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SECRETARY OF STATE
TALLAHASSEE FLORIDA

N. SHANNON DAY
8242 SW 51st Blvd.
Gainesville, FL 32608

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)

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NEW FILINGS

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☐ Limited Liability
☐ Domestication
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AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

10

Examiner's Initials

**Articles of Incorporation
Of
Sovereign Grace Church of Tallahassee, Inc.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator of a non-profit Corporation pursuant to Chapter 617, Florida Statutes, agrees to the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is:

Sovereign Grace Church of Tallahassee, Inc. hereinafter referred to as the "Corporation" or "Church."

ARTICLE II

The period of the duration of this corporation is perpetual unless dissolved according to law. Corporate existence shall commence at the time these Articles of Incorporation are filed with the Secretary of the State of Florida.

ARTICLE III

The purposes for which the corporation is organized:

The Church is organized and shall be operated exclusively for religious, charitable, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or a related section of a successor statute (hereinafter "Code").

More particularly it shall provide regular opportunities for worshipping God, for corporate prayer and intercession, for fellowship, for teaching, and generally to minister to spiritual and physical needs of members of the body of Jesus Christ. The Church shall minister to the spiritual and physical needs of those outside the body of Christ as the Spirit of God leads, in particular, freely preaching the Gospel of Jesus Christ and establishing and discipling new believers in the grace of God. The Church is also organized to encourage and serve other gatherings or organizations within the Body of Christ's and expressions of the local church.

To carry out these stated purposes, the Church may do any and all biblically informed and/or motivated acts that may be necessary or useful for the furtherance of said purposes including, but not limited to:

3.1 Preaching the Gospel and fulfilling the Great Commission given by Jesus Christ. Being a growing community of loving, maturing disciples who demonstrate a quality of life that the Holy Spirit can use to provoke both the unregenerate and the rebellious, showing them of their desperate need to be reconciled to God and conformed to the image of the Son, Christ Jesus the Lord.

3.2 Assembling regularly together the family of believers for fellowship with one another in large public congregations and in small groups in houses and other places, to worship God in Spirit and in truth, and to cooperate in the building up of the whole Body of Christ in Leon county and regions beyond.

3.3 Providing New Testament discipleship to the followers of Christ. Bringing pleasure to our heavenly Father by our heartfelt obedient actions within the church while influencing the world with the Gospel through its daily application, declaration and demonstration at every level and function of society - as God leads and allows.

3.4 Performing the Sacraments and other joyful duties/responsibilities of the Church which include but are not limited to: the baptism of believers in water, the celebration of the Lord's Supper, the anointing of the sick with oil, the conducting of weddings and funerals, the dedication of infants, and the equipping and releasing of men and women to the mission of the Church.

3.5 Ordaining men into the vocational and bi-vocational ministry as elders or deacons.

3.6 Planting or assisting in the planting, adopting and/or the maintenance of other churches, and/or institutions, either foreign or domestic. Sending forth and maintaining elders, deacons or others for the planting, adoption, and/or maintenance of said churches and/or institutions. Such churches and/or institutions shall be of a religious, charitable or educational purpose as described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law). They shall include but are not limited to: Churches; Chapels; military, trade or campus ministries; Bible schools; Bible colleges; Christian schools and/or home school associations; prison ministries; hospitals and/or clinics; and homes and/or places or conveyances for the proclamation and application of the Word and the distribution of food, clothing, miscellaneous necessities, and/or shelter for the aged, widows, unwed mothers, orphans, substance abusers, or any other persons in need of the necessary provisions of physical and spiritual life.

