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Effective Date  
06-01-10

10 JUN -3 AM 11:39

FILED  
SECRETARY OF STATE  
MILWAUKEE, WISCONSIN

B McKnight JUN 04 2010

**Florida Christian Schools, Inc.**

700 Good Homes Road  
Orlando, Florida 32818

June 1, 2010

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

Subject: Florida Christian Schools, Inc.

Dear Sir/Madam:

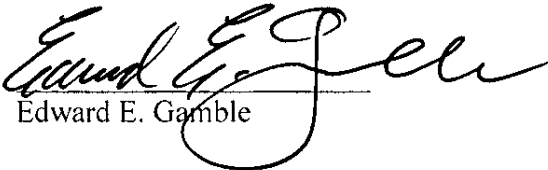
Enclosed is an original and one copy of the Articles of Incorporation along with a check in the amount of \$87.50 to cover the cost of the filing fee, a certified copy, and certificate of status.

**Please note that our desired effective date is June 1, 2010.**

FROM: Edward E. Gamble  
700 Good Homes Road  
Orlando, Florida 32818  
(407) 808-9100  
[edgambler@sbacs.org](mailto:edgambler@sbacs.org)

Thanking you in advance for your assistance in this matter, I remain

Sincerely,

  
Edward E. Gamble

**ARTICLES OF INCORPORATION  
OF  
FLORIDA CHRISTIAN SCHOOLS, INC.**

A Florida corporation not for profit  
Incorporated on June 1, 2010

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
10 JUN -3 AM 11:39

The undersigned, acting as the incorporator of this Corporation pursuant to Chapter 617 of the Florida Statutes, hereby forms a not-for-profit Corporation under the laws of the State of Florida and adopts the following Articles of Incorporation for such Corporation:

**ARTICLE I: NAME**

Effective Date

The name of this Corporation shall be Florida Christian Schools, Inc.

06-01-10

**ARTICLE II: PRINCIPAL OFFICE**

The principal office of this Corporation shall be located at 700 Good Homes Road, Orlando, Florida 32818, which is located in the County of Orange, State of Florida.

**ARTICLE III: PURPOSE**

The Corporation is organized exclusively for religious, charitable, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States internal revenue law), including the making of distributions to or for the use of organizations exempt at the time under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States internal revenue law). The specific purposes for which the Corporation is organized are:

1. to assist in and contribute to the growth and development of the ministries and activities of First Baptist Church Central Florida, Inc.;
2. to help churches and communities provide Christian education for children and families;
3. to assist churches and communities in starting Christian schools, including owning, managing, and operating Christian schools, within grades deemed appropriate, together with all activities associated therewith for each individual school; and
4. to engage in such other activities as may relate to the advancement of Christian education.

**ARTICLE IV: INITIAL REGISTERED OFFICE  
AND REGISTERED AGENT**

The initial street address of the registered office of this Corporation in the State of Florida shall be 700 Good Homes Road, Orlando, Florida 32818. The name of the initial registered agent of this Corporation at that address is Edward E. Gamble. The address of the principal office may hereafter be at such place within or without the City of Orlando as may be convenient or desirable.

## **ARTICLE V: RESTRICTIONS**

- A. No Private Inurement. No part of the earnings or assets of the Corporation shall inure to the benefit of, or be distributable to, its directors, trustees, officers, or other private individuals; 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 set forth in Article III hereof. The Corporation shall not have capital stock or shareholders.
- B. No Substantial Lobbying. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation.
- C. No Political Campaigning. 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.
- D. Irrevocable Dedication. The income and assets of the Corporation shall be irrevocably dedicated to its exclusive purposes.

## **ARTICLE VI: DIRECTORS**

- A. Number. The Directors of the Corporation shall consist of not fewer than three (3) Directors and not more than a maximum number determined by the Bylaws of the Corporation as amended from time to time.
- B. Initial Directors. The initial Board of Directors will be appointed at the initial meeting of the Corporation.
- C. Qualifications and Powers. Directors shall have such qualifications and powers as may be required by the Bylaws of the Corporation.
- D. Term. The term of each member of the Board of Directors shall be as established in the Bylaws.
- F. Election and Discharge. The manner of the selection and the manner of discharge of the Directors of the Corporation by the member shall be as provided in the Bylaws of the Corporation.

