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## **COVER LETTER**

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

SUBJECT: HLTA M. JOHGEN SEN Membrial Trust clac. (PROPOSED CORPORATE NAME-MUST INCLUDE SUFFIX)

\$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 CO	PY REQUIRED
FROM:	JUHN CELL Name (Prin		-
e.	2056 Windso	ng GreLe	-
	PALM Harbor	- FL 3468 ate & Zip	24-1952

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

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



March 12, 2008

JOHN C ELLIOTT 2756 WINDSONG CIRCLE PALM HARBOR, FL 34684-1952

SUBJECT: ALTA M. JORGENSEN MEMORIAL TRUST, INC.

Ref. Number: W08000012876

We have received your document for ALTA M. JORGENSEN MEMORIAL TRUST, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Are you trying to file a true Declaration of Trust or a Non-Profit Corpoarration? As Declaration of Trust must be file in accordance with F.S. 609.02 and Non-Profit article must file in accordance with F.S. 617.

To make the necessary corrections and resubmit your filing, return to our website and access electronic filing, then online filing. Choose to update your request by using the confirmation number and the pin number listed above. For any questions concerning the website, please call 850-245-6939. Please disregard this letter, if you have contacted our office and were advised how to correct your document online.

If you have any further questions concerning your filing, please call (850) 245-6928.

Tim Burch Regulatory Specialist II New Filing Section

Letter Number: 608A00015046

Original

# ARTICLES OF INCORPORATION

Article of Incorporation of the undersigned, a majority of whom are citizens of the United? States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of the State of Florida, do hereby certify:

Article 1: The name of the Corporation shall be Alta M. Jorgensen Memorial Trust, Inc.

### Article 2:

A. The place in this state where the principle office of the Corporation is to be located is the city of Palm Harbor, FL, Pinellas County.

B. Mailing Address: 2756 Windsong Cir.
Palm Harbor, FL 34684-1952

### Article 3:

- A. Said Corporation is organized exclusively for religious and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- B. The trustees may receive and accept property, whether real, personal, or mixed, by way of gift, bequest, or devise, from any person, firm, trust, or corporation, to be held, administered, and disposed of in accordance with and pursuant to these Articles of Incorporation; but no gift, bequest or devise of any such property shall be received and accepted if it is conditioned or limited in such manner as to require the disposition the income or its principle to any person or organization other than a "charitable organization" or for other than "charitable purposes" within the meaning of such terms as defined in Article Three of this document, or as shall in the opinion of the trustees, jeopardize the federal income tax exemption of this trust pursuant to section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- C. The principle and income of all property received and accepted by the trustees to be administered by this non-profit Corporation shall be held in trust by them, and the trustees may make payments or distributions from income or principle, or both, to or for the use of such charitable purposes, within the meaning of that term as defined in paragraph D, in such amounts and for such charitable purposes of the trust as the trustees shall from time to time select and determine; and the trustees may make payments or distributions from income or principle, or both, directly for such charitable purposes, within the meaning of that term as defined in paragraph D, in such amounts as the trustees shall from time to time select and determine.
- D. In this incorporation and any amendments to it, the term "charitable purposes" shall be limited to and shall include only religious, or educational purposes within the meaning of those terms as used in section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, but only such purposes as also constitute public charitable purposes under the law of trusts of the State of Florida.

E. The proceeds of this Corporation shall be distributed over a period of seven to eight years and shall be used to benefit young missionaries, students and human needs. It is the intent of the founder that it not be used in construction or building endeavors.

F. The trustees shall distribute proceeds of this trust only to organizations that adhere to the following creed in both belief and practice:

We believe that the Holy Bible was written by men and is supernaturally inspired of God; that it is the true Word of God without error, and it is our final authority on all matters. We use exclusively the King James Version of the Bible.

We Believe in one living and true God and that He manifests himself in three persons: God the Father, God the Son who is Jesus Christ, and God the Holy Spirit. We believe that Jesus Christ was born of a virgin, lived a sinless life here on earth, was willingly crucified to become an atonement for our sins, and that three days later, he arose from the dead, and he ascended into heaven forty days later, and is currently enthroned in heaven.

We believe that God created the world in six literal twenty-four hour days and that he rested on the seventh day. We believe that man was created in innocence, but chose to disobey God and thus fell from his state of perfection, and that through this choice, death and sin has passed to all mankind in that all men are born sinners.

We believe that salvation is a free gift extended to all men, and is available solely through faith in Christ and His completed work on the cross for the atonement of sins. That salvation cannot be earned through any act, but is only available through faith in Christ due to the grace and mercy of God.

We believe that a Baptist church is a congregation of saved baptized believers associated under a covenant of faith and fellowship of the Gospel. We believe that the mission of the church is found in the Great Commission. We believe the church is to be an autonomous entity not responsible to a hierarchy of individuals or organizations. The head of the church is Christ. The two ordinance of the church are baptism and the Lord's Supper. Baptism is to be by immersion after one has been saved. The Lord's Supper is to be administered by the church to saved baptized believers.

We believe the next event to happen is the rapture of all saved believers present when Christ returns. This is followed by a seven year tribulation period, during which the Anti-Christ will rule and reign on the earth and God's wrath will be poured out on mankind. This will be followed by Christ's second coming in which he establishes his kingdom here on earth for a thousand years. This is followed by one final attempt of Satan to overthrow God. After this fails, Satan is eternally cast into the Lake of Fire with all those who rejected Christ. A new heaven and a new earth are established for all of eternity for those who are saved.

