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ACCOUNT NO. : 072100000032

REFERENCE : 968947 86765A

AUTHORIZATION :

COST LIMIT : \$ 87.50

Patricia Pigute

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JAN 18 PM 2:18

ORDER DATE : January 18, 2001

ORDER TIME : 10:22 AM

ORDER NO. : 968947-005

CUSTOMER NO: 86765A

CUSTOMER: Doris Goldstein, Esq
2656 Beauclerc Road
Jacksonville, FL 32257

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DOMESTIC FILING

NAME: SEASIDE INTERFAITH CHAPEL,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kelly Courtney - EXT.

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
01 JAN 18 PM 12:26
10/18/01

ARTICLES OF INCORPORATION
FOR
THE SEASIDE INTERFAITH CHAPEL, INC.,
A FLORIDA NOT-FOR-PROFIT CORPORATION

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The undersigned subscriber to these Articles of Incorporation hereby forms a not-for-profit corporation under the laws of the State of Florida.

ARTICLE I
NAME; ADDRESS

The name of the corporation is the THE SEASIDE INTERFAITH CHAPEL, INC., hereinafter referred to as the "Corporation." The street address of the Corporation's principal office is County Road 30-A, Seaside, FL 32459, and the mailing address for the Corporation is P.O. Box 4717, Seaside, FL 32459. The Corporation is named for, and located within, the community known as Seaside, in Walton County, Florida. Its use of the name Seaside is with the permission of the community's developer, Seaside Community Development Corp.

ARTICLE II
REGISTERED AGENT

The Registered Agent of the Corporation is Doris S. Goldstein. The street address of the Registered Agent is 2656 Beauclerc Road, Jacksonville, FL 32257. The Corporation may appoint a new Registered Agent from time to time.

ARTICLE III
PURPOSES

The Corporation has been organized exclusively for charitable, educational, literary and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Code.

ARTICLE IV
POWERS

The Corporation shall have all corporate powers as provided in Section 617.0302, Florida Statutes, as amended from time to time or as otherwise provided under Florida law for not-for-profit corporations. However, the Corporation shall have only those powers as are in furtherance of the tax-exempt purposes of the corporation and as may be exercised by:

- (a) an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended and its regulations as they now exist or as they may hereafter be amended, and
- (b) an organization to which contributions are deductible under Section 170(c)(2) of such Code and regulations as they now exist or as they may hereafter be amended.

ARTICLE V
MEMBERSHIP

Requirements for membership shall be as set out in the Bylaws.

ARTICLE VI BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors. The number and method of election of Directors shall be as provided in the Bylaws.

ARTICLE VII TERM OF EXISTENCE

This corporation shall have perpetual existence unless sooner dissolved in accordance with the provisions of these Articles or in accordance with the laws of the State of Florida.

ARTICLE VIII DISSOLUTION

The Corporation may be dissolved by a two-thirds vote of the Board of Directors or as otherwise provided under Florida law. Unless such requirement is inconsistent with Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, dissolution shall require the consent of Seaside Community Development Corp. Upon dissolution, all assets owned by the Corporation shall be distributed exclusively to such corporations or organizations as would then qualify for exemption from federal income tax under the provisions of Section 501 (c) (3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States internal revenue law.

ARTICLE IX OFFICERS

Subject to the direction of the Board, the affairs of this Corporation shall be administered by its officers, as designated in the Bylaws of this Corporation. Said officers shall be elected annually by the Board in accordance with the Bylaws.

ARTICLE X AMENDMENTS

This Corporation may amend or repeal any of the provisions contained in these Articles by a two-thirds vote of the Board of Directors. Unless such requirement is inconsistent with Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, amendment shall require the consent of Seaside Community Development Corp.

ARTICLE XI INDEMNIFICATION

This Corporation shall indemnify and hold harmless any and all of its present or former directors, officers, employees or agents, to the full extent permitted by law. Said indemnification shall include but not be limited to the expenses, including the cost of any judgments, fines, settlements and counsel's fees actually and necessarily paid or incurred in connection with any action, suit or proceeding, whether civil, criminal, administrative or investigative, and any appeal thereof, to which any such persons or his legal representative may be made a party or may be threatened to be made a party by reason of his being or having been a director, officer, employee or agent. The foregoing right of indemnification shall not limit any other rights to which any director, officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted. The Corporation may maintain insurance, at its expense, to protect itself and any such person against any such fine, liability, cost of expense, including attorney's fees, whether or not the Corporation would have the legal power to directly indemnify him against such liability.

ARTICLE XII
LIMITATIONS

No part of the net earnings of the Corporation shall inure to the benefit of any director, officer of the corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation effecting one or more of its purposes) and no director, officer of the corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. Under no circumstances shall the corporation make loans to officers or directors.

Notwithstanding any other provisions of these Bylaws, no substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation. The Corporation shall not participate or intervene (including the publishing or distribution of statements) in any political campaign on behalf of any candidate for public office.

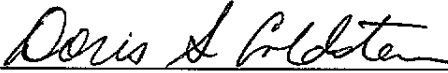
Notwithstanding any other provisions in these Bylaws, this Corporation shall not carry on any other activities not permitted by an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended and its regulations as they now exist or as they may hereafter be amended and by an organization to which contributions are deductible under Section 170(c)(2) of such Code and regulations as they now exist or as they may hereafter be amended.

The Corporation shall operate without regard to race, creed, sex, national origin or handicap.

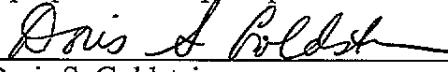
INCORPORATOR

The incorporator of the corporation is Doris S. Goldstein, whose address is 2656 Beauclerc Road, Jacksonville, FL 32257.

IN WITNESS WHEREOF, the incorporator has caused these Articles of Incorporation to be executed this 17th day of January, 2001.


Doris S. Goldstein

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Doris S. Goldstein

Date: January 17, 2001

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DIVISION OF CORPORATIONS
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