## **ARTICLE VII: INCORPORATOR**

The name and address of the incorporator of this Corporation is:

Edward E. Gamble  
700 Good Homes Road  
Orlando, Florida 32818

## **ARTICLE VIII: INCORPORATION DATE**

The official date of incorporation for which these Articles shall be effective is June 1, 2010.

## **ARTICLE IX: DISSOLUTION**

Upon the dissolution of the Corporation, assets shall be distributed to First Baptist Church of Central Florida, Inc., a Florida non-profit corporation, and if The First Baptist Church of Central Florida, Inc. has ceased to exist as an incorporated entity or is no longer an entity described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code, then to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code or shall be distributed to the Federal Government, or to a state or local government, for a public purpose.

## **ARTICLE X: MEMBERS**

The sole voting member and the sole member of the Corporation shall be The First Baptist Church of Central Florida, Inc.

## **ARTICLE XI: POWERS**

A. General. The Corporation shall have all the rights and powers customary and proper for tax-exempt non-profit Corporations, including the powers specifically enumerated in Section 617.0302, Florida Statutes, as amended.

B. Restrictions. Notwithstanding any other provisions of the Articles of Incorporation, the Corporation shall not carry on any activities not permitted to be carried on by a Corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or by a Corporation to which contributions are deductible under Sections 170(b)(1)(A) or (B) and 170(c)(2) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue law).

C. Charitable Trusteeship, etc. The Corporation shall be empowered to hold or administer property for the purposes stated in Article III of the Articles of Incorporation, including the power to act as trustee.

## **ARTICLE XII: LIMITATION OF LIABILITY**

A. Limitation. The personal liability is hereby eliminated entirely of a director of the Corporation for monetary damages for breach of duty of care or other duty as a director; provided that such provision shall not eliminate or limit the liability of a director: (i) for any appropriation, in violation of his/her duties of any business opportunity of the Corporation; (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (iii) for the types of liability set forth in Florida Chapter 617, as amended; (iv) for any transaction from which the director derived an improper personal benefit; or (v) for any excise tax prescribed by Internal Revenue Code, Sections 4940 through 4945 (including the corresponding provisions of any future United States Internal Revenue law, and not restricting the Corporation from providing insurance in connection with such excise taxes).

B. No Effect on Prior Liability. Such provision shall not eliminate or limit the liability of a director for any act or omission occurring prior to the date of the Articles of Incorporation when such provision becomes effective.

C. Amendment. Any repeal or modification of the provisions of this Article shall be prospective only, and shall not adversely affect any limitation on the personal liability of a director of the Corporation with respect to any act or omission occurring prior to the effective date of such repeal or modification, and must be approved by ninety percent (90%) of the directors present at a duly noticed meeting with a quorum present. In the event of any amendment of the Florida Not-For-Profit Corporation Code to authorize the further elimination or limitation of liability of directors, then the liability of a director of the Corporation shall be limited to the fullest extent permitted by the amended Florida Not-For-Profit Corporation Code, in addition to the limitation on personal liability provided herein.

D. Severability. In the event that any provision of this Article (including a clause) is held by a court of competent jurisdiction to be invalid, void, or otherwise unenforceable, the remaining provisions are severable and shall remain enforceable to the fullest extent permitted by law.

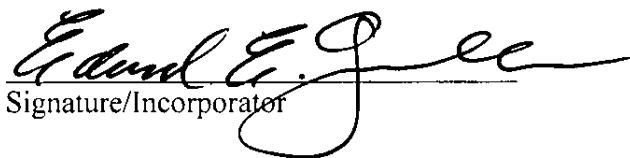
### ARTICLE XIII: AMENDMENT TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended by the voting member in accordance with the procedure provided by Chapter 617, Florida Statutes and the Bylaws.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
Signature/Registered Agent

Date: June 1, 2010

  
Signature/Incorporator

Date June 1, 2010

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
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