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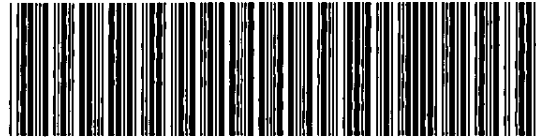
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**ARTICLES OF INCORPORATION
OF**

**PINE GROVE UNITED METHODIST CHURCH, INC.
(A Non-Profit Corporation)**

The undersigned hereby associate themselves to form a corporation (hereinafter called the "Church") for charitable, religious purposes under the provisions of Chapter 617, Florida Statutes, as the same currently exist or may be amended from time to time, and for these purposes they adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of the Church shall be **PINE GROVE UNITED METHODIST CHURCH, INC.** and its mailing address shall be 5300 State Road 136-A, Live Oak, Florida 32060.

ARTICLE II

PURPOSE

The object, general nature and purpose of this Church shall be to establish and maintain a United Methodist Church, subject to the Discipline of The United Methodist Church. This Church organization shall support the doctrine of the United Methodist Church. The Church, and all of its property, both real and personal, shall be subject to the laws, usages and ministerial appointments of The United Methodist Church and the Discipline of said Church.

ARTICLE III

MEMBERSHIP

The doctrinal basis, manner of admission and qualification for membership shall conform to the requirements of the Discipline of The United Methodist Church as adopted and approved by the general conference and shall conform to the rulings of the Bishops of said Church. All members of the Charge Conference of the Church being incorporated in good and regular standing are members of this Corporation.

ARTICLE IV

TERM OF EXISTENCE

This Corporation shall have perpetual existence. The date and commencement of corporate existence shall be the date and time of filing these Articles of Incorporation with the Secretary of State of Florida.

ARTICLE V

POWERS

In addition to those powers enumerated in § 617.021, Florida Statutes, this Corporation will have the power to acquire and hold title in fee simple, in trust, or otherwise, to both real and personal property and to improve, encumber, sell, convey and dispose of all such property in conformity with the Discipline of The United Methodist Church; to borrow money, execute notes, bonds and other evidences of indebtedness and to secure the same by mortgage and deeds of trust, annuity bonds and other instruments of indebtedness and pay interest thereon; to improve, adapt and use its property or the income thereof in its religious, education, benevolent, or social activities without financial profits to its members, except as may be necessary in the payment of salaries and other compensation

for services rendered; and, subject to the provisions of the Discipline of The United Methodist Church, this Corporation shall have the power to erect and maintain buildings for the worship of God, for training in Christian faith and conduct, and for Christian social intercourse, and to acquire or build and maintain residences for the use and occupancy of its ministers.

ARTICLE VI

INCORPORATORS

The names and residence addresses of each Incorporator to these Articles of Incorporation are as follows:

Iris T. Fletcher
12918 94th Trace
Live Oak, Florida 32060

Patricia C. Wigelsworth
6866 Wigley Place
Live Oak, Florida 32060

George E. Poucher
3966 72nd Street
Live Oak, Florida 32060

ARTICLE VII

OFFICERS

The officers of this Corporation shall be a President, who shall be the Chairperson of the Board of Trustees; a Vice President, who shall be the Vice Chairperson of the Board of Trustees; a Secretary, who shall be the Secretary of the Board of Trustees; and such other officers as may be provided in the Bylaws.

ARTICLE VIII

BOARD OF TRUSTEES (DIRECTORS)

1. The business affairs of this Corporation shall be managed by the Board of Trustees which shall consist of not less than three nor more than nine persons who shall be elected by the

charge conference of the Church as provided for in the Bylaws and Discipline of The United Methodist Church.

2. The names and addresses of the initial Board of Trustees are as follows:

George E. Poucher
3966 72nd Street
Live Oak, Florida 32060

Iris T. Fletcher
12918 94th Trace
Live Oak, Florida 32060

Joseph J. Davis
4678 85th Road
Live Oak, Florida 32060

Monroe W. Johns
13513 76th Terrace
Live Oak, Florida 32060

Charles E Delegal
7940 County Road 136-A
Live Oak, Florida 32060

Kyle Wigelsworth
6640 Wigely Place
Live Oak, Florida 32060

Jerry Corbett
5777 Pine Crest Road
Live Oak, Florida 32060

Ronnie Corbett
8001 Hogan Road
Live Oak, Florida 32060

Patricia C. Wigelsworth
6866 Wigley Way
Live Oak, Florida 32060

3. These Trustees shall serve until their successors are duly elected and qualified.

ARTICLE IX

BYLAWS

The Bylaws of this Corporation shall be adopted by the Board of Trustees and may be amended and changed from time to time by the Board of Trustees. The Bylaws of this Corporation shall include the Discipline of The United Methodist Church as from time to time enacted, authorized and declared by its general conference; and no other Bylaws shall be adopted inconsistent with the provisions of the Discipline of The United Methodist Church.

