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FLORIDA NON-PROFIT CORPORATION

New Covenant Church of Tampa Bay, Inc.

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**ARTICLES OF INCORPORATION
of
NEW COVENANT CHURCH
OF TAMPA BAY, INC.**

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ARTICLE I. NAME

The name of this corporation shall be New Covenant Church of Tampa Bay, Inc. The address of the corporation's principal office is 9414 - 69th Avenue East, Palmetto, Florida 34221.

ARTICLE II. PURPOSE

The avowed purpose of The New Covenant Church of Tampa Bay, Inc. ("Church") shall be to worship God, to preach the gospel of Jesus Christ, to promote religious education for children and adults, and to celebrate the sacraments; to realize Christian fellowship and unity within this Church; to render loving service toward all persons; to support missions; and to strive for righteousness, justice, and peace. To have all powers necessary or desirable to fulfill these purposes provided under Florida Statutes.

ARTICLE III. MEMBERSHIP

Membership in this Church shall be open to all baptized and professing Christians without restriction as to race or national origin. Members are expected, to the best of their ability, to do the will of God; to take an active part in the life and work of the Church, including faithful attendance at worship services; to give financial support for its maintenance and its benevolences; to cooperate with the Ministers, officers, and leaders; to participate in the organized effort for the advancement of the Kingdom of God; and to demonstrate the Christian lifestyle in their own lives. Procedures for the establishment of various kinds of membership and for the termination of membership shall be contained in the Bylaws.

ARTICLE IV. POWERS

Section 1. This Church shall have all of the common law and statutory powers of a corporation, not-for-profit, not in conflict with these Articles or the Bylaws.

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Section 2. This Church shall have all of the powers and duties set forth in these Articles and Bylaws, as amended from time to time, except as validly limited by these Articles and all the powers and duties reasonably necessary to own, operate and to perform the maintenance, administrative, managerial and other functions for this Church, as provided in the Bylaws, as they may be amended from time to time, including, but not limited to the following:

- (a) To collect and accept monies from the members of this Church and others and to use such proceeds in the exercise of its purpose and duties in accordance with the Bylaws and these Articles.**
- (b) To accept, hold title to, own, purchase, acquire, replace, improve, manage, maintain and administer the use of Church property, in accordance with these Articles and Bylaws.**
- (c) To purchase insurance upon the Church property and for the protection of employees and members.**
- (d) To reconstruct the improvements of the Church property after casualties and, further, to improve the Church property in accordance with these Articles and Bylaws.**
- (e) To adopt and amend rules and regulations respecting the use of Church property in accordance with these Articles and Bylaws.**
- (f) To enforce by legal means the provisions of the Bylaws.**
- (g) To furnish or otherwise provide for private security, fire protection or such other services determined to be necessary or appropriate.**
- (h) To obtain all required utility and other services for Church property.**
- (i) To incur bonded or mortgage indebtedness as authorized by the Bylaws.**
- (j) To employ personnel for reasonable and appropriate compensation to further the purpose of the Church.**
- (k) To enter into contracts as necessary to carry out the obligations of the Church under the Bylaws.**

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- (l) To exercise such further authority as may be reasonably necessary to carry out each and every one of the obligations of the Church set forth in the Bylaws, including any right or power reasonably to be inferred from the existence of any other right, power, duty, or obligation given the Church, or reasonably necessary to effectuate its obligation under the Bylaws.

Section 3. All funds and title of all properties acquired by the Church and the proceeds, thereof, shall be held in trust for the Members, in accordance with the provisions of the Bylaws and these Articles.

ARTICLE V. GOVERNMENT

The government of this Church is vested in its members, who control all of its affairs subject to the Bylaws, the Articles of Incorporation and the laws of the State of Florida in accordance with the Bylaws.

ARTICLE VI. EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII BOARD OF DIRECTORS

The Board of Directors of this corporation shall be the Governing Board, duly elected in the manner provided by the Bylaws.

ARTICLE VIII. OFFICERS

The Moderator as President; the Chairman of the Board of Trustees as Vice President; the Church Clerk as Secretary; and the Treasurer are the corporate officers. The names of the officers who shall serve until their successors are designated are as follows: President/Director, Carl A. Taylor; Vice President/Director, Lamar Buzbee; Secretary and Treasurer/Director, Pearline Mills; Director, Mark Woods; and Director, Patricia Klakamp.

