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Cary A. "Bo" Hardee, III bohardee@aol.com

November 18, 2014

Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

Re:

Unity Baptist Church of Madison, Inc.

Our File No. 8246

Dear Sir or Madam:

Enclosed please find our check for \$78.75 in order to cover the filing fee for the above named Corporation and also to receive a certified copy of the articles. We have enclosed the original Articles and the Designation and Acceptance of Resident Agent. Once the corporation has been filed, please send the certified copy back to my office.

If you should have any questions, please feel free to contact my office.

Sincerely.

Cary A Hardee, I

CAH/kmp Enclosures

cc: Mr. Jeff Wallen

## ARTICLES OF INCORPORATION OF UNITY BAPTIST CHURCH OF MADISON, INC.

The undersigned hereby associate themselves to form a corporation not for profit for charitable and educational purposes under the provisions of Part I of Chapter 617 of the Florida Statutes, 1984, as the same currently exists or may be amended from time to time, and for these purposes they adopt the following Articles of Incorporation.

### ARTICLE I.

The name of the not for profit corporation is UNITY BAPTIST CHURCH OF MADISON, INC.

## ARTICLE II. PURPOSES, LIMITATIONS, AND DISSOLUTION SECTION

#### Section 2.1 Purposes

The Corporation is organized for the purpose of glorifying God through service to the needy, including but not limited to providing services to enrich the spirit, counseling to enhance the mind, physical activities to heal the body, and to preach and live the gospel.

#### Section 2.2 Limitations on Actions

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, 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 Section 2.1 of this Article. The Corporation shall not engage in any of the activities prohibited by Section 617.0105, Florida Statutes, or the corresponding provision of any future statute covering prohibited transactions by corporations not for profit. No substantial part of activities of the Corporation shall be used for attempting to influence of governmental actions, except as specifically authorized by the Board of

Directors of the Corporation relative to governmental actions directly affecting the purposes or operations of the Corporation nor for participation or intervention in any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted: (a.) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States tax laws);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 tax laws.) In addition:

- (1) The Corporation will distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1054 (or the corresponding provision of any future United State tax laws).
- (2) The Corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States tax laws).
- (3) The Corporation will not retain any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States tax laws).
- (4) The Corporation will not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States tax laws).
- (5) The Corporation will not make any taxable expenditures as defined in Section

4945(d) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States tax laws).

#### Section 2.3 <u>Dissolution</u>

Upon dissolution of UNITY BAPTIST CHURCH OF MADISON, INC., the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation to such organization which, at such time, is or are qualified as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States tax laws) as the Board of Directors may determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the Third Judicial Circuit, exclusively for the purposes of the Corporation or to such organization or organizations which are organized and operated exclusively for such purposes as the Court shall determine.

## ARTICLE III. POWERS

Subject to the restrictions and limitations set forth in Article II, the Corporation shall have the powers and authorities as are now or may hereafter be granted to corporations not for profit under

the laws of the State of Florida, and which are necessary and proper to carry out and perform to any and

all of the purposes for which the Corporation is organized.

#### <u>ARTICLE IV.</u> MEMBERSHIP

#### Section 4.1 Qualification

The members of the Corporation will be those persons who express an interest in the purposes of said organization as defined in these Articles of Incorporation, who apply for membership, and who have been elected by the Board of Directors. The initial members of the

Corporation shall be those persons who affix their signatures to these Articles of Incorporation.

#### Section 4.2 Powers

The membership shall have the power to elect the Board of Directors and such other powers as may be given in the By-laws of the Corporation. Actions required of the membership shall be by majority vote of those present at any meeting.

## ARTICLE V. TERM OF EXISTENCE

UNITY BAPTIST CHURCH OF MADISON, INC. shall have perpetual existence unless it shall be dissolved according to the laws of the State of Florida.

## ARTICLE VI. SUBSCRIBERS

The name and address of each subscriber to these Articles of Incorporation is as follows:

DeWayne Leslie 1192 NE Aloe Ave. Pinetta, Florida 32350

Betty Blanton 1091 NE Daylilly Ave. Madison, Florida 32340 C. J. Blanton 1091 NE Daylilly Ave. Madison, Florida 32340

Evelyn Chancy 603 NE Daylilly Ave. Madison, Florida 32340

## ARTICLE VII. OFFICERS

#### Section 7.1 Number

The affairs of the Corporation are to be managed under the authority of the Board of Directors by a President, one or more Vice-Presidents, a Secretary, a Treasurer, and such other officers as may be provided in the By-laws.

#### Section 7.2 Manner of Election

The officers of the Corporation shall be elected by a majority vote of the Board of Directors at its organizational meeting which shall be held in September of each year. Officers may be removed by the Board of Directors, with or without cause, and vacancy may be filled by a majority vote of the Board of Directors.

#### Section 7.3 Initial Officers

The names of the persons to serve as officers of the Corporation initially and until their successors are duly elected are:

President	DeWayne Leslie	
Vice-President	C. J. Blanton	74 A
Secretary	Betty Blanton	
Treasurer	Evelyn Chancy	12
	ARTICLE VIII.	2

#### Section 8.1 Number and Election

The Board of Directors shall consist of such number of persons as may be designated from

**BOARD OF DIRECTORS** 

time to time by the Board of Directors; however, the Corporation shall at all times have at least four (4) directors. The initial Board of Directors shall consist of those persons specified in Section 8.2. Directors my be elected at the annual meeting of the membership. In addition, Directors may be elected by a majority vote of the Board of Directors. The corporation will always have four (4) directors, in the event a director should become deceased, in that event the remaining three (3) directors will elect a person to serve as the fourth director.

