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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TRANSMITTAL COVER LETTER

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

SUBJECT: LIFECOAST CHURCH, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for:

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee &
Certificate of
Status

ADDITIONAL COPY REQUIRED

☐ \$78.75
Filing Fee &
Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy &
Certificate

FROM:

MICHAEL B. WEHDE

Name (Printed or typed)

17 ROLLER LANE

Address

PALM COAST, FL 32164

City, State & Zip

386-206-3343

Daytime Telephone Number

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SECRETARY OF STATE
TALLAHASSEE, FL 32314

**ARTICLES OF INCORPORATION
OF
LIFECOAST CHURCH, INC.**

In compliance with Chapter 617, F. S., (Not For Profit)

The undersigned incorporator(s), for the purpose of forming a non-profit corporation exclusively for religious, charitable and educational purposes, under the provisions of Chapter 617 of the Florida Statutes, hereby adopt(s) the following articles of incorporation:

ARTICLE 1 – Name

The name of the Corporation shall be: LIFECOAST CHURCH, INC.

ARTICLE 2 – Principal Office

The principal office and mailing address of this Corporation shall be:

17 Roller Lane
Palm Coast, FL 32164

ARTICLE 3 – Purpose

This Corporation is organized exclusively for charitable, religious and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 3 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 or in opposition to 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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

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TALLAHASSEE, FLORIDA

ARTICLE 4 – Board of Directors

The business and affairs of the Corporation shall be managed by its Board of Directors who shall be elected from the membership of the Corporation at the annual meeting or at any special meeting called for that purpose. The number of directors of the Corporation shall be fixed by the Board of Directors, but in no event shall be less than one. Members of the Board of Directors may or may not be members, officers or employees of the Corporation.

ARTICLE 5 – Officers

The officers of the Corporation shall be a President, one or more Vice President(s), a Secretary and a Treasurer, each of whom shall be elected by the Board of Directors. Such other officers and assistant officers as may be deemed necessary may be elected or appointed by the Board of Directors, including a Chairman of the Board. In its discretion, the Board of Directors may leave unfilled for any such period as it may determine any office except those of President and Secretary. Any two or more offices may be held by the same person.

The names and addresses of the initial officers and directors of this Corporation are:

Director, President and Treasurer:

**Michael B. Wehde
17 Roller Lane
Palm Coast, FL 32164**

Director, Vice President and Secretary:

**Jeffrey T. Barksdale
33 Roller Lane
Palm Coast, FL 32164**

ARTICLE 6 – Powers

The Corporation shall have full power to transact and perform such acts and things as shall be necessary or appropriate for the attainment of the purposes described in ARTICLE 3, above. Without limiting the generality of the foregoing language, the Corporation shall have the power:

- (1) To acquire, receive and accept, by way of grant, gift, devise, bequest, purchase, lease or otherwise, real property and personal property of every kind including security interest in real property (which term, for purpose hereof, includes without limiting the generality thereof, first mortgages on real property and receipts, notes, certificates or other instruments representing any rights or interest therein or with respect thereof) created or issued by any person, firm, association, corporation or government or subdivision thereof,**
- (2) To exercise all rights, powers and privileges in respect to the above described property, including the power to hold, administer, sell, convey and dispose of, invest and reinvest such property and the income and proceeds thereof;**
- (3) To use, apply or disburse any of its property or income or proceeds thereof, exclusively for or toward anyone or more of the purposes enumerated in ARTICLE 3;**
- (4) To conduct and carry on religious services, and instruction through the public media, including electronic broadcasting, AM and FM radio, telecasting, microwave distribution, close circuit transmission, cable television and Internet;**
- (5) To acquire, own and operate such broadcasting and/or telecasting facilities;**
- (6) To issue annuities and enter into gift-annuity contracts;**
- (7) To serve as trustee of property and to accept donations in trust for religious and charitable purposes;**
- (8) To acquire, hold, own, sell, assign, transfer, mortgage, pledge, or otherwise dispose of, shares of the capital stock, bonds, obligations or other securities of other corporation, domestic or foreign, as investments or otherwise, in carrying out any of the purposes of the Corporation and, while the owner thereof, to exercise all rights, powers and privileges of ownership, including the power to vote thereon;**
- (9) To train, license, ordain and commission ministers, missionaries and religious workers, and to grant recognition to various ministries;**
- (10) To take any other lawful action necessary to the accomplishment of the purpose in ARTICLE 3.**

ARTICLE 7 – Qualification Of Member

The membership of this Corporation shall be limited to those who have a genuine interest in the attainment of the purposes set forth in ARTICLE 3, above. They shall be admitted to membership upon the Board of Directors approval.

ARTICLE 8 – By-Laws

- (1) The Board of Directors of this Corporation may provide such By-Laws for the conduct of the business of the corporation and the carrying out of its purposes as may be deemed necessary.
- (2) Upon proper notice, the By-Laws may be amended, altered, or rescinded by a majority vote of the Board of Directors, at any regular meeting or any special meeting called for that purpose.

