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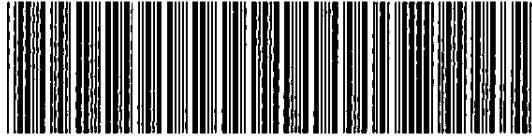
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

MRD
9/14

COVER LETTER

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

SUBJECT: BAY COUNTY CHRISTIAN YOUTH CHOIR, INC.
(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: Nevin J. Zimmerman
Name (Printed or typed)

475 Harrison Ave. Ste. 100
Address

Panama City, FL 32401
City, State & Zip

850-215-6604
Daytime Telephone number

nevin @ nevinzimmerman.com
E-mail address: (to be used for future annual report notification)

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
of the
BAY COUNTY CHRISTIAN YOUTH CHOIR, INC.,
A Florida Nonprofit Corporation**

ARTICLE ONE- NAME

The name of the Corporation is the **Bay County Christian Youth Choir, Inc.**

ARTICLE TWO- PRINCIPAL OFFICE

The principal office of the corporation and the street and mailing address for the Bay County Christian Youth Choir, Inc., shall be:

475 Harrison Avenue, Suite 100
Panama City, Florida 32401

ARTICLE THREE- TERM

The term of existence of the Corporation is perpetual and will commence on the filing of these articles by the Department of State.

ARTICLE FOUR- PURPOSES AND POWERS OF CORPORATION

The purpose for which the Corporation is organized is for general charitable, religious, scientific, literary, or educational purposes as set forth in the Florida Not For Profit Corporation Act. This corporation shall operate exclusively for such charitable, religious, scientific, literary, or educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue code of 1954 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations qualifying as tax-exempt organizations under that Code.

The main purpose is to operate as a Christian youth choir with the goals of teaching choir members (i) to speak and sing in public, (ii) the experience of performing locally and on choir tours, (iii) how to work together to achieve goals that can only be achieved collectively, (iv) the discipline of making a long-term commitment and the rewards of hard work, (v) how to "get along" with fellow choir members and (vi) skills that enable the choir members to be what God has called us all to be: worshipers of Him.

The Bay County Christian Youth Choir, Inc., shall not, as a substantial part of its activities, carry out propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of 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:

- (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Revenue law) or
- (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law).

The Corporation shall have and exercise all the rights and powers conferred on nonprofit corporations under the laws of the State of Florida, as such law is now in effect or may be from time to time amended, and to do all other acts necessary or expedient for the administration of the affairs and attainment of the purposes of the Corporation.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, and the purposes and powers stated in each clause shall, except where otherwise expressed, be in no way limited or restricted by any reference to or inference from the terms or provisions of any other clause, but shall be regarded as independent purposes and powers.

This provision shall govern over any conflicting term or provision of these Articles.

ARTICLE FIVE- DEDICATION OF ASSETS

The property of the Corporation is irrevocably dedicated to the purposes herein and no part of the net earnings, income or assets of the corporation shall inure to the benefit of, or be distributable to, any Director, Officer, or member of the corporation, or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation, and reasonable expenses may be paid thereto, affecting one or more of the corporation's purposes), and no Director or Officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

The Corporation will earn the majority of its funds through donations, fees from choir members or through public or private endowment programs.

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine.

ARTICLE SIX- BOARD OF DIRECTORS AND OFFICERS

The Bylaws shall provide the method of election of all Directors, and the number of Directors may be raised or lowered by amendment of the bylaws but shall in no case be less than three. The Board of Directors shall consist, at a minimum, of the Chairman of the Board, the Vice-Chairman of the Board and the Secretary/Treasurer of the Board. Officers of the Corporations shall be elected and may be removed by the Board of Directors at such time and in such manner as may be prescribed by the Bylaws.

The names, addresses and title of the initial Board of Directors shall be:

Nevin J. Zimmerman
475 Harrison Avenue, Suite 100
Panama City, Florida 32401

Virgina Zimmerman
475 Harrison Avenue, Suite 100
Panama City, Florida 32401

Jody Schnell
100 East Seventh Street
Panama City, FL 32401

Alexis Watson
512 Florida Avenue
Lynn Haven, FL 32444

Frank Skerratt
3238 W. Highway 390
Panama City, FL 32405

Jay Trumbull
315 East 15th Street
Panama City, FL 32401

George Baker
2608 Pembroke Drive
Panama City, FL 32405

Leslie Baker
2608 Pembroke Drive
Panama City, FL 32405

Steve Smith
70 Doctors Road
Panama City, FL 32405

ARTICLE SEVEN- AMENDMENTS TO ARTICLES OF INCORPORATION AND BY-LAWS

Amendments to Articles of Incorporation may be proposed and adopted, and the By-Laws may be made, altered, or rescinded, by a majority vote of the Board of Directors.

ARTICLE EIGHT- REGISTERED OFFICE AND AGENT

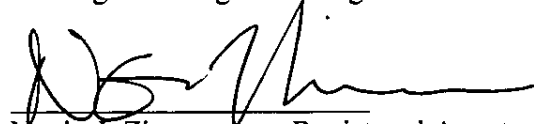
The initial registered office of the Corporation shall be located at 475 Harrison Avenue, Suite 100, Panama City, Florida 32401. The initial registered agent of the Corporation at that address shall be Nevin J. Zimmerman.

ARTICLE NINE- INCORPORATOR

The name and address of the Incorporator is Nevin J. Zimmerman, 475 Harrison Avenue, Suite 100, Panama City, Florida, 32401.

Having been named as registered agent to accept service of process for the Bay County Christian Youth Choir, Inc., at the place designated in these Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Nevin J. Zimmerman, Incorporator


Nevin J. Zimmerman, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE FLORIDA