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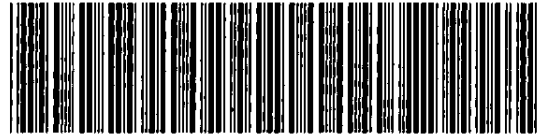
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOV 30 2009

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KRAIG H. KOACH

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PLEASE REPLY TO:
SARASOTA

November 6, 2009

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

Re: Peace Presbyterian Church of Lakewood Ranch, Inc.

Ladies and Gentlemen:

Please accept for approval and filing the enclosed Articles of Incorporation of the above named new Florida corporation not for profit.

In addition, enclosed is an acceptance of the resident agent designated in the Articles of Incorporation.

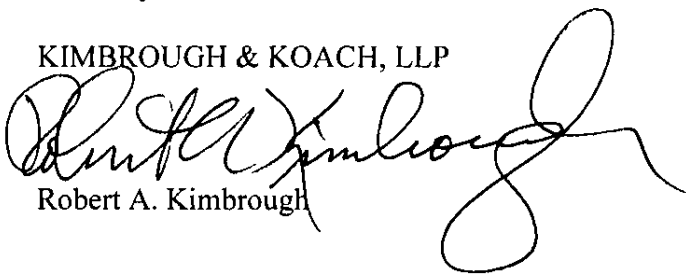
We request the approval and filing of the Articles of Incorporation, the preparation and transmittal to me of a certified copy of the Articles of Incorporation and a Certificate of Status.

Enclosed is my check in the amount of \$87.50 representing \$35.00 filing fee, \$35.00 designation and acceptance of resident agent fee, \$8.75 for certified copy and \$8.75 for Certificate of Status.

Thank you for your attention to this matter.

Sincerely,

KIMBROUGH & KOACH, LLP


Robert A. Kimbrough

RAK/cp
Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 13, 2009

KIMBROUGH & KOACH LLP
PO BOX 28
BOCA GRANDE, FL 33921

SUBJECT: PEACE PRESBYTERIAN CHURCH OF LAKEWOOD RANCH, INC.
Ref. Number: W09000050257

We have received your document for PEACE PRESBYTERIAN CHURCH OF LAKEWOOD RANCH, 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):

The Florida Statutes require an entity to designate a street address for its principal office address. A post office box is not acceptable for the principal office address. The entity may, however, designate a separate mailing address. The mailing address may be a post office box.

An effective date may be added to the Articles of Incorporation if a 2010 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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

Tim Burch
Regulatory Specialist II
New Filing Section

Letter Number: 409A00035539

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
PEACE PRESBYTERIAN CHURCH OF LAKEWOOD RANCH, INC.

Article I

Name

The name of the corporation is PEACE PRESBYTERIAN CHURCH OF LAKEWOOD RANCH, INC.

Article II

Type

The Corporation is a nonprofit religious corporation.

Article III

Duration

The period of duration of the Corporation is perpetual.

Article IV

Purposes

The purposes for which the Corporation is formed are more fully set forth in the Constitution of the Presbyterian Church (U.S.A.) being the Book of Order, including:

The Great Ends of the church (Book of Order G-1.0200):

- the proclamation of the gospel for the salvation of humankind;
- the shelter, nurture, and spiritual fellowship of the children of God;
- the maintenance of divine worship;
- the preservation of the truth;
- the promotion of social righteousness; and
- the exhibition of the kingdom of heaven to the world.

In furtherance of the Constitution of the Presbyterian Church (U.S.A.) and the purposes stated above, the Corporation shall exercise powers as set out herein.

Article V

Support and Conform to the Constitution of the Presbyterian Church (U.S.A.)

The corporation shall support, at all times and in all respects, the Constitution of the Presbyterian Church (U.S.A.). The Corporation and all of its property, both real and personal, shall be subject to the Constitution of the Presbyterian Church (U.S.A.), as it is now or shall be from time to time, amended, established, made, and declared by the authority of the Presbyterian Church (U.S.A.). The business of the Corporation shall be conducted in conformity with the Constitution of the Presbyterian Church (U.S.A.), as it is now or shall be, from time to time, amended, established, made, and declared by the authority of the Presbyterian Church (U.S.A.).