ARTICLE 9 – Amendments

- (1) These Articles of Incorporation may be amended by a special meeting of the membership called for that purpose, by an affirmative vote of at least two-thirds (2/3) of those members present, unless a larger percentage shall be required by law. At least two-thirds (2/3) of the Directors of the Corporation must be present at any such special meeting before any amendment to these Articles may be made.
- (2) Amendments may also be made at a regular meeting of the membership upon notice given, as provided by the By-Laws, of intention to submit amendments.

ARTICLE 10 – Intention

It is the intention of the Corporation at all times to qualify and remain qualified as exempt from Federal and Florida income taxes as same may from time to time be amended. Accordingly:

- (1) The Corporation is not to have authority to issue Capital Stock.
- (2) The Corporation shall not be conducted or operated for profit, and no part of the net earnings of the Corporation shall inure to the benefit of any member or individual, nor shall any of the net earnings, nor any of the property or assets of the Corporation be used other than for the purpose of the set out in ARTICLE 3 hereof.
- (3) In the event of a liquidation, dissolution, termination, or winding up of the Corporation, whether voluntary, involuntary or by operation of law, all of the property or assets of the Corporation remaining after discharge of valid obligations, including cost and expenses of dissolution, shall be distributed among organizations which are qualified for exemption under Section 501(c)(3) and Section 170(c) of the Internal Revenue Code, for a public purpose, and none of the assets shall be distributed to any member, officer or director of this Corporation.

ARTICLE 11 – Initial Registered Agent and Street Address

The name and address of the initial Registered Agent is:

**Jerry C. Knight
4721 E. Moody Blvd.
Bldg. 5, Suites 505 & 506
Bunnell, FL 32110**

ARTICLE 12 – Indemnity

The Corporation shall indemnify its Directors, Officers and Employees as follows:

- (A) Every Director, Officer or Employee of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him/her in connection with any proceeding to which he/she may be made a party, or in which he/she may become involved, by reason of being or having been a Director, Officer, Employee or Agent of the Corporation or is or was serving at the request of the Corporation as a Director, Officer, Employee or Agent of the Corporation, Partnership, Joint Venture, Trust or Enterprise, or any settlement thereof, whether or not he/she is a Director, Officer, Employee or Agent at the time such expenses are incurred, except in such cases wherein the Director, Officer or Employee is adjudged guilty of willful misfeasance or malfeasance in the performance of his/her duties; provided that in the event of a settlement the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interests of the Corporation.**
- (B) The Corporation shall provide to any person who is or was a Director, Officer Employee or Agent of the Corporation or is or was serving at the request of the Corporation as a Director, Officer, Employee or Agent of the Corporation, Partnership, Joint Venture, Trust or Enterprise, the indemnity against expenses of suit, litigation, or other proceedings which is specifically permissible under applicable law.**
- (C) The Board of Directors may, in its discretion, direct the purchase of liability insurance by way of implementing the provisions of this ARTICLE.**

ARTICLE 13 – Contracts, Loans, Checks and Deposits

Section 1. Contracts. The Board of Directors may authorize any Officer or Officers, Agent or Agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to specific instances.

Section 2. Loans. No loans shall be contracted on behalf of the Corporation and no evidences of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

Section 3. Checks, Drafts, Etc. All checks, draft or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation, shall be signed by such Officer or Officers, Agent or Agents of the Corporation and in such a manner as shall from time to time be determined by resolution of the Board of Directors.

Section 4. Deposits. All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Board of Directors may select.

ARTICLE 14 – Initial Registered Agent and Street Address

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the state of Florida, submits the following statement in designating the Registered Office/Registered Agent, in the state of Florida.

1. The Name of the Corporation is:

LIFECOAST CHURCH, INC.

17 ROLLER LANE

PALM COAST, FL 32164

2. The Name and Address of the Registered Agent and Office is:

JERRY C. KNIGHT

(Name)

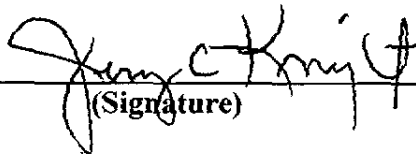
4721 E. MOODY BLVD., BLDG. 5, SUITES 505 & 506

(P. O. BOX OR MAIL DROP BOX NOT ACCEPTABLE)

BUNNELL, FL 32110

(CITY, STATE, ZIP)

Having been named as Registered Agent and to accept service of process for the above state Corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in the capacity. I further agree to comply with the provisions of all Statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.


(Signature)

11-16-05
(Date)

ARTICLE 15 – Incorporator(s)

The name and address of the incorporator of these ARTICLES is:

**Michael B. Wehde
17 Roller Lane
Palm Coast, FL 32164**

ARTICLE 16 – Effective Date

The effective date of this Corporation shall be November 20, 2005.

**The undersigned incorporator(s) has(have) executed these Articles of Incorporation
this 16th day of November, 2005.**

Michael B. Wehde
(Signature)

(Signature)

(Signature)

Notarization is not required.

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TALLAHASSEE, FL 0911