# N95000002278 Norris, Koberlein & Anderson, D.A.

ATTORNEYB AT LAW
COMMUNITY NATIONAL BANK BUILDING
201 H. MARION BTREET - BUILC 201
P.O. DRAWER 2049
LAKE CITY, FL 32056-2049

JOHN E. NOHRIS FREDERICK L. KONERLEIN EDDIE M. ANDERSON CUY W. NORRIG TEL: (904) 752-7240 FAX: 1904) 752-1577

May 5, 1995

Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32302

Re: Falling Creek Chapel, Inc.

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation for the above captioned corporation. Also enclosed is a check in the amount of \$122.50 to cover the following:

Filing Fee (Articles of Incorporation) \$ 35.00

Filing Fee (Registered Agent Designation) 35.00

Certified Copy of Articles 52.50

\$122.50

If you find the enclosed in proper form, we would appreciate your approving, filing the same and returning the certified copy to this office at your earliest convenience. We have enclosed for your convenience a self-addressed stamped envelope.

Thank you for your courtesies.

Sincerely yours,

Eddie M. Anderson

EMA/mv Enclosures cc: Esther Moore

Rlg.10

# ARTICLES OF INCORPORATION

OF

# FALLING CREEK CHAPEL, INC.



The undersigned do hereby make, subscribe and acknowledge these Articles of Incorporation for the purpose of forming a corporation not for profit under the laws of the State of Florida.

## ARTICLE I. NAME

The name of this corporation is FALLING CREEK CHAPEL, INC.

#### ARTICLE II. STATEMENT OF CORPORATE NATURE

This is a nonprofit corporation organized solely for general charitable, educational, or religious purposes pursuant to the Florida Corporations Not for Profit law set forth in Part 1 of Chapter 617 of the Florida Statutes.

# ARTICLE III. GENERAL AND SPECIFIC PURPOSES

FALLING CREEK CHAPEL, INC. is organized as a church for the purpose of ensuring the ministry of the Lord Jesus Christ and the preaching of His Gospel continue in the building currently known as FALLING CREEK UNITED METHODIST CHURCH located County Road C-131 just North of FALLING CREEK, and for the purpose of providing a spiritual haven where visitors and residents of the community can rest, pray, worship, marry, hear the scriptures read, and receive the sacraments.

A. To make and perform contracts of any kind and description for the purpose of attaining any of the objectives of the corporation; to do and perform any other act or thing; to exercise any and all powers which a co-partnership or a natural person could do and exercise and which are now or hereafter may be authorized by law, and generally to do and perform any and all things necessary or incident to the performing and carrying out of the powers hereinabove specifically delegated or implied.

- B. Notwithstanding any other provisions of these Articles of Incorporation, to operate exclusively for such charitable, educational, and religious purposes as will qualify it as an exempt organization under Section 501(C)(3) of the Internal Revenue Code of 1954 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. This corporation shall not carry on any activities not permitted to be carried on by any organization exempt from federal income tax under the above-described statute.
- 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.
- D. 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) of the Internal Revenue Code of 1954 of corresponding sections of any prior or future Internal Revenue Code, or to the federal, state, or local government for exclusive public purpose.

#### ARTICLE IV. TERM

This corporation shall have a perpetual existence.

# ARTICLE V. MEMBERS

The members of the corporation shall be all persons listed hereafter, and all persons who subsequently become eligible under the by-laws of the corporation to become members. The first members of the corporation shall be:

Bob and Colleen Andreu

Route 1, Box 739-B5 Lake City, Florida 32055

Bob and Lynn Ellis

Route 1, Box 428 White Springs, Florida 32096

Jim Ellis	Routo 1, Box 239-B6 Lake City, Florida 32055
Alice Googhayan	Routo 1, Box 247 Lake City, Florida 32055
Elsic Holliday	Route 1, Box 237-A Lake City, Florida 32055
Beth Mershon	Routo 1, Box 140 Lake City, Florida 32055
Esther Moore	Route 1, Box 247 Lake City, Florida 32055
W.D. and Ruth Moore	Route 1, Box 248 Lake City, Florida 32055
Frank and Joann Moore	Post Office Box 298 Suwannec, Florida 32692
Frank R. Moore, III	Route 11, Box 524 Lake City, Florida 32024
Guy Moore	501 Estes Road Jacksonville, Florida 32208
Jack and Edith Moore	2021 NW 11th Road Gainesville, Florida 32605
Joel M. Moore	Route 1, Box 248 Lake City, Florida 32055
Woodrow D. Moore	Route 1, Box 248 Lake City, Florida 32055
Kenny and Elizabeth Moore	Post Office Box 1216 Lake City, Florida 32056
Marion and Gloria Moore	253 Santa Rosa Drive, SE Winter Haven, Florida 33884
Monroe and Clarice Morrell	Route 1, Box 470 White Springs, Florida 32096
Delita Nye	Route 1, Box 237-A Lake City, Florida 32055
Rufus and Margie Cgden	Route 8, Box 422 Lake City, Florida 32055
Mamie Parsons	Route 1, Box 196 Wellborn, Florida 32094
Bess Pigott	1406 Lakewood Circle Lake City, Florida 32025
Cheryl R. Pingel	Route 3, Box 1140 Macclenny, Florida 32063
Linda Rooks	1219 Dancy Street Jacksonville, Florida 32205
Morrison and Margaret Rooks	1219 Dancy Street Jacksonville, Florida 32205
Meschel Scott	Route 8, Box 354-E Lake City, Florida 32055