#### Section 8.2 Names and Addresses of Initial Directors

The names and addresses of the persons who are to serve as the initial Directors of the Board of Directors of UNITY BAPTIST CHURCH OF MADISON, INC. until the election of their successors are as follows:

DeWayne Leslie 1192 NE Aloe Ave. Pinetta, Florida 32350

Gary Haire 5727 NE Dusty Miller Ave. Pinetta, Florida 32350

Howard Brooker 6175 NE Colin Kelly Hwy Madison, Florida 32350 C. J. Blanton 1091 NE Daylilly Ave.

Madison, Florida 32340

Rusty Newsome 7067 NE Colin Kelly Hwy. Madison, Florida 32340;

#### Section 8.3 Powers

The affairs of the Corporation shall be managed under the authority of the Board of Directors. In addition to the powers specifically give by these Articles of Incorporation, the Board of Directors shall have those powers customarily exercised by the board of directors of a corporation organized under the laws of the State of Florida.

#### Section 8.4 Execution Committee

The officers of the corporation are hereby designated as an executive committee which may

exercise the powers of the Board of Directors when the Board of Directors are not in session.

#### ARTICLE IX.

#### STOCKS AND DIVIDENDS PROHIBITED

UNITY BAPTIST CHURCH OF MADISON, INC. shall have no capital stock, pay no dividends, distribute no part of its net income to its members, officers or directors, and the private property of its members, officers, or directors shall not be liable for any obligation of the Corporation.

#### ARTICLE X.

#### **BY-LAWS**

The By-Laws of the Corporation shall be made, altered, or rescinded by a vote of the Board of Directors.

#### ARTICLE XI.

#### **AMENDMENT**

Amendments to these Articles of Incorporation may be proposed by the Board of Directors or by any member and adopted by vote of the members.

#### ARTICLE XII.

#### REGISTERED AGENT AND OFFICE

The initial Registered Agent of UNITY BAPTIST CHURCH OF MADISON, INC. shall be Betty Blanton at 1091 N.E. Daylilly Ave., Madison, Florida 32340 and shall be designated as Registered Agent. The principal Office of the corporation shall be 6511 NE Colin Kelly Hwy, Madison, Florida 32340. By execution of these Articles of Incorporation, Betty Blanton acknowledges acceptance of the position as Registered Agent.

#### **EXECUTION**

We, the undersigned, being the incorporators of this corporation, and including all persons
named as the subscribers of this corporation, for the purpose of forming this nonprofit charitable
corporation under the Laws of Florida have executed these Articles of Incorporation on this 17
day of November, 2014.
$i\gamma$ $A$ .
DeWayne Leslie

C. J. Blanton

Betty Blanton

Evelyn Chancy

STATE OF FLORIDA COUNTY OF MADISON

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State and County named above to take acknowledgments, personally appeared before me, DEWAYNE LESLIE, to me known to be the individual described as one of the incorporators in and who executed the foregoing Articles of Incorporation, and acknowledgment before me that they subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above on this 17th day of 10rember, 2014 and who is [X] personally known to me or who [ ] produced a valid Driver's license for identification.

KEL M. PUTNAL
MY COMMISSION # FF 070578
EXPIRES: February 13, 2018
Bonded Thru Notary Public Underwriters

Notary Public, State of Florida My Commission Expires:

#### STATE OF FLORIDA COUNTY OF MADISON

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State and County named above to take acknowledgments, personally appeared before me, C.J. BLANTON, to me known to be the individual described as one of the incorporators in and who executed the foregoing Articles of Incorporation, and acknowledgment before me that they subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above on this 17'day of November, 2014 and who is [ ] personally known to me or who [X] produced a valid Driver's license for identification.



Notary Public, State of Florida
My Commission Expires:

STATE OF FLORIDA COUNTY OF MADISON

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State and County named above to take acknowledgments, personally appeared before me, BETTY BLANTON, to me known to be the individual described as one of the incorporators in and who executed the foregoing Articles of Incorporation, and acknowledgment before me that they subscribed to these Articles of Incorporation.

witness my hand and official seal in the County and State named above on this \(\frac{1}{2}\) to \(\frac{1}{2}\) to \(\frac{1}{2}\) to \(\frac{1}{2}\) to \(\frac{1}{2}\) produced a valid Driver's license for identification.



Notary Public, State of Florida

My Commission Expires:

□

□

STATE OF FLORIDA COUNTY OF MADISON

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State and County named above to take acknowledgments, personally appeared before me, EVELYN CHANCY, to me known to be the individual described as one of the incorporators in and who

executed the foregoing Articles of Incorporation, and acknowledgment before me that they subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above on this 2 day of November, 2014 and who is [X] personally known to me or who [ ] produced a valid Driver's license for identification.

Notary Public, State of Florida My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED:

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First desiring to organize or qualify under the law of the Sate of Florida, with its principal place of business at 6511 NE Colin Kelly Hwy., Madison, Florida 32340, has named Betty Blanton, located at 1091 NE Daylilly Ave., Madison, Florida 32340 at its Agent to accept service of process within Florida.

Title - President

Dated: Nov. 17,2014

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with provisions of all statutes relative to the proper and complete performance of my duties.

Betty Blanton

Resident Agent

Dated: Nov. 17. 2014

UNITY BAPTIST CHURCH OF MADISON, INC.