Article VI

All Property Held in Trust for the Presbyterian Church (U.S.A.)

All property, both real or personal, held by or for the particular church, whether title is lodged in the Corporation, the board of trustees or a trustee, or an unincorporated association, and whether the property is used in programs of the particular church or retained for the production of income, is held in trust nevertheless for the use and benefit of the Presbyterian Church (U.S.A.). (Book of Order G-8.0201).

Article VII

Powers and Duties

The Corporation shall have the powers and duties granted by the Constitution of the Presbyterian Church (U.S.A.). (Book of Order G-7.0402):

To receive, hold, encumber, manage, and transfer property, real or personal, for the church;

To accept and execute deeds of title to such property;

To hold and defend title to such property;

To manage any permanent special funds for the furtherance of the purposes of the church.

In addition, to the extent not included in the above and not inconsistent with the Constitution of the Presbyterian Church (U.S.A.), the Corporation shall have all of the general powers of a nonprofit religious corporation organized under Chapter 617, Florida Statutes. The powers and duties of the trustees shall not infringe upon the powers and duties of the session and the board of deacons of the church and such powers and duties shall be exercised in conformity with the Constitution of the Presbyterian Church (U.S.A.) (Book of Order G-7.0401, G-7.0402, G-10.0102. In addition, the Corporation shall not engage in ultra vires acts.

Article IX

Trustees

The directors of the Corporation are designated trustees. The trustees shall be those persons who are elected, installed, and serving as active elders of the session of Peace Presbyterian Church of Lakewood Ranch, Inc. They must also be eligible under civil law. (Book of Order G-7,0401) The number of trustees of the Corporation shall be not less than nine or more than eighteen.

The trustees shall be elected at the annual meeting of the Corporation and shall serve for a term of three (3) years and until the qualification of their successors in office. The terms of trustees shall be phased so that as nearly as possible one-third of the trustees shall have terms expiring and elected each year. After serving one complete three-year term, a trustee is not eligible to be again elected to the Board of Trustees for a period of at least one year. A trustee initially filling an unexpired term may be re-elected for a consecutive full three-year term.

Article X

Officers

The bylaws identify and provide for the method of election or appointment of the officers of the Corporation.

Article XI

Bylaws

The bylaws of the Corporation shall be in conformity with the Constitution of the Presbyterian Church (U.S.A.), as it is now or shall be, from time to time, amended, established, made, and declared by the authority of the Presbyterian Church (U.S.A.). The bylaws will be adopted by the members of the Corporation and may be amended or repealed by the members of the Corporation but must at all times and in all respects remain in conformity with the Constitution of the Presbyterian Church (U.S.A.).

Article XII

Initial Board of Trustees

The number of trustees constituting the initial board of trustees shall be twelve and the names and addresses of the persons who are to serve as the initial trustees and until their successors are elected and installed are:

| <u>Name</u> | <u>Addresses</u> |
|------------------------------|--|
| <u>One Year Class (2010)</u> | |
| Gretchen Frueh | 7309 Desert Ridge Glen Lakewood Ranch, FL 34202 |
| Jason Adams | 8108 Woodlawn Circle South Palmetto, FL 34221 |
| Frank J. Creneti | 6258 Willet Court Bradenton, FL 34202 |
| Gail L. Lowe | 10515 Old Grove Circle Bradenton, FL 34202 |
| <u>Two Year Class (2011)</u> | |
| Rodney K. Scott | 6540 Anchor Loop #207 Bradenton, FL 34212 |
| Robin Miller | 8447 Sailing Loop Lakewood Ranch, FL 34202 |
| Charles F. McClurg | 10909 Bullrush Terrace Bradenton, FL 34202 |
| Barbara Staton | 8022 Collingswood Court University Park, FL 34201 |

