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TRANSMITTAL LETTER

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

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SUBJECT: Southern Association of Private Christian Schols, Inc. (Proposed corporate name - must include suffix)

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FROM: Dorothy Chatterton
Name (Printed or typed)

5881 Bush Road
Address

Baker, Florida 32531 City, State & Zip

950-637-7543

Daytime Telephone number

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NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Not for Profit Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be:

Southern Association of Private Christian Schools, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Southern Association of Private Christian Schools, Inc. 5881 Bush Road Baker, Florida 32531

ARTICLE III PURPOSE(S)

The specific purpose(s) for which the corporation is organized is(are):

This corporation is organized exclusively for educational, charitable, and religious purposes more specifically to serve the Lord Jesus Christ; including but not limited to, the establishing, operating, and maintaining of an accrediting association for elementary and high schools; the evaluating of academic programs; to be a Christ-centered, Bible-based voluntary association which provides support and protection, offers educational services and promotes a standard of excellence that leads and inspires the children, families and educational ministries we serve; to assist Christian educational institutions in the improvement of education by establishing an organizational witness to their credibility of performance, integrity, and quality. To this end, the corporation shall at all times be operated exclusively for educational, charitable, and religious purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

ARTICLE IV STATEMENT OF FAITH

We believe in the one living, eternal God, Creator of all things, who exists in three persons: Father, Son, and Holy Spirit.

We believe the Bible is the inspired, infallible Word of God, and the supreme and final authority for all faith and conduct.

We believe by the miracle of the virgin birth that the Lord Jesus Christ, eternal Son of God, became man without ceasing to be God, in order to reveal God and to redeem man. That He died for our sins as a sacrifice and rose bodily from the dead for our justification. We believe He is now exalted at the right hand of God, that He is the Head of the Church, the Lord of the individual believer, that He is ministering as our Great High Priest and Advocate and that we are awaiting His bodily return.

We believe that man was created in the image of God but fell into sin and are therefore lost. And only those who become truly born again are saved from their sins.

We believe in the resurrection of both the saved and the lost, of the saved to eternal life with the Lord, and of the lost to eternal damnation.

We believe that as Christians we are called to live a godly life and are enabled to do that by the indwelling ministry of the Holy Spirit.

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ARTICLE V EXEMPTION REQUIREMENTS

At all times shall the following operate as conditions restricting the operation and activities of the corporation:

- 1. No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons except that the corporation shall be authorized and empowered to pay reasonable compensation for service rendered and to make payments and distributions in furtherance of the purposes set forth in Article III 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 or in opposition to any candidate for public office.
- 2. 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 section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VI DURATION

The duration of the corporate existence shall be perpetual.

ARTICLE VII PERSONAL LIABILITY

No Officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the Officers or Director be subject to the payment of the debts or obligations of this corporation.

ARTICLE VIII 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 IX MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is:

The method of election of directors shall be stated in the corporation's bylaws.

ARTICLE X MEMBERSHIP

The basis upon which membership is determined shall be more full set forth in the corporation's bylaws.

<u>ARTICLE XI BYLAWS</u>

The Board of Directors shall have full power and authority to adopt such Bylaws, Rules, and Regulations as they may deem necessary for the proper operation of the Corporation in order that it performs those functions and things for which it is organized. That all such Bylaws, Rules, and Regulations shall not be in violation of the laws of the State of Florida, or the Laws, Rules and Regulations of the Internal Revenue Code of the United States.

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ARTICLE XII INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is:

Allen Chatterton 5881 Bush Road Baker, Florida 32531

ARTICLE XIII INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are:

Allen Chatterton 5881 Bush Road Baker, Florida 32531

ARTICLE XIV INITIAL DIRECTORS

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

Allen Chatterton 5881 Bush Road Baker, Florida 32531

Dorothy Chatterton 5881 Bush Road Baker, Florida 32531

Laura Williams 1601 Rochelle Street Mobile, Alabama 36663 HASSEE, FLORIDA

Signature/incorporator
Allen Chatterton

26/99 Date

Having been named as registered agent and to accept service of process for the above corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature/Registered Agent Allen Chatterton Date