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Saint Andrew's Chapel, Inc.

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## ARTICLES OF INCORPORATION

OF

### SAINT ANDREW'S CHAPEL, INC.



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

### <u> ARTICLE I - NAME OF CORPORATION</u>

The name of this corporation shall be Saint Andrew's Chapel, Inc. (the "Church").

# ARTICLE II - ADDRESS OF PRINCIPAL OFFICE AND MAILING ADDRESS OF CHURCH

The address of the principal office of the Church is 5525 Wayside Drive, Sanford, Florida 32771. The mailing address of the Church is 5525 Wayside Drive, Sanford, Florida 32771.

### ARTICLE III - PURPOSES AND POWERS OF CHURCH

A. The Church is organized exclusively for religious, charitable, scientific, literary and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or such corresponding section of any future federal tax code (hereinafter referred to as the "Code"), including, for all such purposes, making distributions to organizations that qualify as exempt organizations under Code Section 501(c)(3). To the extent consistent with the preceding sentence and permissible under Florida law, the purposes of the Church shall include, but shall not be limited to glorify God by proclaiming the gospel of Jesus Christ and equipping His people to worship, serve, and enjoy Him forever. To this end, Saint Andrew's Chapel is committed to the faithful preaching and teaching of the whole counsel of God in Holy Scripture; the proper administration of the sacraments (baptism and the Lord's Supper), and the faithful exercise of Church discipline.

- B. The Church shall be authorized to carry out any and all acts and to exercise any and all corporate powers which may now or hereafter be lawful under the laws of the State of Florida to the extent applicable to corporations not for profit and that are not inconsistent with these Articles of Incorporation.
- C. Notwithstanding anything contained in these Articles of Incorporation to the contrary, the following provisions shall apply:
  - 1. No part of the net earnings of the Church shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the Church shall be authorized and empowered to pay reasonable compensation for services rendered to the Church and to make payments and distributions in furtherance of the purposes set forth in this Article III.
  - 2. No substantial part of the activities of the Church shall consist of carrying on propaganda or otherwise attempting to influence legislation, and the Church shall not participate in or intervene in any political campaign (including publishing or distributing statements) on behalf of or in opposition to any candidate for public office.
  - 3. Notwithstanding any other provision of these Articles of Incorporation, the Church shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Code Section 501(c)(3), or (b) by a corporation, contributions to which are deductible under Code Section 170(c)(2).

### ARTICLE IV - DOCTRINAL STATEMENT

This Church believes the Bible, consisting of sixty-six books of the Old and New Testaments, is the inspired Word of God, the only rule for faith and life, and is thoroughly infallible and authoritative in its original manuscripts. Subordinate to the Holy Scriptures, this Church adheres to the Reformed Faith as summarized and expressed in the Westminster Confession of Faith together with the Westminster Larger and Shorter catechisms as approved and adopted by the First General Assembly of the Presbyterian Church in America at the Briarwood Presbyterian Church, Birmingham, Alabama, December 4-7, 1973.

### ARTICLE V - MEMBERSHIP

The Church shall have members as provided in the Bylaws.

### ARTICLE VI - GOVERNMENT (OR ELDERS)

This Church recognizes Jesus Christ, the one revealed in the infallible written Word of God, as the only preeminent Head of His Church. This Church also believes a plurality of elders, as under-shepherds of Jesus Christ, are to govern the affairs of the Church and have spiritual oversight over the members of the Church. The Elders, in submission to Christ and the authority of the Word of God, are the final interpretive authority on the Bible's meaning and application as it pertains to faith, doctrine, practice, policy, and discipline at Saint Andrew's Chapel. All corporate power shall be exercised by or under the authority of, and the business of the Church shall be managed under the direction of, the Church's Board of Directors (the "Elders"). The Elders of the Church shall be elected or appointed in the manner and for the terms provided in the Bylaws. The number of Elders shall be as set forth in the Bylaws, and the Elders shall at all times consist of at least three (3) persons.

# ARTICLE VII - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office of the Corporation is 5525 Wayside Drive, Sanford, Florida 32771 and the name of the registered agent of the Corporation at that address is Kevin Kennedy. The Elders may from time to time designate a new registered office and registered agent.

### ARTICLE VIII - INCORPORATORIS

The name and address of the incorporator of the Church are:

Name

<u>Address</u>

Kevin Kennedy

5525 Wayside Drive Sanford, Florida 32771

### ARTICLE IX - DISSOLUTION OF CHURCH

Upon the dissolution of the Church, after the payment or provision for the payment of all of the liabilities of the Church, all of the assets of the Church shall be distributed for one or more

exempt purposes within the meaning of Code Section 501(c)(3), or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Circuit is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes. In no event, however, may the assets to be disposed of be distributed to or for the benefit of any member, director, officer or other private person, other than as reasonable payment for services rendered by such person.

### ARTICLE X - INDEMNISICATION

The Church shall have the power to indennity my officer or Elder, or any former officer or Elder, to the full extent permitted by law,

### ARTICLE XI - AMENDMENT TO ARTICLES OF INCORPORATION \*

These Articles of Incorporation may be amended, repealed or altered, in whole or in part, as provided in the By Laws.

IN WITNESS WITHREST, the undersigned incorporator has made and subscribed these Articles of Incorporation this 6th day of December 2015.

By Kexin Kenlady [Secretary]

### ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process at the place designated in the foregoing Articles of Incorporation. I hereby accept such designation and agree to act in such capacity and comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent, including the provisions of Section 48.091 of the Florida Statutes. I am familiar with and accept the duties and obligations of Section 617.0503 of the Florida Statutes.

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By Kovin Kennedy [Secretary]

Date: December 30, 2015

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