3.7 Declaring the Gospel of the Lord Jesus Christ. Preaching, expounding, and/or applying the teachings of Scripture, and the biblical thoughts and teachings of those who have encouraged the saints in their pursuit of God both recently and in the history of the Church, not only by conventional modes, but also by all biblical means which will accomplish such declaration, exposition, application, communication, and extension. This may include, but not be limited to media of communication developed by ancient or modern technology such as: public and private preaching, teaching and counsel; the Internet; radio and television broadcasting; satellite communication and telecommunication; the printing or reproduction and publication of music, books, tapes, digital media and other materials; the organization and conducting of seminars, study groups, workshops, meetings and conventions; and the establishment and operation of a school or schools. Receiving offerings for such purposes, provided, however that none of the foregoing shall be done for private profit; and to grant aid and pay reasonable compensation to persons, firms and corporations for services actually rendered for such purposes.

3.8 Developing and implementing Scriptural methodologies, strategies and ministries that strengthen children, singles, and biblically defined family units in such a manner as to promote work, home and social environments that are permissible, healthy and fruitful by biblical standards.

3.9 Acting with charitable concern for, and assisting people in need of any help which the Church is in a position financially or morally to give, regardless of race, social position, or religious affiliation by developing and implementing ministries and/or programs for persons who are poor, widowed, orphaned, afflicted, imprisoned, underprivileged, aged, or overcome by adverse circumstances, both within and without this Church as the Lord leads and under the direction of the Board of Directors/Elders of this corporation.

3.10 Praying for the needs of all people, including but not limited to: individuals, families, institutions, local and national leaders, local, state and national governments, and for those that are in spiritual authority.

3.11 Conducting any and all activities of a religious, charitable or educational purpose deemed advisable by the Board of Directors/Elders of this corporation.

Further, the Church may receive property by gift, devise or bequest, invest and reinvest the same, and apply the income and principal thereof, as the Board of Directors/Elders may from time to time determine, either directly or through contributions to any charitable organization or organizations, exclusively for religious, charitable, or educational purposes.

ARTICLE IV

The Corporation is empowered:

To purchase, lease, rent, acquire, own, construct, maintain and operate, make improvements, hold properties in trust (subject to Florida Statutes Section 617.21), use, sell, convey, mortgage or otherwise dispose of any real estate or chattels as may be necessary for the above purposes.

To receive tithes, offerings, gifts, bequests and other income and to solicit funds and raise money to fulfill the above-stated purposes. Gifts that are designated for special purposes that are consistent with the purposes of the Church will be expended for the specific purpose indicated, subject to the discretion of the Board of Directors/Elders.

To borrow money, issue bonds, debentures, notes or other obligations, secure monies so borrowed or in payment for property, or for any of the purposes stated above.

Notwithstanding any other provision of these Articles, this Corporation will not carry on any activities not permitted to be carried on by: (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986; or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986.

To provide for the establishment of affiliated churches or institutions or other ministries outlined in section 3.6, which may at first be managed and funded by this corporation as directed by its Board of Directors/Elders. Such established churches, institutions or other ministries may then be organized and operated for one or more of the exempt purposes described in Section 501(c)(3) of the Internal Revenue Code, these Articles of Incorporation and Bylaws. At such time as the Board of Directors/Elders deems advisable, an affiliate church, institution, or ministry established under this article shall file its own Articles of Incorporation, if applicable, with the Secretary of the State or other designated official. The operation of such affiliated church, institution, or ministry shall at the time of filing of its Articles of Incorporation be vested exclusively in its Board of Directors, and it shall have its inherent rights of sovereignty and organizational independence.

However, to see the purposes of this corporation and that of our Lord fully and totally fulfilled, affiliated churches, institutions, or ministries shall retain spiritual affiliation and voluntary cooperative networking together with one another through the relationship of the Directors and/or Elders of each.

To carry out activities described in Article III of these articles.

To exercise the corporate powers as set forth in Florida Statutes Section 617.0302 and any subsequent amendments thereto.

The properties of this Church are irrevocably dedicated to charitable, educational, and religious purposes, and no part of the net earnings of the Church shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the Church shall be authorized and empowered to pay reasonable compensation for services rendered to or for the Church and to make payments and distributions in furtherance of the purposes set forth in these Articles.

