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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**Journey Church of Northeast Florida, Inc.**

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**ARTICLES OF INCORPORATION  
OF  
JOURNEY CHURCH OF NORTHEAST FLORIDA, INC.**

**ARTICLE I  
Name And Offices.**

**Section 1.1 Name.** The name of this Corporation is and shall be JOURNEY CHURCH OF NORTHEAST FLORIDA, INC.

**Section 1.2 Offices.** The principal office and mailing address of the Corporation shall be at 3787 Palm Valley Road, #102, PMB 318, Ponte Vedra Beach, Florida 32082.

**ARTICLE II  
Statement Of Corporation Nature.**

**Section 2.1 Non-Profit.** This is a nonprofit Corporation organized solely for religious and charitable purposes pursuant to Chapter 617 of the Florida Statutes.

**Section 2.2 Non-Stock.** This Corporation is organized under a non-stock basis.

**ARTICLE III  
Purposes.**

**Section 3.1 Purposes.** The Corporation is organized and shall be operated for strictly religious and charitable purposes including:

- (a) Helping people take the next step on their journey with Christ;
- (b) Spreading the gospel of Jesus Christ;
- (c) Conducting worship services;
- (d) Celebrating the ordinances of baptism and the Lord's Supper; and
- (e) Engaging in ministries such as discipleship, prayer, fellowship, missions, organization, training, concerts and outreach.

**Section 3.2 Additional Acts and Powers.** In general, to do any and all acts and things, and to exercise any and all powers which it may now or hereafter be lawful for the Corporation to do or exercise under and pursuant to the laws of the State of Florida for the purpose of accomplishing any of the purposes of the Corporation.

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**Section 3.3** Limitations On Purpose. The Corporation shall not engage nor shall any of its funds, property, or income be used in carrying on propaganda or otherwise attempting to influence legislation, nor shall the Corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office, nor shall the Corporation engage in subversive or un-American activities.

**ARTICLE IV**  
**Effective Date; Duration.**

**Section 4.1** Effective Date. The Corporation's corporate existence shall commence on the date these Articles of Incorporation are filed with the Department of State of the State of Florida.

**Section 4.2** Duration. This Corporation shall exist perpetually.

**ARTICLE V**  
**Membership.**

Membership. The Corporation shall have no Members, as defined in Chapter 617 of the Florida Statutes.

**ARTICLE VI**  
**Incorporator.**

Name and Address. The name and street address of the incorporator of this Corporation is:

Randal C. Fairbanks, Esq.  
Brennan, Manna & Diamond, P.L.  
The SunTrust Building  
76 S. Laura Street, Suite 2110  
Jacksonville, Florida 32202

**ARTICLE VII**  
**Powers.**

**Section 7.1** Powers Under Florida Statute 617.0302. The Corporation shall have all the powers set forth in Florida Statute 617.0302 unless specifically prohibited by these Articles of Corporation.

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**Section 7.2 Powers In Relation to Purpose.** Notwithstanding any other provision of these articles, the purposes for which the Corporation is organized are exclusively religious and charitable within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

**Section 7.3 Limitations on Powers.** Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

#### **ARTICLE VIII**

##### **Initial Registered Agent and Address.**

**Name and Address.** The name and street address of the initial registered agent of this Corporation is:

Randal C. Fairbanks, Esq.  
Brennan, Manna & Diamond, P.L.  
The SunTrust Building  
76 S. Laura Street, Suite 2110  
Jacksonville, Florida 32202

#### **ARTICLE IX**

##### **Management Of Corporate Affairs.**

**Section 9.1 Board of Trustees.** The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Trustees. The number of Trustees of the Corporation shall be not less than three. Initially, the Board of Trustees shall consist of five members, provided however, that such number may be changed (but in no event to a number less than three).

The name and address of the initial Trustees of the Corporation who shall hold office until their successors are duly elected and qualified are as follows:

<b><u>Name</u></b>	<b><u>Address</u></b>
Mike Golden	1870 Forest Glen Way, St. Augustine, Florida 32092
Allen Bond	1210 Salt Creek Island Drive, Ponte Vedra Beach, Florida 32082
Bill Cronin	904 Wembly Lane, Ponte Vedra, Florida 32081

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Brian Hinkle 349 West Silverthorn, Ponte Vedra, Florida 32081

Charles Schultz 100 Pitts Still Road, Ponte Vedra Beach, Florida 32082

Section 9.2 Election and Appointment. The election and appointment of the Trustees shall be as specified in the bylaws of the Corporation.

**ARTICLE X**  
**Bylaws.**

Bylaws. The initial Bylaws of this Corporation shall be adopted by the Board of Trustees.

**ARTICLE XI**  
**Dedication Of Assets.**

Religious and Charitable Purposes. The property of this Corporation is irrevocably dedicated to religious and charitable purposes and no part of the net income or assets of this Corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

**ARTICLE XII**  
**Distribution Of Assets.**

Exempt Purposes. In the event of dissolution of the Corporation, the assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax codes or shall be distributed to the Federal, state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the court of competent jurisdiction, of the county in which the principal office of the Corporation is then located, exclusively for such purposes.

**Article XIII**  
**Amendment.**

Amendment. This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the members is subject to this reservation.

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**ARTICLE XIV**  
**Miscellaneous.**

Section 14.1 Distribution of Income. The Corporation shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 2942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

Section 14.2 Self-Dealing Prohibited. The Corporation shall not engage in any act of self-dealing as defined in Section 4991(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

Section 14.3 Certain Investments Prohibited. The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue code of 1986, or corresponding provisions of any subsequent Federal tax laws.

The undersigned, being the sole incorporator of this Corporation, and being the subscriber to this Corporation for the purpose of forming this nonprofit charitable Corporation under the laws of the State of Florida has executed these Articles of Incorporation this 6th day of December, 2006.

  
RANDAL C. FAIRBANKS

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**ACCEPTANCE OF REGISTERED AGENT**

Having been named in the foregoing Articles of Incorporation to accept service of process for the above state Corporation at the place designated therein, and being familiar with the duties and responsibilities as registered agent for said Corporation, I hereby agree to act in this capacity and to comply with the provisions of the Florida Business Corporation Act.

DATED this 6th day of December, 2006.

**BRENNAN, MANNA & DIAMOND, P.L.**

  
RANDAL C. FAIRBANKS  
Member

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