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| Tims Preschool 601 Sunset Laire Lutz, pa 33549 |
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ECRETARY OF STATE

MRD 5/31/13

ARTICLES OF INCORPORATION

<u>OF</u>

TIMS PRESCHOOL, INC.

FILED

13 MAY 29 PM 4: 29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WHEREAS, TIMS MEMORIAL PRESBYTERIAN CHURCH, is a unit of the PRESBYTERY OF TAMPA BAY, (hereinafter referred to as the "Presbytery"), a unit of the PRESBYTERIAN CHURCH (U.S.A.) (hereinafter referred to as "PCUSA"); and

Document Number:

WHEREAS, TIMS MEMORIAL PRESBYTERIAN CHURCH, PRESBYTERY,

PCUSA, together with their civil corporate entities are exempt organizations under § 501(c)(3) of
the Internal Revenue Code; and

WHEREAS, the Form of Government of PCUSA permits the separate incorporation of a corporation for the church to conduct mission operations, such as the operation of a school, as long as the corporation is a subsidiary corporation and is governed by a member church of PCUSA; and

WHEREAS, TIMS MEMORIAL PRESBYTERIAN CHURCH has been operating a preschool since 1982; and

WHEREAS, TIMS MEMORIAL PRESBYTERIAN CHURCH desires to separate the operation of the preschool from the day to day operation of the church by separately incorporating the preschool.

NOW, THEREFORE, I, the undersigned as the subscriber to these Articles of Incorporation, do hereby associate ourselves together for the purpose of forming a not-for-profit corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this Corporation is TIMS PRESCHOOL, INC.

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ARTICLE II - PURPOSES

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The purposes for which the Corporation exists are as follows:

- 1. This organization is formed exclusively for charitable, educational, or literary purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding sections of any future federal tax code.
- 2. Notwithstanding any other provision of these Articles, this Corporation will not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law) or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law).
- 3. 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 any candidate for public office.
- 4. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its 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 set forth in these Articles.

To exercise any and all rights and powers conferred upon non-profit
 corporations by laws of the State of Florida as they now exist or as they may be amended.

ARTICLE III - DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the Corporation, assets shall be distributed to TIMS MEMORIAL PRESBYTERIAN CHURCH, INC., or if it is not in existence, the Presbytery of Tampa Bay, Inc., or its successor in interest for the territory encompassing TIMS MEMORIAL PRESBYTERIAN CHURCH, each of which is a 501(c)(3) entity under the group exemption of the Presbyterian Church (U.S.A.) to be used for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE IV - TERM

The term of the Corporation shall be perpetual.

<u>ARTICLE V - OFFICE AND AGENT</u>

The registered office and principal office of the Corporation in the State of Florida will be located at 601 Sunset Lane, Lutz, FL 33549. The registered agent of the Corporation in the State of Florida at the registered office is Gayle Gordon.

ARTICLE VI - TRUSTEES

The management and disposition of the affairs and property of the Corporation shall be vested in Trustees, who shall be selected from time to time in such manner, with such terms, in such number and at such times as the By-Laws of this Corporation may provide. The number of such Trustees may be increased or decreased at any time by the By-Laws, but the number of Trustees shall never be less than five (5). All the business of the Corporation shall be conducted by the Trustees under and subject to the direction of

the laws of the State of Florida and of the United States of America. The following persons are at the present Trustees of the Corporation:

Name Address

Susan Mallory 18412 Wayne Road

Odessa, FL 33556 16545 Hanna Road

Suzin Carr 16545 Hanna Road

Lutz, FL 33549

Kathy Goolsby 5003 Swallow Drive

Land O'Lakes, FL 34639

Jo smith 907 Tomlinson Drive

Lutz, FL 33549

June Dombrova 21928 Hale Road

Land O'Lakes, FL 34639

ARTICLE VII - OFFICERS

The affairs of the Corporation are to be managed by the following officers: a Chairperson, a Vice Chairperson, a Secretary, and a Treasurer. The Board of Trustees may provide for and elect any other officers or committees which may seem expedient to the Board. All officers shall be annually elected by the Board of Trustees to serve for terms of one year. The Chairman and Treasurer shall be members of the Board of Trustees. The names of the officers who are to serve until the first election thereof are as follows:

Name Office

Susan Mallory Chairperson
Suzin Carr Vice Chairperson

Jo Smith Treasurer
Kathy Goolsby Secretary

ARTICLE VIII - MEMBERS

The Corporation shall be a membership organization. The members of the Corporation shall consist of those persons who, from time to time, are actively serving on the Session of Tims Memorial Presbyterian Church.

ARTICLE IX - BY-LAWS

The By-Laws of the Corporation are to be made and adopted by, and may be altered, amended, or rescinded by, the Membership of the Corporation upon a majority vote of the Members in attendance at a meeting of the membership in which a quorum is present. A quorum shall consist of at least one half of the members of the corporation.

ARTICLE X - AMENDMENTS TO ARTICLES

Any Trustee or Officer of the Corporation may propose that these Articles of Incorporation be amended, but these Articles may be amended only by the act of two-thirds (2/3) of the Members of the Corporation.

<u>ARTICLE XI - SEAL</u>

The seal of the Corporation shall be a circular impression with the name "TIMS PRESCHOOL, INC.." around the border and "Florida Seal, 2013" in the center.

| IN WITNESS WHEREOF, I, the | undersigned, as the incorporator of the above-named |
|---|---|
| Corporation, do hereby subscribe my nan | ne and acknowledge the execution of the same on this |
| day of May, 2013. | |
| | Susan Mallory 18412 Wayne Road Odessa, FL 33556 |
| STATE OF FLORIDA |) |
| COUNTY OF HILLSBOROUGH |) |
| | nowledged before me this 24th day of May, 2013, by who is personally known to me or who has produced a Cynthia a Bailey NOTARY PUBLIC My Commission Expires: CYNTHIA A. BAILEY |
| | MY COMMISSION # EE059443 EXPIRES January 27, 2015 407) 398-0153 Florida Notary Service.com My Commission Expires: |

TIMS PRESCHOOL, INC.

FILED

ACCEPTANCE BY REGISTERED AGENT

13 MAY 29 PH 4: 29

Having been named to accept service of process for the above-stated Corporation, at place designated in the Articles, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.

GAYLE GORDON