No substantial part of the activities of the Church shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Church shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these articles, the Church shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under section 501(c)(3) of the Code or by a corporation contributions to which are deductible under section 170 of the Code.

Upon dissolution of the Church, the Board of Directors/Elders shall, after paying or making provision for payment of all the liabilities of the Church, dispose of all of the assets of the Church exclusively for the purposes of the organization in such manner, or to such organization or organizations organized and operated exclusively for charitable or religious purposes, as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code as the Board of Directors/Elders shall determine.

ARTICLE V

For corporate governance purposes the Church shall have no formal members.

However, for ecclesiastical purposes the membership shall consist of those individuals who are following Jesus Christ as their Lord and Savior and meet other requirements as set by the Board of Directors/Elders. This membership shall consist of all persons who shall meet, at a minimum, the following qualifications for membership and who shall be admitted in the following manner:

5.1 To qualify for membership in the Church, a prospective member must accept, believe in, and rely on Jesus Christ for personal salvation; must demonstrate the fruits of repentance from sin and submission to the Lordship of Jesus Christ, must believe that the Holy Bible is the Word of God; must confess faith in Jesus Christ as Lord and Savior; must commit to participate actively in the fellowship of the Church; and must recognize the biblical authority of the Board of Directors/Elders and the discipline of the Church.

5.2 The Board of Directors/Elders shall determine whether any applicant for

membership meets the foregoing minimum qualifications; and if so, the applicant shall be admitted to membership in this Church, providing there are no additional requirements set forth by the Board of Directors/Elders.

Believing in the autonomy of the local church with full freedom of deliberation, decision and deportment under God and free from unbiblical domination from an outside individual religious or spiritual organization or institution, this Church is to be completely autonomous and self-governing with respect to religious, spiritual and temporal matters as set forth in these Articles and Bylaws, and will not formally and/or contractually affiliate with any organization, institution, or entity which seeks to exercise unbiblical control over this church.

ARTICLE VI

The street address and city of the initial registered and principal office of the corporation is presently:

8242 SW 51st Boulevard
Gainesville, Florida 32608

And the name of its initial registered agent at such address is:

N. Shannon Day

ARTICLE VII

A Board of Directors/Elders shall direct the affairs of the Corporation. This Board shall consist of not less than three (3) persons, one of which shall be chosen by the Board as the President of the Board of Directors/Elders and the Senior Pastor of the Church, a leader among equals. The number of Directors may be increased in accordance with the needs of the Corporation as determined from time to time by the Directors/Elders. The Directors/Elders should possess the qualifications of leadership as set forth in 1 Timothy 3:1-7, Titus 1:5-9 and other relevant teachings of the New Testament and shall have heartfelt agreement with and submission to the Statement of Faith and other doctrinal beliefs and practices as set forth in the Bylaws. Once appointed, Directors/Elders shall serve until they resign or are removed as set forth hereinafter.

The Directors/Elders shall make every effort to act with unanimity with fasting, prayer, study, humility, and outside biblical and/or temporal counsel when deemed necessary by the Board of Directors/Elders.

If the Board of Directors/Elders, after due examination, shall determine that a Director/Elder no longer fulfills the requirements of a Director/Elder, he shall be removed from his position by a simple majority vote.

The manner in which the Directors/Elders of the Church shall be elected or appointed shall be provided in the Bylaws of the Church. The Board of Directors shall be known as the Board of Elders.

