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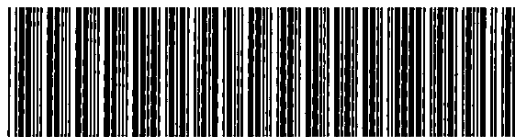
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2006 NOV 20 A 3:25

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11-20-06  
cc

*Charles E. Heim, Jr., P.A.*  
*Attorney at Law*

CHARLES E. HEIM, JR.

INDIAN HARBOUR BEACH PROFESSIONAL PLAZA  
SUITE 201  
2040 HIGHWAY A1A

*Indian Harbour Beach, Florida 32937*

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November 16, 2006

Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

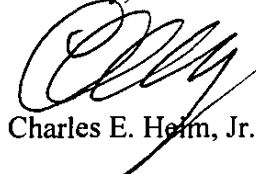
**RE: GRACE CHURCH of Indian Harbour Beach, Inc.**

Gentlemen:

Enclosed is an original and one (1) copy of the Articles of Incorporation of GRACE CHURCH of Indian Harbour Beach, Inc., and a check for \$78.75 to cover the filing fee and certified copy.

Should you have any questions, please feel free to contact our office. Thank you for your attention to this matter.

Sincerely,



Charles E. Heim, Jr.

CEH:cb

Enclosures

**ARTICLES OF INCORPORATION**  
of the  
**GRACE CHURCH**  
of Indian Harbour Beach, Inc.

**FILED**  
2006 NOV 20 A 3:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned, desiring to become incorporated under the provisions of the laws of the state of Florida, adopt the following Articles of Incorporation:

**ARTICLE I**  
**NAME OF CORPORATION**

The name of this corporation (church) is **GRACE CHURCH of Indian Harbour Beach, Inc.**

**ARTICLE II**  
**LOCATION**

The location of the church shall be in the City of Indian Harbour Beach, Brevard County, State of Florida. The street address and mailing address of the registered office of the church shall be 1202 Banana River Drive, Indian Harbour Beach, Florida 32937. The name of the resident agent at the registered office is William D. Kabboord, III.

**ARTICLE III**  
**FUNDAMENTAL PRINCIPLES**

This church recognizes the following as the fundamental principles of doctrine and government: (a) the Bible as the inspired and infallible Word of God and the only rule for faith and life and (b) the formulas of unity of the Belgic Confession, the Heidelberg Catechism, the Canons of Dort.

**ARTICLE IV**  
**PURPOSES**

This church is a nonprofit ecclesiastical corporation organized and operated exclusively for religious purposes within the meaning of Section 501 (c) (3) of the United States Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue law) (the Code). The church shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501 (c) (3) of the Code or (b) by a corporation contributions to which are deductible under Section 170 (c) (2) of the Code. This church has not been formed for pecuniary profit or gain. No part of the assets, income, or profit of the church shall inure to the benefit of its members, council members, or officers. However, the church shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this Article IV.

No substantial part of the activities of this church shall be the carrying on of propaganda or otherwise attempting to influence legislation. This church shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

## **ARTICLE V CHURCH GOVERNANCE**

The ecclesiastical government of the church shall be conducted in accordance with the Church Order (the Church Order) as the council of the church shall adopt or revise. The council of this church, as defined under the Church Order, shall constitute the board of trustees and shall have all powers over the temporalities of this church as the Church Order and relevant state law may prescribe. The pastor(s), if there be one or more, and any persons elected to the office of elder or deacon according to the Church Order must be members of the church. The corporate functions related to an office shall cease on the vacating of the office, but a vacancy in the office of the pastor(s) shall in no way affect the board of trustees.

## **ARTICLE VI PROPERTY**

### *A. Manner in Which Held*

All real and personal property shall be held exclusively in furtherance of the purposes of this church in furtherance of the principles of doctrine and ecclesiastical government outlined under Articles III and V of these Articles of Incorporation, consistent with the Church Order.

### *B. In the Event of Dissolution*

In the event of the disbanding of this church and the dissolution of this corporation, the church's remaining assets, if any, after the payment of its debts and expenses, shall be conveyed as the board of trustees may propose and as the affirmative vote of a majority of the members shall determine, subject to each of the following:

1. The **Church Council** must approve the disbanding of this church and the dissolution of this corporation;
2. The board of trustees shall consult with the **Church Council** in formulating its proposal for property distribution.
3. The vote of the members shall be in accordance with the provisions of paragraph B of Article VII of these Articles of Incorporation.
4. All remaining assets must be distributed only to one or more organizations which qualify as exempt organizations under Section 501 (c) (3) of the Code.

**ARTICLE VII  
POWERS OF THE BOARD AND MEMBERSHIP VOTING REQUIREMENTS**

A. Except as provided under paragraphs B through D of this Article VII of these Articles of Incorporation, the board of trustees shall have the authority to bargain, sell, convey, mortgage, lease, or release any real estate belonging to the church; to erect and repair church buildings, parsonages, schoolhouses and other buildings for the direct and legitimate use of the church; and to fix the salary of anyone in its employment.

B. No purchase, sale or conveyance, mortgage, lease, or fixing of salaries shall occur under paragraph A of this Article VII of these Articles of Incorporation unless the affirmative vote of a majority of the members of the church shall be first obtained at a meeting of the members present and entitled to vote. This meeting shall be specially called for that purpose by notice given for two successive Sundays at the usual place of meeting.

C. No sale, mortgage, or conveyance shall be made of any gift, grant, donation, conveyance, or bequest which would be inconsistent with the express terms or plain intent of the grant, donation, gift, conveyance, or bequest.

**ARTICLE VIII  
AMENDMENTS**

The board of trustees may at any time, by the affirmative vote of two-thirds of the trustees, adopt amendments to these Articles of Incorporation.

Before any such amendment shall become effective, the trustees shall obtain an affirmative vote of at least two-thirds of the members of the church present and entitled to vote at a meeting specially called for that purpose, of which notice has first been given as provided for under paragraph B of Article VII of these Articles of Incorporation.

**ARTICLE IX  
TERM**

The term of this corporation is perpetual.

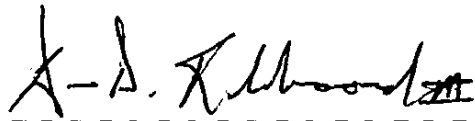
**ARTICLE X  
ORIGINAL INCORPORATORS**

The names and addresses of the original incorporators of this corporation are as follows:


|                           |  |
|---------------------------|--|
| WILLIAM D. KABBOORD, III  | 45 Dorset Lane, Satellite Beach, Florida 32937       |
| WILLIAM C. DICKINSON, JR. | 1941 A1A, # 206, Indian Harbour Beach, Florida 32937 |
| AUDREY OPTHALT            | 3071 Purple Martin Lane, Indialantic, Florida 32903  |
| KENNETH S. MCMENNEMY      | 239 NE First Court, Satellite Beach, Florida 32937   |

The undersigned certifies that the foregoing are the first articles of incorporation of the Corporation.

Dated 11/14/06

  
WILLIAM D. KABBOORD, III, Incorporator

Dated 11/14/06

  
WILLIAM C. DICKINSON, JR., Incorporator

Dated 11/14/06

  
AUDREY OPTHALT, Incorporator

Dated 11/14/06

  
KENNETH S. MCMENEMY, Incorporator