Bill and Ann Shiver

318 North 5th Street Macclenny, Florida 32063

Elizaboth Thomas

Route 1, Box 140-D4 Lake City, Florida 32055

Randy and Paula Thomas

Post Office Box 702 Lake City, Florida 32056

Julia Nell Wattles

904 Lakewood Circle, Apt. 403

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Lake City, Florida 32025

Ron Williams

Route 1, Box 515 Lake City, Florida 32055

# ARTICLE VI. INCORPORATORS

Name and address of the Incorporator of the Articles of Incorporation is:

Esther Moore

Route 1, Box 247 Lake City, Florida 32055

## ARTICLE VII. OFFICERS

The affairs of the corporation shall be managed by its officers, who shall include a President, Vice President, Secretary, Treasurer, and such other officers as may be provided in the By-Laws, and who shall be elected or appointed in the manner and at the times stated in the By-Laws, and who shall serve at the pleasure of the Membership. Te names of officers who are to serve until the first election or appointment hereunder are:

Linda Rooks

President

Morrison Rooks

Vice-President

W.D. Moore

Secretary - Treasurer

Other officers may be provided for by the By-Laws. All officers shall be elected at the Annual Meting of the Membership, to be held as provided in the By-Laws, or at other meetings held pursuant to the By-Laws. Other meetings shall be held at the call of the President.

# ARTICLE VIII. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the affairs and business of the corporation shall be managed under the direction of, a Board of Directors consisting of seven persons. The Directors shall be elected at the annual meeting of the members. In the event of a vacancy on the Board by reason of death, resignation or otherwise, the remaining Directors shall fill such vacancy until the next annual or special meeting of the members. The following persons shall serve as the initial Board of Directors until the first election thereof:

Bob Andreu Route 1, Box 239-B5 Lake City, Florida 32055

Frank R. Moore, III Route 5, Box 524 Lake City, Florida 32024

W.D. Moore Route 1, Box 248

Lake City, Florida 32055

Linda Rooks 1219 Dancy Street

Jacksonville, Florida 32205

Margaret Rooks 1219 Dancy Street

Jacksonville, Florida 32205

Morrison Rooks 1219 Dancy Street

Jacksonville, Florida 32205

Randy Thomas Post Office Box 702

Lake City, Florida 32056

# ARTICLE IX. BY-LAWS

The Membership of this corporation may provide such By-Laws for the conduct of its business and the carrying out of its purposes as it may deem necessary from time to time. The By-Laws may be amended, altered or rescinded by a majority vote of those members present at any regular meeting, or any special meeting called for that purpose.

## ARTICLE X. AMENDMENTS

Amendments to the Articles of Incorporation shall be proposed by the Directors adopting a resolution setting forth the amendment and directing that it be submitted to a vote at a meeting of members, which may be either the annual or special meeting. Written notice setting forth the proposed amendment or a summary of the changes to be effected thereby shall be given to each member within the time and in the manner provided in the By-Laws for the giving of notice. The foregoing procedure shall be in addition to any other practice authorized by statute of the State of Florida.

## ARTICLE XI. STOCK AND DIVIDENDS PROHIBITED

The corporation shall not have or issue shares of stock. No dividend shall be paid and no part of the income of the corporation shall be distributed or inure to its members, Directors, officers or employees, except that the corporation may set and pay reasonable salaries and allowances for the officers and employees of the corporation for services rendered.

# ARTICLE XII. CONTRACTS

No contract or other transaction between the corporation and any other corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the Directors of the corporation is or are interested in, or is a director or officer or are directors or officers of such other corporation, and any Director individually or jointly, may be a party or parties to, or may be interested in any such contract or transaction of the corporation or in which the corporation is interested, and no contract, act or transaction of the corporation with any person or persons, firm or corporation in the absence of fraud, shall be affected or invalidated by the fact that any Director of the corporation is a party or are parties to or interested in such contract, act or transaction, or in any way connected with such person or persons, firm or corporation, and each and every person

who may become a Director of the corporation is hereby relieved from any liability that might otherwise exist from thus contracting with the corporation for the benefit of himself or any firm, association, or corporation in which he may be in anywise interested. Any Director of the corporation may vote upon any contract or other transaction between the corporation and any subsidiary or controlled company without regard to the fact that he also is a director of such subsidiary or controlled company.

ARTICLE XIII. REGISTERED OFFICE AND AGENT

The street address of the corporation's initial business office is Route 1, Box 247, Lake City, Florida 32055.

The registered agent for service of process is ESTHER MOORE. Her address is Route 1, Box 247, Lake City, Florida 32055.

IN WITNESS WHEREOF, the undersigned does hereby make, subscribe and acknowledge these Articles of Incorporation this 4th day of May 1995.

MOORE, Incorporator

STATE OF FLORIDA COUNTY OF COLUMBIA

The foregoing instrument was acknowledged before me this 4th day of May 1995, by ESTHER MOORE, who is personally known to me or who has produced <u>drivers</u> <u>license</u> as identification, and who did take an oath.

(Notaria 1 Seal MICHELLE VAUGHN MY COMMISSION & CC 221905 EXPIRES: August 17, 1996 Bonded Thru History Public Underwriters Notary Public

Print Name: Michelle Vaugho

My Commission Expires:

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 Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

That FALLING CREEK CHAPEL, INC., desiring to organize under the laws of the State of Florida, with its principal place of business at Route 1, Box 247, Lake City, Florida 32055, has named ESTHER MOORE as its agent to accept service of process within this State.

# ACKNOWLEDGEMENT:

Having been named to accept service of process for the abovestated 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.

ESTHER MOORE, Resident Agent

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