The number of elders constituting the initial Board of Directors/Elders shall be three. The names

and addresses of the persons who are to serve as the initial Board of Directors/Elders until the first annual meeting or until their successors shall be appointed and qualified are:

N. Shannon Day – President / Senior Pastor
8242 SW 51st Boulevard
Gainesville, Florida 32608

James R. Britt Jr.
7320 Loblolly Bay Trail
Bradenton, FL 34202

Daniel D. Jones
4145 Tall Tree Drive
Orlando, Florida 32810

ARTICLE VIII

This Corporation, as an expression of the Body of Jesus Christ, shall accept as its governing bylaws:

8.1 The Bible, pertinent to membership, faith and practice, sacraments, counsel, fellowship, conduct of meetings, qualifications of responsible individuals and their continuance as such, ordination, discipline, finances, and the extension of this work. The Board of Elders will interpret the specific applications of these truths.

8.2 The attached Bylaws as expression and clarification and application of specific parts of the above. While not intending to cover the full scope of interpretation and/or application of the above in every instance, the attached Bylaws will serve as the governing document in those matters that it specifically addresses, touches, or is implied in its text. Further, the Bylaws, where not in conflict with these Articles, will also serve to govern the temporal affairs of the Church as touching specific methods and procedures as well as, secular laws, statutes, and decrees.

ARTICLE IX

Rules with respect to membership in the corporation shall be determined by resolution of the Board of Directors/Elders.

ARTICLE X

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services 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 any

candidate for public office. 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 of 1986; or, (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986.

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 Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986.

ARTICLE XI

To the fullest extent permitted by law, as now in effect or as may hereafter be amended, no elder, officer or other person who renders service to or for the Church, shall be liable, and no cause of action may be brought, for damages resulting from the exercise of judgment or discretion in connection with the duties or responsibilities of such elder or officer, or, in the case of other persons, for damages resulting from an act or omission in rendering such services, unless the act or omission involved willful or wanton, conduct; provided, however, such relief from liability shall not apply in any instance where such relief is inconsistent with any provision applicable to corporations described in Section 501(c)(3) of the Code.

ARTICLE XII

The name and address of the incorporator of the Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
N. Shannon Day	8242 SW 51 st Boulevard Gainesville, Florida 32608

ARTICLE XIII

Any amendments to these Articles of Incorporation must be submitted to the Board of Directors at any special meeting called for that purpose or at any regular meeting of the Board of Directors/Elders. Upon adoption by the Board of Directors/Elders, and filing with the Secretary of State of Florida, the amendments shall become effective as to these Articles of Incorporation, provided, however, that no amendment to the Articles of Incorporation shall ever conflict with the purposes of this Corporation as set forth in Article III.

ARTICLE XIV

This Corporation is organized under a non-stock basis.

IN WITNESS WHEREOF, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a corporation under the laws of the State of Florida to do business both within and without the State of Florida, hereby makes and files these Articles of Incorporation, declaring and certifying that the facts stated herein are true, and hereby subscribes thereto and hereunto sets his hand and seal this 17th day of MAY, 2002.

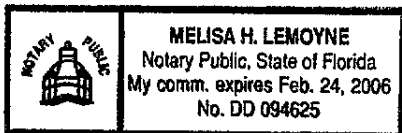

N. Shannon Day

STATE OF FLORIDA
COUNTY OF ALACHUA

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, the 17th day of May, 2002.

(Notary Seal)



Name: Melisa H. Lemoyne
Notary Public
My commission expires: Feb.
Form of ID used: FL DL

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091 and 607.0505, Florida Statutes, the following is submitted:

Sovereign Grace Church of Tallahassee, Inc., desiring to organize as a corporation under the laws of the State of Florida with its principal place of business at 8242 SW 51st Boulevard, Gainesville, FL 32608 and its registered office at 8242 SW 51st Boulevard, Gainesville, FL 32608, has named and designated N. Shannon Day as its Registered Agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I am familiar with and accept the obligations of Section 607.0505, Florida Statutes, as the same may apply to the said corporation; and I further agree to comply with the provisions of Section 48.091, Florida Statutes and all other statutes relating to the proper and complete performance of my duties as Registered Agent.

Dated this 17th day of May, 2002.


N. Shannon Day
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE FLORIDA