Article 4: The governing rules of the Corporation may be amended at any time or times by written instrument or instruments signed and sealed by the trustees, and acknowledged by any of the trustees, provided that no amendment shall authorize the trustees to conduct the affairs of this trust in any manner or for any purpose contrary to the provisions of section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. An amendment of the provisions of this Article Fourth (or any amendment to it) shall be valid only if and to the extent that such amendment further restricts the trustees' amending power. All instruments amending this document shall be noted upon or kept attached to the executed original of the Declaration of Trust held by the trustees.

### Article 5:

- A. No part of the net earnings or principle of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable expenses in furtherance of the purposes set forth in Article Third hereof.
- B. Any trustee of this corporation may, by written instrument, signed and acknowledged, resign his office. The number of trustees shall be at all times not less than two, and whenever for any reason the number is reduced to one, there shall be, and at any other time there may be, appointed one or more additional trustees. Appointments shall be made by the trustee or trustees for the time in office by written instruments signed and acknowledged. Any succeeding or additional trustee shall, upon his or her acceptance of the office by written instrument signed and acknowledged, have the same powers, rights and duties, and the same title to the trust estate jointly with the surviving or remaining trustee or trustees as if originally appointed. None of the trustees shall be required to furnish any bond or surety. None of them shall be responsible or liable for the acts or omissions of any other of the trustees or of any predecessor or of a custodian, agent, depositary or counsel selected with reasonable care. The one or more trustees, whether original or successor, for the time being in office, shall have full authority to act even though one or more vacancies may exist. A trustee may, by appropriate written instrument, delegate all or any part of his or her powers to another or others of the trustees for such periods and subject to such conditions as such delegating trustee may determine. Any individual elected by the existing trustees to serve as trustee must be of like faith and practice and have a record of service and integrity.
- C. The original two trustees were selected and put in place by the founder of the Trust, Harry A. Jorgensen.
- Article 6: The trust shall continue forever unless the trustees terminate it by distributing all of the principle and income. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article 7: In extension and not in limitation of the common law and statutory powers of trustees and other powers granted, the trustees shall have the following discretionary powers.

- a) To invest and reinvest the principal and income of the trust in such property, real, personal, or mixed, and in such manner as they shall deem proper, and from time to time to change investments as they shall deem advisable; to invest in or retain any stocks, shares, bonds, notes, obligations, or personal or real property (including without limitation any interests in or obligations of any corporation, association, business trust, investment trust, common trust fund, or investment company) although some or all of the property so acquired or retained is of a kind or size which but for this express authority would not be considered proper and although all of the trust funds are invested in the securities of one company. No principal or income, however, shall be loaned, directly or indirectly, to any trustee or to anyone else, corporate or otherwise, who has at any time made a contribution to this trust, nor to anyone except on the basis of an adequate interest charge and with adequate security.
- b) To sell, lease, or exchange any personal, mixed, or real property, at public auction or by private contract, for such consideration and on such terms as to credit or otherwise, and to make such contracts and enter into such undertakings relating to the trust property, as they consider advisable, whether or not such leases or contracts may extend beyond the duration of the trust.
- c) To borrow money for such periods, at such rates of interest, and upon such terms as the trustees consider advisable, and as security for such loans to mortgage or pledge any real or personal property with or without power of sale; to acquire or hold any real or personal property, subject to any mortgage or pledge on or of property acquired or held by this trust.
- d) To execute and deliver deeds, assignments, transfers, mortgages, pledges, leases, covenants, contracts, promissory notes, releases, and other instruments, sealed or unsealed, incident to any transaction in which they engage.
- e) To employ a bank or trust company as custodian of any funds or securities and to delegate to it such powers as they deem appropriate; to hold trust property without indication of fiduciary capacity but only in the name of a registered nominee, provided the trust property is at all times identified as such on the books of the trust; to keep any or all of the trust property or funds in any place or places in the United States of America; to employ clerks, accountants, investment counsel, investment agents, and any special services, and to pay the reasonable compensation and expenses of all such services in addition to the compensation of the trustees.

Article 8: The trustees' powers are exercisable solely in the fiduciary capacity consistent with and in furtherance of the charitable purposes of this trust as specified in Article Three and not otherwise.

Article 9: In this instrument, references to "trustees" mean the one or more trustees, whether original or successor, for the time being in office.

Article 10: The initial trustees and officers are:

John C. Elliott Administrator/Trustee 2756 Windsong Circle Palm Harbor, FL 34684-1952

Rev. James L. Johnson Trustee 4902 Vision Ave. Holiday, FL 34690

Article 11: Registered Agent:

John C. Elliott 2756 Windsong Circle Palm Harbor, FL 34684-1952

**Article 12:** Incorporator:

John C. Elliott 2756 Windsong Circle Palm Harbor, FL 34684-1952

Article 13: I, John C. Elliott, accept the duty and responsibilities as the registered agent for this Corporation.

Article 14: Any person may rely on a copy, certified by a notary public, of the executed original of this document held by the trustees, and of any of the notations on it and writings attached to it, as fully as he might rely on the original documents themselves. Any such person may rely fully on any statements of fact certified by anyone who appears from such original documents or from such certified copy to be a trustee. No one dealing with the trustees need inquire concerning the validity of anything the trustees purport to do. No one dealing with the trustees need see to the application of anything paid or transferred to or upon the order of the trustees of the trust.

Article 15: This non-profit Corporation is to be governed in all respects by the laws of the State of Florida.

Administer/Trustee: And C. Ella m H
Registered Agent / John C. Elliott
Trustee: Lew James L Johnson
Rev. James L. Johnson
Subscribed to and sworn before me on this date May 23 2008, personally known and identified, by Florida Driver's Licensels appeared John Elliot and James Johnson to sign this document in my presence.
Motory Public State of Florida