Three Year Class (2012)

| | |
|------------------------|--|
| Thomas J. Ciechanowski | 13709 Oasis Terrace Lakewood Ranch, FL 34202 |
| Suzanne L. Seiter | 6256 Tupelo Trail Lakewood Ranch, FL 34202 |
| Eirinn Camphire | 1421 70 th Street Court East Bradenton, FL 34208 |
| Larry Brown | 4122 66th Place East Sarasota, FL 34243 |

Article XIII

Incorporators

The names and addresses of the incorporators are:

| <u>Name</u> | <u>Addresses</u> |
|------------------------|---|
| Larry Brown | 4122 66th Place East Sarasota, FL 34243 |
| Suzanne L. Seiter | 6256 Tupelo Trail Lakewood Ranch, FL 34202 |
| Thomas J. Ciechanowski | 13709 Oasis Terrace Lakewood Ranch, FL 34202 |

Article XIV

Principal Office and Registered Agent

The street address and mailing address of the initial principal office of the corporation and the street address of the initial registered office of the corporation is 6421 Blue Grosbeak Circle, Lakewood Ranch, Florida 34202. The name of its initial registered agent at that address is Elizabeth M. Deibert.

Article XV

Amendments

The articles of incorporation of the Corporation may be amended or added to, or new articles of incorporation may be adopted, by the affirmative vote of two-thirds of the members of the Corporation; provided that the articles of incorporation must at all times and in all respects remain in conformity with the Constitution of the Presbyterian Church (U.S.A.). (Book of Order G-7.0401, G-7.0402, G-8.0201)

Article XVI

Restrictions on Corporations Exempt from Federal Taxation

No part of the assets 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 compensation for services rendered and to make payments and distributions in furtherance of the purposes of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to 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, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

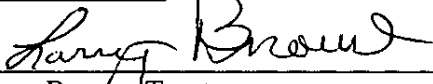
Article XVII

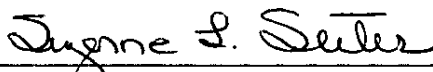
Dissolution

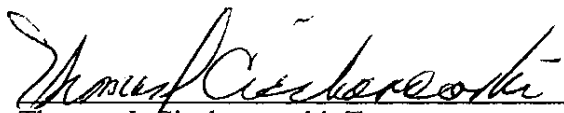
If the church is formally dissolved by the Presbytery of which it is a member, or has become extinct by reason of the dispersal of its members, the abandonment of its work, or any other cause, all such property, both real and personal, present and future, as the Corporation may have shall be vested in and be the property of the Presbytery of Peace River of the Presbyterian Church (U.S.A.), pursuant to the Constitution of the Presbyterian Church (U.S.A.), said Presbytery being an organization qualified under Section 501(c)(3) of the Internal Revenue Code of the United States. In the alternative, said property of the Corporation shall be held, used and

applied for such uses, purposes and trust as the Presbytery may direct, limit and appoint, or such property may be sold or disposed of as the Presbytery may direct in conformity with the Constitution of the Presbyterian Church (U.S.A.). (Book of Order G-8.0300, G-8-0400, G-11.0103)

Dated this 30th day of November 2009.


Larry Brown, Trustee


Suzanne L. Seiter, Trustee


Thomas J. Ciechanowski, Trustee

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT REGISTERED OFFICE**

Pursuant to the provisions of FS § 607.0501 or FS § 617.0501, the undersigned corporation, organized under the Laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is PEACE PRESBYTERIAN CHURCH OF LAKEWOOD RANCH, INC.

2. The name and address of the registered agent and office is:

The Reverend Elizabeth M. Deibert
6421 Blue Grosbeak Circle
Lakewood Ranch, FL 34202

DATED this 3rd day of November 2009.

PEACE PRESBYTERIAN CHURCH OF LAKEWOOD
RANCH, INC.

By: Larry Brown
Larry Brown, President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2009 NOV 30 PM 4:30

FILED

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Elizabeth M. Deibert
The Reverend Elizabeth M. Deibert,
Registered Agent