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BEIL & HAY, P.A.  
Attorneys at Law  
12312 U.S. Highway 19  
Hudson, Florida 34667

Eugene L. Beil, Esq.  
Cedric P. Hay, Esq.  
Margaret E. Beil, Esq.

Phone: (727) 868-2306  
Fax: (727) 863-1287

MEMO

DATE: August 13, 2001

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TO: Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

FROM: CEDRIC P. HAY, ESQ./ Diane

RE: Incorporation of Freedom Community Church, Inc.

MESSAGE: Enclosed please find the original Articles of Incorporation for Freedom Community Church, Inc., together with our firm's check # 6671 in the amount of seventy eight dollars seventy five cents (\$78.75) to cover the filing fee for the corporation. Should you have any questions, please contact our office. Thank you.

LAW OFFICES OF BEIL & HAY, P.A.

01 AUG 16 AM 11:07  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

F. CHESSETT AUG 20 2001

**ARTICLES OF INCORPORATION**  
**OF**  
**FREEDOM COMMUNITY CHURCH, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator for the purpose of forming a not for profit corporation pursuant to Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation:

Article I

**NAME**

The name of the corporation shall be **FREEDOM COMMUNITY CHURCH, INC.**

Article II

**PRINCIPAL OFFICE AND MAILING ADDRESS**

The original principal office of the corporation shall be located at 12043 Cobblestone Drive, Hudson, Florida 34667. The original mailing address of the corporation also shall be 12043 Cobblestone Drive, Hudson, Florida 34667.

Article III

**PURPOSE**

The purpose of the corporation is to bring people to a personal relationship with Jesus Christ and to teach them to do the same as we together follow in the footsteps of Jesus Christ.

The corporation irrevocably is dedicated to and operated exclusively for nonprofit purposes.

In addition to the above-stated specific purpose for which the corporation is founded, it is understood and contemplated that the corporation shall have the additional purposes as follows:

A. To receive and administer funds and to operate exclusively for religious, charitable, scientific, literary or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or comparable provisions of subsequent legislation (the "Code").

B. To acquire, own, purchase, lease, dispose of and deal with real and personal property and interests, either absolutely or in trust therein, and to apply gifts, grants, bequests and devises, and the proceeds thereof, in furtherance of the purposes of the corporation.

C. To do such things and to perform such acts to accomplish its purposes as the Board of Directors may determine to be appropriate and as are not forbidden by the Code, with all the power conferred on nonprofit corporations under the laws of the State of Florida.

#### Article IV

##### **TERM**

Corporate existence shall commence upon the filing of these Articles of Incorporation with the Secretary of State and the term of the corporation shall be perpetual.

#### Article V.

##### **POWERS**

The corporation shall have all of the common law and statutory powers of a corporation not for profit pursuant to the laws of the State of Florida that are not in conflict with the terms of these Articles; provided, however, that notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax pursuant to the Code.

#### Article VI

##### **MEMBERS**

Qualification for membership in the corporation, the manner of Members' admission and membership voting rights shall be provided for in the bylaws of the corporation.

#### Article VII

##### **DIRECTORS**

All corporate powers shall be exercised by or under the authority of and the affairs of the corporation shall be managed under the direction of the Board of Directors.

The number of Directors shall be determined from time to time in accordance with the bylaws, but shall never be less than three (3).

Directors shall be elected or removed in accordance with the procedure provided in the bylaws.

#### Article VIII

#### **REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of the corporation and the street address of the initial registered office of the corporation are as follows:

**Cedric P. Hay, Esq.**  
Beil & Hay, P.A.  
12312 U.S. Highway 19 N.  
Hudson, FL 34667

#### Article IX

#### **INCORPORATOR**

The name and street address of the person signing these Articles are as follows:

**James C. VanWinkle**  
10939 Kenmore Drive  
New Port Richey, Florida 34654

#### Article X

#### **BYLAWS**

The bylaws of the corporation are to be made and adopted by the Board of Directors and may be altered, amended or rescinded by the Board of Directors.

#### Article XI

#### **AMENDMENT**

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members and Directors are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended, unless more specific provisions for amendments are adopted by the corporation pursuant to law.

Article XII

**INDEMNIFICATION AND CIVIL LIABILITY IMMUNITY**

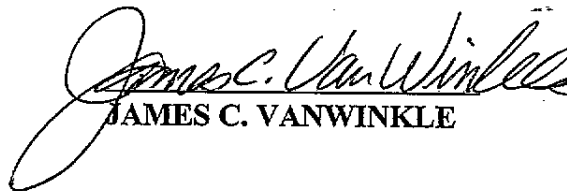
The corporation shall indemnify each Director and Member, including former Directors and Members, to the fullest extent allowed by law, including but not limited to Florida Statutes Chapter 617. It is intended that the corporation be an organization the Members and Directors of which are immune from civil liability to the extent provided under Florida Statutes Chapter 617 and other similar laws.

Article XIII

**DISSOLUTION**

In the event of dissolution, the residual assets of the corporation shall be turned over to one or more organizations which themselves are exempt organizations described in the Code.

IN WITNESS WHEREOF, the undersigned has executed theses Articles of Incorporation this 12<sup>th</sup> day of August, 2001.

  
JAMES C. VANWINKLE

STATE OF FLORIDA  
COUNTY OF PASCO

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the state and county set forth above, this day personally appeared JAMES C. VANWINKLE, known to me and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed these Articles of Incorporation for the purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 12<sup>th</sup> day of August, 2001.

  
Notary Public

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

I hereby accept appointment as the initial registered agent of Freedom Community Church, Inc., as designated in the foregoing Articles of Incorporation.

  
CEDRIC P. HAY

Dated: August 10, 2001

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA