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TRANSMITTAL LETTER

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

SUBJECT:	New Thought Community Church of Marathon, Inc.				
		(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)			
Enclosed is a	n original	and one(1) copy of the Arti	cles of Incorporation and	a check for:	
□ \$7		□ \$78.75	□\$78.75	\$87.50	
Filing	; ree	Filing Fee & Certificate of	Filing Fee	Filing Fee,	
		Status	& Certified Copy	Certified Copy & Certificate	
		Davas	1	a camea	
			ADDITIONAL CO	OPY REQUIRED	
	EDOM	Lois Giffen			
	FROM:		rinted or typed)		
		•			
2000 Manor Lane Address					
Marathon, FL 33050					
		City,	State & Zip	, <u> </u>	
		000 710 0710			
		305-743-3546 Daytime T	elephone number	<u> </u>	
real and resolvents manner					

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

PORATION

Statutes (Not for Profit)

In compliance with Chapter 617, Florida Statutes (Not for Profit)

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ARTICLE I. Name

TALLAHASSEE, FLORIDA

The name of the Corporation shall be: "NEW THOUGHT COMMUNITY CHURCH OF MARATHON, INC." (hereinafter, the "Corporation")

ARTICLE II. Principal Office

The principal place of business of this Corporation shall be in the City of Marathon, County of Monroe, State of Florida and the mailing address shall be 1600 - 79th Street Ocean, Marathon, FL 33050, or such other place as may from time to time be designated by the board of trustees of the corporation.

ARTICLE III. Purposes

The purposes for which the Corporation is organized are exclusively religious, charitable, literary, and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1954 or corresponding provision of any future United States Internal Revenue law, and shall be as follows:

To receive and maintain a fund or funds of real or personal property, or both, and, subject to the restrictions and limitations set forth, to use and apply to whole or any part of the income therefrom and the principle thereof exclusively for charitable, religious and educational purposes either directly or by contributions to the NEW THOUGHT COMMUNITY CHURCH OF MARATHON, INC.

No part of the assets or the net earnings of this Corporation shall inure to the benefit of any private shareholder or individual: no substantial part of the activities of this Corporation shall be carrying on propaganda, or otherwise attempting, to influence legislation; and this Corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

As a means for accomplishing the forgoing purposes, the Corporation shall have the following powers:

- 1. To accept, acquire, receive, take and hold by bequest, device, grant, gift, purchase, exchange, lease, transfer, judicial order or decree, or otherwise, for any of its objects and purposes, any property, both real and personal, of whatever kind, nature, of description and whatever situated.
- 2. To sell, exchange, convey, mortgage, lease, transfer, or otherwise dispose of, any such property, both real and personal, as the objects and purposes of the Corporation may require, subject to such limitations as may be prescribed by law.
- 3. To borrow money, and, from time to time, to make, accept, endorse, execute, and issue promissory notes and other obligations of the Corporation for moneys borrowed or in payment for property acquired or for any of the other purposes of the Corporation, and to secure payment of any such obligation by mortgage, pledge, deed, indenture, agreement or other instrument of trust, or by other lien upon, assignment of, or agreement in regard to all or any part of the property, rights, or privileges of the Corporation wherever situated, whether now owned or hereafter to be acquired.

- 4. To invest and reinvest its funds in such stock, common or preferred, bonds, debentures, mortgages, or in such other securities and property as its Trustees shall deem advisable, subject to the limitations and conditions contained in any bequest, devise, grant or gift.
- 5. To retain or to disburse and distribute property and funds in accordance with the purposes of this Corporation and the specific directions of donors with regard to property donated by them, except where such directions would impair the classifications of the Corporation as an exempt non-profit organization under the laws of the United States or the State of Florida.
- 6. Income earned shall not be accumulated, but the entire amount of such income, less expenses, provisions for prudent reserves and funds reserved for capital uses within the purposes of the Corporation, as defined herein, shall be turned over to an organization which is exempt under Section 501(a) of the Internal Revenue Code of 1954, as amended, or otherwise exempt from taxation as a religious organization under federal law.
- 7. No property or funds of this Corporation shall be disbursed or distributed to any charitable, religious, or educational body, entity, organization, group association, corporation, or fund without the written consent of a majority of the Trustees of the NEW THOUGHT COMMUNITY CHURCH OF MARATHON, INC., and the provisions of this paragraph are not to limit in any way the power of this Corporation to make investments or reinvestments of its property and funds.
- 8. In general, to execute such other powers which now are or hereafter may be conferred by law upon a corporation organized for the purposes hereinabove set forth, or necessary or incidental to the powers so conferred, or conducive to the attainment of the purposes of the Corporation, subject only to such limitations as are or may be prescribed by law.

Notwithstanding any other provision of these Articles, this Corporation shall not carry on any other activity not permitted to be carried on by an organization exempt from income tax under section 501©(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE IV. Qualification of Members

The voting membership of the Corporation shall consist of all persons resident permanently or seasonally within Monroe County, State of Florida who believe in and practice the universal principles of Truth and New Thought, as taught and demonstrated by Jesus Christ and interpreted by the International New Thought Association and/or the Association for Global New Thought and who otherwise meet membership qualifications defined from time to time by the By-Laws of the corporation.

ARTICLE V. Term of Existence

This Corporation shall exist perpetually.

ARTICLE VI. Organization

The affairs of this Corporation shall be managed by Trustees of not less than three (3) nor more than six (6) persons elected by the members of the NEW THOUGHT COMMUNITY CHURCH OF MARATHON, INC. as provided in the By-Laws of the corporation. Except for the initial terms hereafter determined, the term of office of each of such Trustees shall be for three years, or until their successors are elected.

The persons named herein as subscribers to these Articles of Incorporation shall serve as acting trustees until a membership election of Trustees held according to the By-Laws of the corporation shall take place.

The minister, appointed by the board of trustees of the Corporation, shall be a voting member of the board of trustees.

All of the corporate powers, except as otherwise provided in these Articles of Incorporation or by the laws of the State of Florida, shall be and hereby are vested in and shall be exercised by the Trustees. Agreement and action of a majority of said Trustees shall be binding upon this Corporation.

The Trustees shall, at the first regular board of trustees meeting following the Annual Meeting of the Corporation, elect a President, Treasurer, and Secretary who are authorized to act for the Corporation and its Trustees. Such positions shall be held by different persons, all of whom shall also be Trustees of this Corporation.

ARTICLE VII. Manner of Election

Elections of officers and trustees of the corporation shall take place each year at the annual meeting by majority vote of the membership of the corporation and as provided in the By-Laws of the corporation.

An interim vacancy among the Trustees shall, until the next Annual Meeting of the members of this Corporation, be filled by the vote of a majority of the remaining Trustees.

ARTICLE VIII. Initial Directors and Officers

The names and addresses of the persons who are to serve as Trustees until the further election thereof, and the initial terms of said Trustees are as follows;

One Year:

Marc Blackburn, President Lynn Goodwin, Secretary

Two Years:

Three Years: Lois Giffen, Treasurer

Minister:

Allen Sells

Marc Blackburn 250 - 63rd Street Ocean Marathon, FL 33050

Lois Giffen 2000 Manor Lane Marathon, FL 33050

Lynn Goodwin

Allen Sells

180 - 10th Street Key Colony Beach, FL 33051 1600 - 79th Street Ocean Marathon, FL 33050

ARTICLE IX. Initial Registered Agent and Street Address

The name and Florida street address of the initial registered agent is:

Allen Sells 1600 - 79th Street Ocean Marathon, FL 33050

ARTICLE X. Incorporator

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The name and address of the incorporator is:

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Lois Giffen 2000 Manor Lane Marathon, FL 33050 ALLAHASSEE, FLORIDA

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to set in this capacity.

Signature/Registered Agent

Date

Signature/Incorporato

Date