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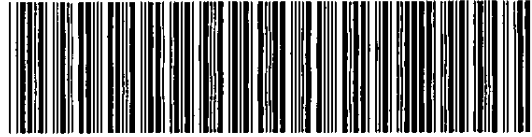
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8/11/16

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Family Church Real Estate, Inc.

Signature _____

Requested by: SETH

08/10

Name _____

Date _____

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____ LTD Partnership File _____
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ARTICLES OF INCORPORATION
OF
FAMILY CHURCH REAL ESTATE, INC.

FILED
16 AUG 10 PM 12:52
CLERK OF CIRCUIT COURT
IN AND FOR THE COUNTY OF PALM BEACH, FLORIDA

The undersigned pursuant to applicable provisions of the Florida Not-For-Profit Corporation Act, hereby adopts the following articles of incorporation:

ARTICLE ONE

NAME

The name of this corporation shall be **Family Church Real Estate, Inc.**

ARTICLE TWO

ADDRESS OF PRINCIPLE OFFICE

The address of the principle office of the corporation shall be **1101 S. Flagler Drive, West Palm Beach, Florida 33401.**

ARTICLE THREE

PURPOSES AND POWERS

This corporation is organized exclusively for charitable, religious and educational purposes, that qualify as exempt purposes under section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future federal tax code, hereinafter the "**Code**", including but not limited to:

- a. To operate exclusively for the benefit of **First Baptist Church of West Palm Beach, Florida, d/b/a Family Church**, a Florida not-for-profit corporation that is exempt from federal income tax under Section 501(c)(3) of the Code and to operate as a Type 1 "supporting organization," within the meaning of Section 509(a)(3) of the Code and the regulations thereunder; and, in furtherance thereof, it shall comply with the Organizational and Operational Tests and Requirements specified in Article Four hereof;
- b. To conduct religious worship as a church and to the making of distributions to or on behalf of **First Baptist Church of West Palm Beach, Florida, d/b/a Family Church**, a Florida not-for-profit corporation that is exempt from federal income tax under Section 501(c)(3) of the Code;

- c. To own property, including real property, tangible and intangible property, to be operated, invested and otherwise used for the benefit of or on behalf of **First Baptist Church of West Palm Beach, Florida, d/b/a Family Church**;
- d. To make distributions to or on behalf of **First Baptist Church of West Palm Beach, Florida, d/b/a Family Church** for its religious, charitable and educational purposes, determined from time to time by the directors of the corporation, in their sole and exclusive discretion;
- e. To engage in any and all lawful activities to accomplish the foregoing purposes except as restricted herein.

Notwithstanding any other provision of these articles, the corporation shall 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 Code or, (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code or (c) that would preclude it from satisfying the requirements of Section 509(a)(3) of the Code.

ARTICLE FOUR

ORGANIZATIONAL AND OPERATIONAL TESTS AND REQUIREMENTS

Section 1. Organizational Test. (a) **General.** These articles of incorporation hereby: (i) limit the purposes of the corporation to one or more of the purposes set forth in Code Section 509(a)(3)(A); (ii) do not expressly empower the corporation to engage in activities which are not in furtherance of the purposes referred to in subdivision (i) of this paragraph; (iii) state, that the "specified" publicly supported organization on whose behalf this corporation is to be operated (within the meaning of Reg. 1.509(a)-4(d) is **First Baptist Church of West Palm Beach, Florida, d/b/a Family Church**, an organization described in section 501(c)(3) of the Code (the "Supported Public Charity"), and such organizations permitted within the meaning of Reg. 1.509(a)-4(d); and (iv) do not empower the corporation to operate to support or benefit any organization other than the Supported Public Charity and such organizations permitted within the meaning of Reg. 1.509(a)-4(d).

(b) **Purposes.** The corporation is formed "for the benefit of" (within the meaning of Reg. 1.509(a)-4(c)(2) the supported Public Charity and such organizations permitted within the meaning of Reg. 1.509(a)-4(d).

(c) **Limitations.** These articles of incorporation do not and shall not permit the corporation to operate to support or benefit any organization other than the Supported Public Charity and such organizations permitted within the meaning of Reg. 1.509(a)-4(d).

Section 2. Specified Organizations. The "specified" publicly supported organization on whose behalf the corporation is to be operated shall be the Supported Public Charity and such organizations permitted within the meaning of Reg. 1.509(a)-4(d).

Section 3. Nondesignated Publicly Supported Organizations. (a) **General.** In the event the corporation shall benefit an organization other than the Supported Public Charity, such organizations shall only be those organizations that are of the class to be benefited by the Supported Public Charity and are consistent with the purposes of the Supported Public Charity.

(b) Scope. These articles of incorporation shall (i) permit the substitution of one publicly supported organization within the same class to be benefited by the Supported Public Charity and consistent with the purposes of the Supported Public Charity; (ii) permit the corporation to operate for the benefit of new or additional publicly supported organizations of the same class to be benefited by the Supported Public Charity and consistent with the purposes of the Supported Public Charity; or (c) permit the corporation to vary the amount of its support among different publicly supported organizations within the same class as benefited by the Supported Public Charity and consistent with the purposes of the Supported Public Charity.