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ARTICLE IX. DISTRIBUTION OF ASSETS

Section 1. No officer, no member of the governance of the church, nor any member shall receive any dividend or income from this corporation; this being a corporation, not-for-profit. This does not mean that reasonable expenses spent on church business shall not be repaid, but this shall be solely as reimbursement, nor is this to mean that ministers, organists, soloists, custodians, clerical help, auditors and others may not be employed if they are church members. Upon dissolution, the assets shall be distributed as set forth in Section 2 of this Article.

Section 2. The Church, and its property, shall be forever devoted to religious purposes. No officer, member, or employee thereof shall receive any pecuniary profit from the Church except reasonable compensation for services in effecting one or more of its purposes. In the event of the dissolution of the Church, its property shall become vested in, and its function as trustee, if any, in the members of the Church. These assets shall be equally distributed to the members of the Church.

ARTICLE X. INDEMNIFICATION

To the fullest extent permitted by Chapters 607 and 617, Florida Statutes (hereinafter referred to as the "statutes"), as the same may be from time to time amended, but subject to all restrictions set forth therein, the Corporation shall indemnify, hold harmless, and advance expenses to, as defined in the Statutes, any person, his or her heirs, personal representative, executor, administrator or guardian who was or is a party to any proceeding, as defined in the Statutes, by reason of the fact that he or she is or was a director or officer of the Corporation, against liability as defined in the Statutes, expenses as defined in the Statutes and amounts paid in settlement incurred in connection with such proceeding, including any appeal thereof. This indemnification article shall specifically not apply to persons or entities who are or were employees or agents of the Corporation, but who are not or were not directors or officers of the Corporation. The Corporation specifically elects not to provide any person or entity who was a director or officer of the Corporation with the option of applying for indemnification or advancement of expenses, or both, to a court as set forth in Section 607.014(9), Florida Statutes (2002), as the same may from time to time be amended.

ARTICLE XI. AMENDMENT

These Articles may be amended at any time by a majority of the elected Board of Directors or Amendments may be adopted by a two-thirds (2/3's) vote of the members present and voting at any regular or special meeting, provided that the amendment has

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been submitted in writing and the full text provided to the members of the Church at least twenty-one (21) days prior to the meeting.

ARTICLE XII. INCORPORATOR

The name and address of the incorporators executing these ARTICLES are as follows:

Carl A. Taylor
9414 - 69th Avenue East
Palmetto, Florida 34221

Lamar Buzbee
1308 Sweeny Drive
Ruskin, Florida 33570

Mary Ellen Easom
1915 Highway 41 South
Ruskin, Florida 33570

Ila D. Taylor
9414 - 69th Avenue East
Palmetto, Florida 34221

Billy Buzbee
1308 Sweeny Drive
Ruskin, Florida 33570

Helen Sutton
4120 Coachroach Bay Road,
Lot 1
Ruskin, Florida 33570

Patricia Klakamp
Post Office Box 1485
Ruskin, Florida 33570

Pearline Mills
1915 Highway 41 South
Ruskin, Florida 33570

ARTICLE XIII. REGISTERED AGENT

The Registered Agent of the Church is Carl A. Taylor, with a mailing address of 9414 - 69th Avenue East, Palmetto, Florida 34221.

IN WITNESS WHEREOF, an Incorporator has caused this document to be executed in his name this 3rd day of April, 2002.



Carl A. Taylor, an Incorporator

STATE OF FLORIDA)
COUNTY OF MANATEE)

I HEREBY CERTIFY that on this 3rd day of April, 2002, the foregoing instrument was sworn to and subscribed before me by Carl A. Taylor, as an Incorporator of New Covenant Church of Tampa Bay, Inc., a Florida corporation, not-for-profit, who is (✓)

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personally known to me or who () has provided the following form of identification: _____

Jennifer L. Stafford

Notary Public, State of Florida

My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

The undersigned, Carl A. Taylor, hereby accepts designation as Registered Agent and Resident Agent of the foregoing corporation.

Dated this 3rd day of April, 2002.

Carl A. Taylor

Carl A. Taylor, Registered Agent

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