

NO5 000011153

(Requestor's Name)

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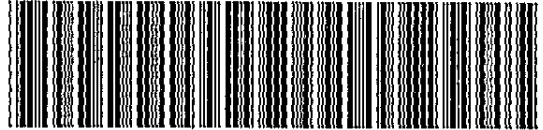
(Business Entity Name)

(Document Number)

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05 OCT 31 PM 7:33  
TALLAHASSEE, FLORIDA~~

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
05 NOV -1 PM 7:38

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Handwritten initials

Gary L. Wilkins  
W. Cort Frohlich\*  
W. Kevin Russell  
Louise O. Hanaoka  
Catherine M. Douglas\*\*  
John B. Mizell\*\*\*  
Brian M. Beason



**WILKINS, FROHLICH, RUSSELL,  
HANAOKA & MIZELL, P.A.**  
Attorneys At Law

\* FL Bar Board Certified  
Civil Trial Lawyer  
\*\* Also Admitted in RI & Mass.  
\*\*\* FL Bar Board Certified  
Wills, Trusts & Estates

James D. Gordon  
Katharine P. Walter  
Ryan L. Snyder

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NORTH PORT, FL 34287  
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FAX (941) 429-8961  
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**October 28, 2005**

**REPLY TO:  
Port Charlotte**

**Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314**

**SUBJECT: ISLAND ELLOWSHIP CENTER, INC.**

**Dear Sir/Madam:**

**Enclosed please find an original and one (1) copy of the articles of  
incorporation together with a check in the amount of \$70.00 for filing fee costs.**

**FROM: John B. Mizell, Esquire  
Wilkins, Frohlich, Russell, Hanaoka & Mizell, P.A.  
18501 Murdock Circle  
Sixth Floor  
Port Charlotte, Florida 33948**

**Telephone: 1-941-625-0700, Extension 128**

**John B. Mizell, Esquire**

**Note: Please provide the original and one copy of the articles**

**ARTICLES OF INCORPORATION**  
**OF**  
**ISLAND FELLOWSHIP CENTER, INC.**  
**(A corporation not for profit)**  
**501(c)(3)**

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TALLAHASSEE FLORIDA

We, the undersigned, hereby associate ourselves for the purpose of becoming incorporated as a nonprofit corporation under the laws of the State of Florida, and we do hereby subscribe to and adopt the following as our articles of incorporation:

**ARTICLE I: NAME AND MAILING ADDRESS**

The name of this corporation is Island Fellowship Center, Inc. and its mailing address shall be Post Office Box 3160, Placida, Florida 33946.

**ARTICLE II: DURATION**

This corporation shall exist perpetually unless dissolved according to law.

**ARTICLE III: PURPOSES**

The purposes for which this corporation is organized are exclusively charitable and educational within the meaning of I.R.C. Section 501(c)(3).

**ARTICLE IV: MEMBERSHIP**

The membership of this corporation shall consist of those persons as may hereafter be admitted to membership pursuant to the bylaws of the corporation. Members may be classified into different categories.

**ARTICLE V: INITIAL REGISTERED OFFICE**  
**AND INITIAL REGISTERED AGENT**

The street address of the initial registered office of the corporation is 9 Pointe Way, Placida, Florida 33946. James D. Gordon, Jr. shall be the initial registered agent of the corporation.

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**ARTICLE VI: SUBSCRIBERS**

The names and residences of the subscribers to this certificate are:

<u>NAME</u>	<u>ADDRESS</u>
James D. Gordon, Jr.	9 Pointe Way Placida, Florida 33946
Polly Woodworth	9994 Palm Island Placida, Florida 33946
James Wade	8405 Anthony Placida, Florida 33946

**ARTICLE VII: OFFICERS**

Section 1. The officers of the corporation shall be president, a vice-president, a secretary, a treasurer, and such other officers as may be provided in the bylaws, all of whom shall be elected by the Board of Directors of the corporation at its annual meeting.

Section 2. Officers of this corporation shall also be members of the Board of Directors.

Section 3. The names of the persons who are to serve as officers until the first election under these articles of incorporation are:

<u>OFFICE</u>	<u>NAME</u>
President:	James D. Gordon, Jr.
Vice President:	Polly Woodworth
Secretary:	James Wade
Treasurer:	James Wade

**ARTICLE VIII: BOARD OF DIRECTORS**

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have three initial regular directors and one or more Honorary Directors. The number of regular directors may be changed from time to time by the bylaws, but shall never be less than three.

