

N05000012863



David Randle
3844 36th Ter S Apt F
St Petersburg FL 33711-4163

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

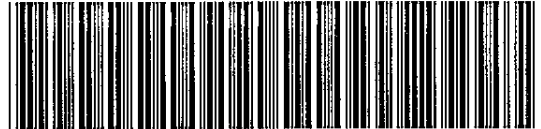
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



800062254628

12/19/05--01023--011 **70.00

FILED
05 DEC 22 AM 10:21
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 5, 2005

DR. DAVID W. RANDLE
3844 36TH TERRACE S. #F
ST. PETERSBURG, FL 33711

SUBJECT: UCC WHALE CENTER INC.
Ref. Number: W05000053447

We have received your document for UCC WHALE CENTER INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State.

The fees for profit and nonprofit, domestic or foreign are as follows:

Filings Fees:	\$35.00
Registered Agent	
Designation	\$35.00
Certified Copy	\$8.75
Certificate of Status	\$8.75

An effective date may be added to the Articles of Incorporation **if a 2006 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6962.

Valerie Herring
Document Specialist
New Filing Section

Letter Number: 705A00070268

**UCC WHALE Center Inc.
Articles of Incorporation**

FILED
05 DEC 22 AM 10:21
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1. NAME

1. The name of the Corporation is the UCC WHALE Center Inc. and is an interfaith religious organization affiliated with UCC WHALE Center in Utah and the Global Healing Initiative.

ARTICLE 2. OFFICES AND REGISTERED AGENT

1. The principal office of UCC WHALE Center, and such other offices as it may establish, shall be located at such place or places, either within or without the state of Florida, as may be designated by the Board of Directors.
2. The UCC WHALE Center shall also continuously maintain within the state of Florida a registered office at such place as may be designated by the Board of Directors.
3. The initial principle place of business and mailing address of the corporation is:

UCC WHALE Center
3844 36th Terrace S. #F
St. Petersburg, FL 33711

ARTICLE 3. PURPOSE

The purpose of UCC WHALE Center is:

1. To provide educational, religious, and research services to further interfaith understanding and cooperation, encourage spiritual development, peace, justice, and healing of the Earth, and to promote the health and wellness of individuals, organizations, and communities within the United States of America. The corporation shall operate as a public, charitable organization within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1954, as amended, and none of the assets or income of the corporation shall inure or pass to or benefit in any way the directors or officer of the corporation (except bonafide employees) nor shall said corporation enter into any activity which is not in the furtherance of its exempt purposes or which would prevent exemption under the provisions of Section 501 (c) (3) of the Internal Revenue Code of 1954, as amended.

2. To Support work in providing education, training, and advocacy for the protection of the Oceans and Ocean related issues in cooperation with the International Ocean Institute USA and organizations with similar objectives.
3. To operate on a non-profit, non-partisan basis for the promotion of the social welfare of the United States by working for:
 - 1) The encouragement of programs that promote healthy individuals, healthy organizations, healthy communities, and a healthy environment.
 - 2) The facilitation of communication between the United Religions Initiative and other religious, governmental, and private spheres as to the developments of spiritual, wellness, and environmental concerns.
 - 3) The advancement and development of a network and/or constituency for the United Religions Initiative Utah Cooperation Circle with the purpose to promote cultures of peace, justice, and the healing of the Earth.
 - 4) To provide educational resources in the five wellness dimensions of: nutrition and physical fitness; stress management and breakthrough performance; self-responsibility; cultural and environmental sensitivity; spiritual values and ethics.

Note: wellness in this context is seen much like the biblical vision of shalom. It means wholeness and harmony with oneself, others and the environment. A vision of wellness includes the free growth of the soul, harmonious community, every form of happiness and free expansion. It includes every kind of good: love, peace, justice, bodily health and opportunity to realize one's full potential. All of this and more is at the heart and center of wellness. Wellness is community with others. In short, wellness is a tool for all aspects of our living.

ARTICLE 4. BOARD OF DIRECTORS

1. General Powers. Management and conduct of the affairs of The UCC WHALE Center shall be vested in and controlled by its Board of Directors, hereinafter referred to for all purposes as "the Board". The Board members are elected at the UCC WHALE Center Annual Meeting by the Board of Directors or as otherwise provided for in the UCC WHALE Center By-laws.
2. Number. The number of Directors on the Board of Directors shall be at least four (4) but not more than twelve (12).

Such a number may be increased or decreased from time to time by amendment to the UCC WHALE Center by-laws, however, that the number of Directors comprising the Board of Directors shall never be reduced to less than four (4), and provided, further that no reduction in the number of Directors shall have the effect of shortening the term of any Director in office at the time such amendment becomes effective.

3. Composition. The Board of Directors shall include a president, chairperson, secretary, and members at large.
4. Tenure. Members of the Board of Directors shall serve four (4) year terms, or until such time as the Board, acting pursuant to proper quorum designates his or her replacement. Terms will be staggered as the Board decides. The tenure of any Director of the The UCC WHALE Center shall automatically terminate upon the effective date of his or her resignation submitted in writing to the Board of Directors, upon his or her death, or upon a vote by a majority of members of the Board of Directors in office at the time to remove him or her from office.

ARTICLE 5. Names of Board of Directors

The names of the Directors are:

Dr. David W. Randle - President
Ms. Kristy Swapp - Chair of Board
Mr. James Elmslie - Secretary
Mr. Bart Foster
Mr. Andy Schoneberg
Ms. Sabina Zunguze
Ms. Marsha Pilgeram
Mr. Phil Lane Jr.

ARTICLE 6. Name of Initial Registered Agent

The initial registered agent is:

Mr. Jeff Froechle
428 Monte Cristo Blvd.
Tierra Verde, FL 33712

ARTICLE 7. Name of the Incorporator is

The name and address of the incorporator is:

Dr. David W. Randle

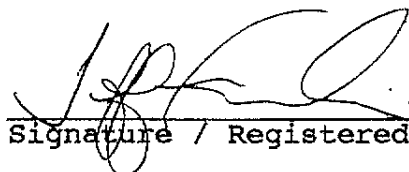
3844 36th Terrace S.
St. Petersburg, FL 33711

Phone: (727-388-6675

ARTICLE 8. Dissolution

it is intended that the duration of the corporation shall be perpetual. However, it may be dissolved by a majority vote of all of the members of the Board of Directors. Should dissolution occur, the last act of the Board shall be to apply all funds and other assets that remain after payment of all of the corporation's liabilities for the purposes set forth in the articles of incorporation or to a tax exempt organization described in Section 501 (c) (3) of the Internal Revenue Code of 1954 or its successor provisions.

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 act in this capacity.



Signature / Registered Agent

11/27/05
Date



Signature / Incorporator

11/27/05
Date

FILED
05 DEC 22 AM 10:21
CLERK OF STATE
TALLAHASSEE, FLORIDA