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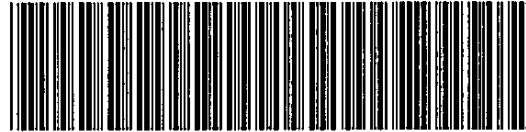
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10/16/06

COVER LETTER

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

SUBJECT: Florida-Bahamas Insurance Trust, Corp.
(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

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: George K. Rahdert, Esq.
Name (Printed or typed)

535 Central Avenue
Address

St. Petersburg, Florida 33701
City, State & Zip

(727) 823-4191
Daytime Telephone number

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

**ARTICLES OF INCORPORATION
OF
FLORIDA-BAHAMAS INSURANCE TRUST, CORP.**

The undersigned incorporators, being all natural persons of the age of eighteen (18) years or more and a majority of whom are citizens of the United States, desiring to form a not-for-profit Corporation under the not-for-profit laws of the State of Florida, Chapter 617, Florida Statutes as restated and amended, do hereby certify:

ARTICLE I. CORPORATE NAME

The name of the Corporation shall be FLORIDA-BAHAMAS INSURANCE TRUST, CORP, hereinafter "Corporation".

ARTICLE II. CORPORATE LOCATION

The place in this state where the principal office of the Corporation is to be located at is 3838 West Cyprus Tampa, Hillsborough County, Florida, 33607.

ARTICLE III. CORPORATE PURPOSE

Said Corporation is organized exclusively to obtain insurance on behalf of separate congregations of the Florida-Bahamas Synod of the Evangelical Lutheran Church of America and to charge insurance participants their prorated share of costs and premiums.

ARTICLE IV. RESTRICTIONS ON CORPORATE POWERS

The Corporation shall possess all powers granted to not-for-profit corporations under the laws of the State of Florida and shall be subject to all restrictions imposed upon such corporations, and in addition thereto, the following restrictions shall apply:

4.1 No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its Directors or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make expenditures, payments and distributions in furtherance of the purposes set forth in Article III hereof.

4.2 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 (i) 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 (ii) 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.

4.3 Notwithstanding any other provision of these articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

4.4 The Corporation is not organized or operated for the benefit of private interests

4.5 All assets of Corporation will be permanently dedicated to an exempt purpose as defined under 501 (c)(3) of the Internal Revenue Service Code.

ARTICLE V. DURATION OF CORPORATE EXISTENCE

Said Corporation shall have perpetual existence.

ARTICLE VI. DISPOSITION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the Corporation, assets shall be distributed for an exempt purposes within the meaning of sections 501(c)(3) or 170(c)(2) of the Internal Revenue Code, or the corresponding sections of any future federal tax code. Upon liquidation, the net proceeds will inure to the Florida-Bahamas Synod of the Evangelical Lutheran Church of America or its designee or successor.

ARTICLE VII. SUBSCRIBERS

The names and addresses of the original incorporators to these Articles of Incorporation are:

Bill Horne

3838 West Cypress,
Tampa Florida 33607

Bishop Edward R. Benoway

3838 West Cypress,
Tampa Florida 33607

ARTICLE VIII. DIRECTORS

The Corporation and the affairs of the Corporation shall be managed and governed by a President, Vice President, Treasurer, and Secretary who shall perform the usual functions of said offices together with such additional Directors as may be from time to time constituted and appointed by the Board of Directors, or as may be provided in the By-Laws. This group will make up the Board of Directors. Their names and offices are:

President: Bishop Edward R. Benoway

Vice President: Bill Horne

Treasurer: Ken Aicher

Secretary: William Yesse

The method of election of subsequent Directors will be stated in the By-Laws.

ARTICLE IX. ACCEPTANCE OF GIFTS, DEVISES AND BEQUESTS; APPLICATION THEREOF

The Directors of the Corporation may accept on its behalf, any designated contribution, gift, or devise consistent with the general purposes of the Corporation, and where consistent with the purposes of the Corporation as set forth in designated contributions by donors, and designations will be honored as to special funds, purposes or uses. The Corporation at all times reserves all rights over, interest in and control over such contributions and the full discretion as to the ultimate expenditure or distribution of such contributions to the satisfaction of any specified fund, purpose or use. The Corporation shall, at all times, have full control over all donated funds and discretion as to their use so as to insure that all contributions will be used to carry out the purposes stated in Article III. In the event the Corporation shall be the beneficiary of any gift, devise or bequest, subject to the conditions subsequent with respect to the administration or alienation of said property, the Corporation shall, at all times, act in a manner consistent with such conditions and the Corporations purposes to be served by such conditions. In the event any Director of the Corporation acts in any manner inconsistent with conditions imposed upon the gifted property, which could impair the ability of the Corporation to continue to hold and own said property, such action is cause for removal of said Director. To avoid undue intrusion on the purposes of said Corporation, should the Corporation become the owner of more than 50% of the voting power of any business enterprise, the By-Laws shall provide a means by which said voting power shall be exercised, to the extent permitted by the laws of the State of Florida, by the persons who manage said enterprise.

ARTICLE X. ADOPTION AND AMENDMENT OF BY-LAWS

The By-Laws of the Corporation shall be adopted by the Board of Directors. Amendments of the By-Laws may thereafter be proposed by two-thirds (2/3) vote of the Board

of Directors at any regular or special meeting thereof, provided that notice of such meeting containing the text of the proposed By-Law amendment is furnished to each Directors at least five (5) days prior to such meeting.

ARTICLE XI. AMENDMENT OF ARTICLES OF INCORPORATION

Amendments of the Articles of Incorporation shall be proposed by majority vote of the Board of Directors at any regular or special meeting thereof, provided that notice of such meeting containing the text of the proposed By-Law amendment is furnished to each Director not less than five (5) days prior to such meeting.

ARTICLE XII. OFFICE AND RESIDENT AGENT

The Corporation shall maintain a registered office at 535 Central Avenue, St. Petersburg, Florida 33701, and the registered agent thereat shall be:

GEORGE K. RAHDERT

535 Central Avenue
St. Petersburg, Florida 33701

IN WITNESS WHEREOF, the undersigned incorporator swears that the Board of Directors has voted and a sufficient number have approved and thereby adopted these Articles of Incorporation in its entirety this 26 day of September 2006.

Bill Horne

Bill Horne

Edward H. Benoway

Bishop Edward H. Benoway

STATE OF FLORIDA

COUNTY OF PINELLAS Hillsborough

SWORN TO AND SUBSCRIBED before me this 26 day of 2006, by Bill Horne and Bishop Edward H. Benoway, who (☒) personally known to me or who () produced the following type(s) of identification:



Judy K Eurtan
My Commission DD230833
Expires July 10 2007

Judy K Eurtan
NOTARY PUBLIC
My Commission Expires: .

ACCEPTANCE OF RESIDENT AGENT

GEORGE K. RAHDERT, a natural person residing in the State of Florida, hereby accepts appointment as Resident Agent of the FLORIDA-BAHAMAS INSURANCE TRUST, CORP, and whose principal office is 535 Central Avenue, St. Petersburg, Florida 33701.


GEORGE K. RAHDERT

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06 OCT 16 PM 3:02
STATE
TALLAHASSEE, FLORIDA