**Section 2.** The directors shall be members of the corporation, however, the Honorary Directors may but do not have to be members.

**Section 3.** Members of the Board of Directors shall be elected at the annual meeting of the members and shall hold office in accordance with the bylaws. Honorary Directors shall be elected from time to time as designated in the bylaws.

**Section 4.** The names and addresses of the initial regular Board of Directors, all of whom shall hold office until their successors are duly elected and qualified, are:

NAME	ADDRESS
James D. Gordon, Jr.	9 Pointe Way Placida, Florida 33946
Polly Woodworth	9994 Palm Island Placida, Florida 33946
James Wade	8405 Anthony Placida, Florida 33946

**Section 5.** The corporation shall initially have one Honorary Director who shall hold office as a non-voting advisor until his resignation or as otherwise stated in the bylaws.

NAME	ADDRESS
Connie Mack III	631 Bocilla Drive Placida, Florida 33946

#### **ARTICLE IX: BYLAWS**

The Board of Directors shall adopt such bylaws for the conduct of its business and the carrying out of its purposes as it may deem necessary, and may from time to time amend, alter, or rescind the same by a simple majority vote of those present at a board meeting called for that purpose, or at a regular board meeting upon notice given, except as otherwise herein provided.

#### **ARTICLE X: AMENDMENTS**

These Articles of Incorporation may be amended by a two-thirds vote of those present at a special meeting of the membership called for that purpose, or at a regular meeting of the membership upon notice given, as provided by the bylaws, of intention to submit such amendments.

## **ARTICLE XI: DISTRIBUTION OF ASSETS UPON DISSOLUTION**

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making adequate provision for the payment of all of the liabilities of the corporation, distribute all of the remaining assets of the corporation to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable, religious, educational, and/or scientific purposes and which has established its exempt status under I.R.C. Section 501(c)(3), or the corresponding provisions of any prior or future United States Internal Revenue Code. Any corporate assets not so disposed of shall be disposed of by the circuit court of the county in which the principal office of the corporation is then located, exclusively for said purposes or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes as this corporation is organized.

## **ARTICLE XII: INDEMNIFICATION**

Every officer and director of this corporation shall be indemnified by the corporation against expenses and liabilities, including attorney's fees, reasonably incurred by or imposed on him or her in connection with a proceeding to which he or she is a party or in which he or she is involved because of being or having been a director or officer of this corporation, or a settlement of such proceeding, whether or not he or she is a director or officer at the time the expenses are incurred, unless he or she is adjudged guilty of wilful misfeasance or malfeasance in the performance of his or her duties; but if the settlement is made, the indemnification applies only when the Board of Directors approves the settlement and reimbursement as being in the best interest of the corporation. This indemnification is in addition to and not exclusive of other rights to which the directors or officers are entitled.

## **ARTICLE XIII: PROHIBITED ACTIVITIES**

**Section 1:** No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, 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 the furtherance of the purposes of this corporation.


**Section 2:** 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.


**Section 3:** Other provisions of these articles of incorporation notwithstanding, this corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under I.R.C.

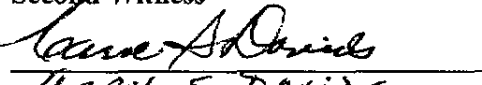
Section 501(c)(3) or by a corporation contributions to which are deductible under I.R.C. Section 170(c)(2) or the corresponding provisions of any future United States Internal Revenue Code.

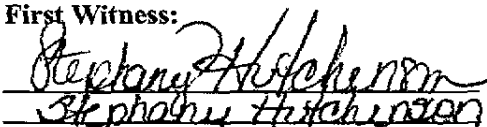
IN WITNESS WHEREOF, we, the undersigned, being each of the subscribers to these articles, have executed these articles of incorporation this \_\_\_\_\_ day of \_\_\_\_\_, 2005.

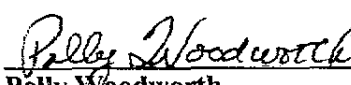
*Signed, Sealed and Delivered in the Presence of:*

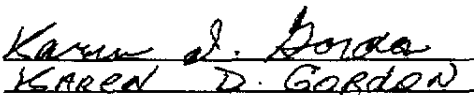
First Witness:  
  
\_\_\_\_\_  
Michelle Holladay  
(Print Name of First Witness)

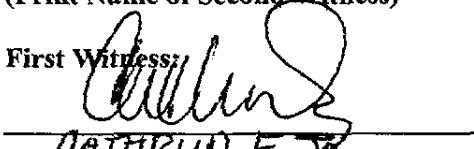
  
\_\_\_\_\_  
James D. Gordon, Jr.