ARTICLE X

QUORUM

A quorum for the transaction of the business of this Corporation shall consist of a majority of the Board of Trustees. A quorum for the transaction of such business as may properly come before the Administrative Board of this Corporation, its officers and members, shall be as provided for in the Bylaws.

ARTICLE XI

AMENDMENT

These Articles of Incorporation may be amended as set forth in the Bylaws of this Corporation.

ARTICLE XII

DISTRIBUTION OF ASSETS UPON DISSOLUTION

AND LIMITATION ON ACTIONS OF CORPORATION

1. This Church shall not engage in any of the activities prohibited by § 617.0105, Florida Statutes, or the corresponding provision of any future statute covering prohibited transactions by corporations not for profit.

2. Notwithstanding any other provision of these Articles of Incorporation, the Church shall not carry on any other activities not permitted: (a) by a corporation exempt from federal income tax under § 501(c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States tax laws); or (b) by corporations, contributions to which are deductible under §170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States tax laws). In addition:

A. The Church will 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 §4942 of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States tax laws);

B. The Church will not engage in any act of self-dealing as defined in §4941(b) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States tax law);

C. The Church will not retain any excess business holdings as defined in §4943(c) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States tax laws);

D. The Church will not make any investments as in such manner as to subject it to tax under §4944 of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States tax laws); and

E. The Church will not make any taxable expenditures as defined in §4945(d) of the Internal Revenue Code of 1954 (or the corresponding provision of any further United States tax laws).

3. In the event of dissolution of the Corporation, the Board of Trustees shall, after paying or making provision of payment of all of the liabilities of the Church, dispose of all of the assets of the Church in accordance with the Discipline of The United Methodist Church, to such organizations which, at such time, is or are qualified as an exempt organization of §501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States tax laws) as the Board of Trustees shall determine.

ARTICLE XIII

REGISTERED AGENT AND OFFICE

The initial Registered Agent and Registered Office of the Church shall be Gary T. Poucher,

3714 72nd Street, Live Oak, Florida 32060, and shall be designated as the Registered Agent and Registered Office and to accept service of process for the Church within the State of Florida. By execution of these Articles of Incorporation, the said Gary T. Poucher acknowledges acceptance of the position as Registered Agent.

IN WITNESS WHEREOF, we the undersigned Incorporators have hereunto set our hands and seals this 21st day of October, 2007, for the purpose of forming this Corporation not for profit, under the laws of the State of Florida.

Iris T. Fletcher (SEAL)
Iris T. Fletcher
Incorporator

George E. Poucher (SEAL)
George E. Poucher
Incorporator

Patricia C. Wiglesworth (SEAL)
Patricia C. Wiglesworth
Incorporator

Gary T. Poucher (SEAL)
Gary T. Poucher
Registered Agent

STATE OF FLORIDA

COUNTY OF SUWANNEE

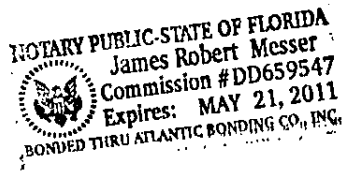
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TALLAHASSEE, FLORIDA

BEFORE ME, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared IRIS T. FLETCHER, personally known to me [or has provided a Florida Driver's License as identification]; PATRICIA C. WIGELSWORTH, personally known to me [or has provided a Florida Driver's License as identification]; GEORGE E. POUCHER, personally known to me [or has provided a Florida Driver's License as identification];

and GARY T. POUCHER, personally known to me [or has provided a Florida Driver's License as identification] being the persons described in and who executed the foregoing Articles of Incorporation and they acknowledged before me that they executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above this 21 day of OCTOBER, 2007.

(SEAL)



James Robert Messer
JAMES ROBERT MESSER
[Print Name]
Notary Public
My Commission Expires: May 21, 2011