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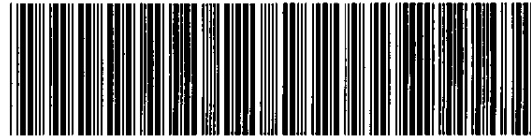
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J. E. Myers JUL 28 2010

**ARTICLES OF INCORPORATION OF  
WILLISTON CENTRAL CHRISTIAN ACADEMY**  
**A Not For Profit Corporation**

The undersigned subscribers of these Articles of Incorporation, being natural persons competent to contract, hereby subscribe to and form a corporation not for profit in compliance with Florida Statutes Chapter 617, and do hereby certify:

**ARTICLE I**  
**Name and Principal Office Address**

The name and address of this corporation shall be WILLISTON CENTRAL CHRISTIAN ACADEMY, INC., 225 SE 4<sup>th</sup> Street, Williston, Florida 32696.

**ARTICLE II**  
**Duration**

The corporation shall have perpetual existence.

**ARTICLE III**  
**Purpose**

The corporation is a not for profit corporation. The purposes for which the corporation is organized are:

- a. The corporation is organized exclusively for charitable, religious and educational purposes from a Christian perspective for transacting all functions and activities permitted by Chapter 617 of the Florida Statutes and such powers as corporations not for profit may otherwise now or hereafter have or acquire provided, however, that this corporation in exercising any one or more of such powers shall do so in furtherance of the purposes which will qualify it as an exempt organization under §501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code, including for such purposes, the making of distribution to organizations that qualify as exempt organizations under §501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- b. Such purposes shall include, but not be limited to, developing strong Christian character in our students by providing excellence in Biblical world-view based academic instruction that will enable students to impact their culture and community for the cause of Christ by exalting the Savior, equipping the saints and evangelizing the world through the power of God's word.
- c. No part of the net earnings of the corporation shall inure to the benefit of or be distributed to its members, trustees, 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 furtherance of the purposes set forth in this Article III. 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

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participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under §501(c)(3) of the Internal Revenue Code, or the corresponding section of any future tax code, or (b) by a corporation, contributions to which are deductible under §170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### **ARTICLE IV**

##### **Powers**

This corporation shall have all powers granted by law to not-for-profit corporation subject to the limitations and restrictions as set forth in Article III, above.

#### **ARTICLE V**

##### **Membership**

The members of this corporation shall be all of the members of the Board of Directors.

#### **ARTICLE VI**

##### **Incorporators**

The name and address of the original incorporators are Judith Welborn, 306 NE 10<sup>th</sup> Place, Williston, Florida 32696, and Michele Winningham, 16527 SW State Road 45, Archer, Florida 32618.

#### **ARTICLE VII**

##### **Officers**

The officers of the corporation shall consist of a President, Vice President and a Secretary, and such other officers and assistant officers as the Board of Directors shall provide for in the Bylaws of the corporation. The Board of Directors shall elect the officers at the annual meeting of the Board of Directors. Vacancies shall be filled by the Board of Directors at any regular or specially called meeting. The names of the officers who shall manage the affairs of the corporation until their successors are elected or appointed and are duly qualified are:

President:	Judith Welborn
Vice President:	Michele Winningham
Secretary:	Bobbie Smith

**ARTICLE VIII**  
**Board of Directors**

Control of the affairs of the corporation shall be vested in the Board of Directors, who shall be elected on an annual basis, but the term of office of any member of the Board of Directors may be for a period of more than one (1) year as provided in the Bylaws. The number of Directors may be increased or decreased, by a majority vote of the Board of Directors, but shall never be less than five (5), nor more than nine (9), Directors. The Board of Directors shall be elected by the Directors of the corporation at the annual meeting. Vacancies on the Board of Directors shall be filled by a majority vote of the Board of Directors of the corporation. Any member of the Board of Directors elected to fill a vacancy shall hold office for the balance of the term.

The names and addresses of the first members of the Board of Directors are:

<b><u>Name</u></b>	<b><u>Address</u></b>
Erik Brooks	18750 SE 2 <sup>nd</sup> St., Williston, FL 32696
Jason Welborn	602 NE 10 <sup>th</sup> Blvd., Williston, FL 32696
Joseph E. Smith	3750 NE 180 <sup>th</sup> Ave., Williston, FL 32696
Bobbie Smith	3750 NE 180 <sup>th</sup> Ave., Williston, FL 32696
Judith Welborn	306 NE 10 <sup>th</sup> Place, Williston, FL 32696

**ARTICLE IX**  
**Informal Action**

To the extent permitted by law, any action required to be taken at any annual or special meeting of the Board of Directors, or any action, which may be taken at any annual or special meeting of such Board, may be taken without a meeting, without prior notice and without a vote, if consent in writing, setting forth the action so taken, shall be signed by all of the Directors.

**ARTICLE X**  
**Amendment of Bylaws and Articles of Incorporation**

The Bylaws and Articles of Incorporation may be amended by a majority vote of the Board of Directors at any meeting, provided that an intention to amend has been announced and notice given in accordance with the Bylaws.

**ARTICLE XI**  
**Registered Office and Agent**

The registered office of the corporation shall be 225 SE 4<sup>th</sup> Street, Williston, Florida 32696. The registered agent shall be Judith Welborn. The registered office and registered agent provided for herein may be changed from time to time in the manner provided in the bylaws.

**ARTICLE XII**  
**Racially Nondiscriminatory Admission and Operations Policy**

Williston Central Christian Academy, Inc. admits applicants and students of any race, color, national or ethnic origin to all the rights, privileges, programs and activities generally accorded or made available to applicants and students at Williston Central Christian Academy, Inc. It does not discriminate on the basis of race, color, national or ethnic origin in administration of its educational policies, admissions, policies, scholarship and loan programs, and athletic or other school administered programs.

**ARTICLE XIII**  
**Dissolution**

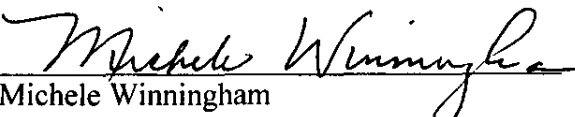
Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE XIV**  
**Effective Date**

The effective date of these Articles of Incorporation is the date of filing with the Department of State.

IN WITNESS WHEREOF, the undersigned, being the incorporators certify to the truth of the facts herein stated, this the 22 day of July, 2010.

  
Judith Welborn

  
Michele Winningham

**ACCEPTANCE**

I hereby accept appointment as Registered Agent of WILLISTON CENTRAL CHRISTIAN ACADEMY, INC.

Dated the 22 day of July, 2010.

  
Judith Welborn

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