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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LAW OFFICES OF
BAKER AND MERCER

4431 LAFAYETTE STREET
MARIANNA, FLORIDA 32446

FRANK A. BAKER, P.A.
*BOARD CERTIFIED CIVIL TRIAL
*BOARD CERTIFIED BUSINESS LITIGATION
*CERTIFIED CIRCUIT CIVIL MEDIATOR/ARBITRATOR

DOUGLAS WADE MERCER, ESQ.

TELEPHONE
850-526-3633

TELECOPIER
850-526-2714

February 11, 2004

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: Chipola Family Ministries, Inc. - A Nonprofit Corporation

Dear Sir/Madam:

Enclosed is my check in the amount of \$78.75, and the original Articles of Incorporation of Chipola Family Ministries, Inc., and one copy. Please return a file stamped copy.

Thank you. If you have any questions, please call.

Sincerely,



WADE MERCER, ESQ.

Enclosures (as stated above)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

Chipola Family Ministries, Inc.

The undersigned, for the purpose of forming a nonprofit corporation under Florida Statutes Chapter 617, do hereby make and adopt the following articles of Incorporation:

**ARTICLE 1
NAME**

The name of the Corporation is: Chipola Family Ministries, Inc.

**ARTICLE 2
NOT FOR PROFIT**

The Corporation is a nonprofit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Trustees or Officers, except to the extent permissible under law.

**ARTICLE 3
DURATION**

The duration (term) of the Corporation is perpetual.

**ARTICLE 4
PURPOSES**

The Corporation is organized, and shall be operated exclusively, for the following purposes:

A. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest,

manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

C. Specifically (but without limitation of the foregoing or of any other powers or purposes under applicable Florida law), to own and/or operate facilities that provide spiritual and material assistance to individuals.

ARTICLE 5 LIMITATION

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Trustees or Officers, but the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered (to officers and/or Trustees, or to other persons) and to make payments and distributions in furtherance of the purposes set forth in Article 4 (Purposes) hereof.

ARTICLE 6 MEMBERS

The Corporation shall have Voting Members who shall have all the rights and privileges of members of Corporation. The Voting Members shall consist of all members of the Nominating Committee of the Chipola Baptist Association, Inc.. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Member is as follows:

Name and Address

Randall Jarnigan	2540 Lakeshore Drive, Marianna, Florida, 32446
Michael Petty	2540 Lakeshore Drive, Marianna, Florida, 32446
Bill Covington	2540 Lakeshore Drive, Marianna, Florida, 32446
Brandon Griffin	2540 Lakeshore Drive, Marianna, Florida, 32446

ARTICLE 7 INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is 2540 Lakeshore Drive, Marianna, Florida, 32446, and the name of its initial Registered Agent at that address is Coba Beasley. The initial mailing address of the Corporation is 2540 Lakeshore Drive, Marianna, Florida, 32446. By his signature to these Articles, the said agent consents to the appointment as such, and by his signature hereto acknowledges that he is familiar with and accepts the obligations of that position. The Board of Trustees may move the registered office or appoint a successor resident agent for the Corporation as it deems fit, from time to time.

ARTICLE 8 INITIAL BOARD OF TRUSTEES

The management of the Corporation shall be vested in a Board of Trustees. The numbers of Trustees constituting the initial Board of Trustees is seven. The number of Trustees may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three. The Voting Members shall elect the Trustees as provided in the bylaws. Unless otherwise provided by the voting members, the annual periods of office of the Directors of this Corporation shall run from April 1 through March 31 (except that the initial term of office of each initial director shall commence on the date of incorporation of the Corporation). The Bylaws may provide for ex officio and honorary Trustees, and their rights and privileges. The name, address, and initial term of each initial Trustee of the Corporation is as follows:

Coba Beasley	2540 Lakeshore Drive, Marianna, Florida, 32446	3 years
Gary Schinman	2540 Lakeshore Drive, Marianna, Florida, 32446	3 years
Jackie Carroll	2540 Lakeshore Drive, Marianna, Florida, 32446	3 years
Karen Hughes	2540 Lakeshore Drive, Marianna, Florida, 32446	2 years
Doyle Miller	2540 Lakeshore Drive, Marianna, Florida, 32446	2 years
Tim Sizemore	2540 Lakeshore Drive, Marianna, Florida, 32446	2 years
Bill Hinds	2540 Lakeshore Drive, Marianna, Florida, 32446	2 years

ARTICLES 9 OFFICERS

The Officers of the Corporation shall consists of a President, Vice-President, and Secretary-Treasurer, and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the Board of Trustees (and may be removed by the Board of Trustees) at such time and in such manner as may be prescribed by the Bylaws. The name and address of the initial Officer of the Corporation is as follows:

Coba Beasley, 2540 Lakeshore Drive, Marianna, Florida, 32446, as President, Vice-president, and Secretary.

ARTICLE 10 INCORPORATOR

The name and address of the Incorporator is as follows: Coba Beasley 2540 Lakeshore Drive, Marianna, Florida, 32446.

ARTICLE 11 AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Trustees and Officers are subject to this reservation. The Articles of Incorporation may be amended only upon majority vote approving such adoption by the Board of Directors of the Corporation and by the Nominating Committee of the Chipola Baptist Association, Inc..

ARTICLE 12 TURNOVER OF ASSETS UPON DISSOLUTION

In the event of dissolution, the residual assets of the Corporation will be turned over to one or more organizations which are themselves exempt under Section 501(c)(3) and/or Section 170(c)(2) of the Internal Revenue Code (or corresponding sections of past or future law) or to the federal, state or local government for exclusively public purposes.

ARTICLE 13 INDEMNIFICATION

The Corporation shall indemnify each Officer and Trustee, including former Officers and Trustees, to the full extent permitted by the laws of the State of Florida.

ARTICLE 14 BYLAWS

The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Trustees, but all alterations, amendments and repeals of the Bylaws must be

approved by a majority of the Voting Members.

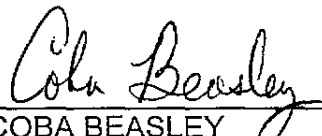
**ARTICLE 15
COMMENCEMENT OF CORPORATE EXISTENCE**

In accordance with the laws of the State of Florida, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation.

**ARTICLE 16
NONSTOCK BASIS**

This Corporation is organized on a nonstock basis. This Corporation shall not issue shares of stock, but may issue certificates of membership.

In Witness Whereof, the undersigned has signed these Articles of Incorporation on this 11th day of February, 2004.



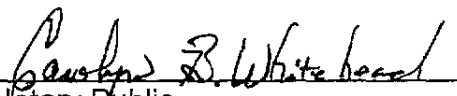
COBA BEASLEY
Incorporator and Resident Agent

State of Florida
County of Jackson:

THE FOREGOING INSTRUMENT was acknowledged before me this 11th day of February, 2004, by Coba Beasley, as Incorporator and Resident Agent, who is personally known to me or who has produced _____ as identification and who did take an oath.



Carolyn B. Whitehead
My Commission 00021999
Expires May 01, 2005



Notary Public--
My Commission Expires: May 01, 2005

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TALLAHASSEE, FLORIDA