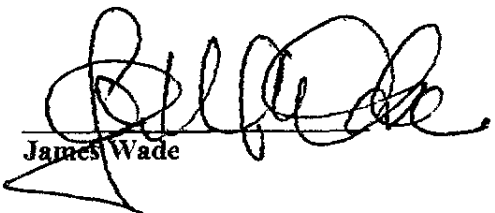
Second Witness  
  
\_\_\_\_\_  
CAROL S. DAVIDS  
(Print Name of Second Witness)

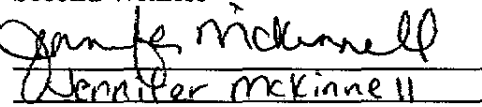
First Witness:  
  
\_\_\_\_\_  
Stephany Hutchinson  
(Print Name of First Witness)

  
\_\_\_\_\_  
Polly Woodworth

Second Witness  
  
\_\_\_\_\_  
KAREN D. GORDON  
(Print Name of Second Witness)

First Witness:  
  
\_\_\_\_\_  
CATHRYN E. JAY  
(Print Name of First Witness)

  
\_\_\_\_\_  
James Wade

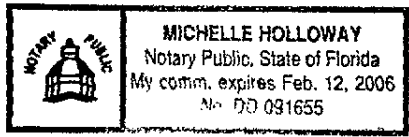
Second Witness  
  
\_\_\_\_\_  
Jennifer McKinnell  
(Print Name of Second Witness)

STATE OF FLORIDA:  
COUNTY OF CHARLOTTE:

*James D. Gordon, Jr.*

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared JAMES D. GORDON, JR., to me known to be the person described as subscriber or incorporator \_\_\_\_\_ or who produced *FLA* as identification and who executed the foregoing Articles of Incorporation, and he acknowledged that he executed the same for the purposes therein stated, and did not take an oath.

WITNESS my hand and official seal in the State and County aforesaid this *14th* day of *September*, 2005.



(Seal)

NOTARY PUBLIC:  
*Michelle Holloway*  
\_\_\_\_\_  
Sign  
*Michelle Holloway*  
Print Name

Commission No.: *DD 091655*  
My Commission Expires: *Feb. 12, 2006*

STATE OF FLORIDA: *Massachusetts*  
COUNTY OF CHARLOTTE: *Barnstable*

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared POLLY WOODWORTH, to me known to be the person described as subscriber or incorporator \_\_\_\_\_ or who produced *MA DR. License* as identification and who executed the foregoing Articles of Incorporation, and he acknowledged that he executed the same for the purposes therein stated, and did not take an oath.

WITNESS my hand and official seal in the State and County aforesaid this *16* day of *Sept.*, 2005.

(Seal)

NOTARY PUBLIC:  
*Stephany E. Hutchinson*  
\_\_\_\_\_  
Sign  
*Stephany Hutchinson*  
Print Name

Commission No.: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_

STEPHANY E. HUTCHINSON, Notary Public,  
My Commission Expires January 20, 2008



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TALLAHASSEE, FLORIDA

STATE OF FLORIDA:  
COUNTY OF CHARLOTTE:

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared JAMES WADE, to me known to be the person described as subscriber or incorporator \_\_\_\_\_ or who produced FLD-W300459413760 as identification and who executed the foregoing Articles of Incorporation, and he acknowledged that he executed the same for the purposes therein stated, and did not take an oath.

WITNESS my hand and official seal in the State and County aforesaid this 21<sup>st</sup> day of Sept, 2005.

(Seal)

NOTARY PUBLIC

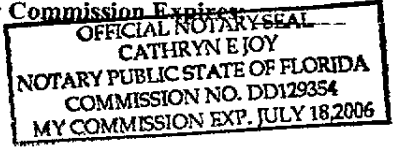
*Cathryn E Joy*

Sign

CATHRYN E JOY

Print Name

Commission No.:

My Commission Expires:  OFFICIAL NOTARY SEAL  
CATHRYN E JOY  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. DD129354  
MY COMMISSION EXP. JULY 18, 2006

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TALLAHASSEE, FLORIDA