am filing the enclosed articles of incorporation as attorney on behalf of the above-named corporation. Please return a certified copy to me at the above address.

I have included a check for \$78.75.

Sincerely,

Michael Stepakoff, Esq.

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99 JUN 25 PM 1:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

F. O. KESSER

JUN 2 8 1999.

ARTICLES OF INCORPORATION

OF

BERACHAH HAITIAN BAPTIST CHURCH, INC.

The undersigned hereby executes and acknowledges these ARTICLES OF INCORPORATION in order to organize and incorporate this non-profit corporation under the corporate name stated in Article II.

ARTICLE I : PURPOSE

The purpose of this non-profit corporation is to promote, establish, and safeguard the testimony of Jesus as the Saviour of the world.

This purpose shall be carried out through the establishment of a church, a congregation, and outreach to the community, with particular emphasis on reaching out and organizing the Haitian community in the serving the Lord.

More specific means of carrying out the purpose stated herein shall be depicted in the bylaws.

ARTICLE II: NAME

The name of this corporation shall be BERACHAH HAITIAN BAPTIST CHURCH, INC. Its headquarters shall be in Tampa, Florida.

ARTICLE III: DURATION

This corporation shall exist perpetually.

ARTICLE IV: OFFICERS

1. The executive offices shall be:

A) President: Jean Theagene, 2012 Green Juniper Lane, Brandon, Fl. 33511.

B) Vice President: Marie Theagene: 2012 Green Juniper Lane, Brandon, Fl. 33511.

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C) Secretary: Gesula Emile, 2114 West Grace Street, Tampa, Florida 33607

D) Treasurer: Louissaint Cange, 2914 E. Martin L.K. Blvd., Tampa, Fl. 33610.

2. Each of the above officers shall be elected by the board of directors at the first scheduled meeting, and shall be elected and/or retained thereafter in accordance with the bylaws.

#### ARTICLE VI: BOARD OF DIRECTORS

1. The supreme control, government and management of the property and affairs of the corporation shall be vested in the Board of Directors.

2. The Board shall consist of:

- A. Each of the above-listed office bearers listed in Art. V, shall serve as directors at the initial meeting of the board.
- B. Thereafter, all directors shall be elected or removed by the board in accordance with the bylaws.
- C. The individuals who will serve as directors shall be determined at the first scheduled meeting of the board, and thereafter, at subsequent board meetings, and shall be adopted into the bylaws, however, the number of directors shall not be less than three individuals.

#### ARTICLE VII: INITIAL DIRECTORS

The names of the persons who are to serve as initial directors until the first meeting of the board shall be:

- 1) Jean Theagene
- 2) Frantz Valmyre
- 3) Gesula Emile
- 4) Louissaint Cange

- 5) All other directors shall be determined according to the bylaws at the first scheduled meeting of the board.

#### ARTICLE VIII: BY LAWS

The Board of Directors of this corporation may provide such by-laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Upon proper notice the by-laws may be amended, altered or rescinded by a majority vote of those directors who are present at any regular meeting or any special meeting of the board called for that purpose.

#### ARTICLE IX: AMENDMENTS

These Articles of Incorporation may be amended at a special meeting of the board of directors called for that purpose, by a two-thirds vote of those present.

Amendments may also be made at a regular meeting upon notice given, as provided in the by-laws, of intention to submit such amendments.

#### ARTICLE X: DISSOLUTION

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 Section 501(C)(3) and 170(C)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law or to the Federal, State or local government for exclusive public purpose.

Notwithstanding any other provision of these articles, this corporation will not carry on any other activities not permitted to be carried on by:

A) A corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law, or

B) A corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue law.

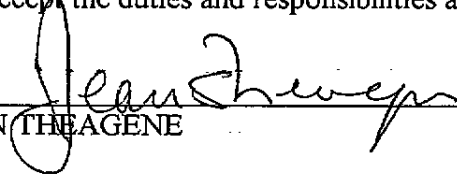
ARTICLE XI: LOCATION

The initial location of this corporation shall be: 2012 Green Juniper Lane, Brandon, Florida 33511.

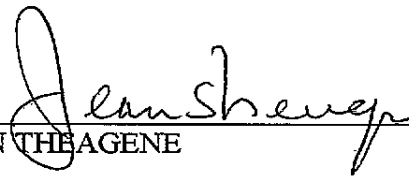
ARTICLE XII: REGISTERED OFFICE AND AGENT

The registered agent shall be Jean Theagene. The registered office shall be at 2012 Green Juniper Lane, Brandon, Florida 33511.

I hereby state that I am familiar with, and accept the duties and responsibilities as registered agent for said corporation.

  
JEAN THEAGENE

IN WITNESS HEREOF, I the undersigned subscribing incorporator, have hereunto set my hand and seal, this \_\_\_\_ day of \_\_\_\_, 199\_\_, for the purpose of forming this corporation not for profit under the laws of the State of Florida.

  
JEAN THEAGENE

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