Section 4. Operational Test. (a) Permissible beneficiaries. The corporation shall engage solely in activities which support or benefit the "specified" publicly supported organization on whose behalf the corporation is to be operated. Such activities may include making payments to or for the use of, or providing services or facilities for, individual members of the charitable class benefited by the "specified" publicly supported organization on whose behalf the corporation is to be operated; or supporting or benefiting an organization, other than a private foundation, which is described in section 501(c)(3) and is operated, supervised, or controlled directly by or in connection with the "specified" publicly supported organization on whose behalf the corporation is to be operated, or which is described in section 511(a)(2)(B). No part of the activities of the corporation shall be in furtherance of a purpose other than supporting or benefiting the "specified" publicly supported organization on whose behalf the corporation is to be operated.

(b) Permissible activities. The corporation shall not be required to pay over its income to the "specified" publicly supported organization on whose behalf the corporation is to be operated in order to meet the operational test. It may satisfy the test by using its income to carry on an independent activity or program which supports or benefits only the "specified" publicly supported organization on whose behalf the corporation is to be operated; provided, however, that all such support must be limited to permissible beneficiaries under subparagraph (a) of this Article Four.

Section 5. Nature of Relationship between Organizations. The corporation shall be "operated, supervised or controlled by" the Supported Public Charity.

Section 6. Meaning of "Operated, Supervised, or Controlled by." The corporation shall be under the direction of, and accountable or responsible to the Supported Public Charity. A majority of the officers, directors, or trustees of the corporation shall be appointed, elected or approved by the governing body, members of the governing body, officers acting in their official capacity, or the membership of the Supported Public Charity.

Section 7. Control by Disqualified Persons. (a) In general. In compliance with section 509(a)(3)(C), the corporation may not be controlled directly or indirectly by one or more disqualified persons (as defined in section 4946) other than foundation managers and other than the Supported Public Charity. If a person is a disqualified person with respect to the corporation, such as a substantial contributor to the corporation, is appointed or designated as a foundation manager of the corporation by the Supported Public Charity to serve as the representative of the Supported Public Charity, then for purposes of this paragraph such person will be regarded as a disqualified person, rather than as a representative of the Supported Public Charity. An organization will be considered "controlled," for purposes of section 509(a)(3)(C), if the disqualified persons, by aggregating their votes or positions of authority, may require such organization to perform any act which significantly affects its operation or may prevent such organization from performing such act. This includes, but is not limited to, the right of any substantial contributor or his spouse to designate annually the recipients, of the income attributable to his

contribution to the corporation. Except as provided in subparagraph (b) of this paragraph, the corporation will be considered to be controlled directly or indirectly by one or more disqualified persons if the voting power of such persons is 50 percent or more of the total voting power of the organization's governing body or if one or more of such persons have the right to exercise veto power over the actions of the corporation.

(b) Proof of independent control. Notwithstanding subparagraph (a) of this paragraph, the organization is permitted to establish to the satisfaction of the Commissioner of Internal Revenue that the disqualified persons do not directly or indirectly control it.

ARTICLE FIVE

DIRECTORS

The board of directors shall be elected as provided for in the bylaws of the corporation. The initial directors of the corporation shall be:

**Jon Dickinson
1101 S. Flagler Drive
West Palm Beach, Florida 33401**

**Karl Watson
1101 S. Flagler Drive
West Palm Beach, Florida 33401**

**Mike McPherson
1101 S. Flagler Drive
West Palm Beach, Florida 33401**

**Peter Filomena
1101 S. Flagler Drive
West Palm Beach, Florida 33401**

**Michael Percy
1101 S. Flagler Drive
West Palm Beach, Florida 33401**

ARTICLE SIX

OFFICERS

The officers of the corporation shall be elected as provided for in the bylaws of the corporation. The initial officers of the corporation shall be:

President:	Jon Dickinson
Vice President	Karl Watson
Vice President:	Mike McPherson
Secretary:	Peter Filomena
Treasurer:	Michael Percy

ARTICLE SEVEN

MEMBERS

The corporation shall have no members.

ARTICLE EIGHT

TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE NINE

BYLAWS

The bylaws of the corporation shall be made by the board of directors and may be amended, altered or rescinded by a majority of the board of directors, then in office, present at any regular or special meeting called for that purpose, provided that any such amendment shall not be effective unless endorsed by a resolution adopted by a majority of the members of the board of directors, then in office, of First Baptist Church of West Palm Beach, Florida, d/b/a Family Church.

ARTICLE TEN

AMENDMENTS

Amendments to the articles of incorporation shall be adopted by a majority vote of the board of directors, then in office, at any regular or special meeting called for that purpose, provided that any such amendment shall not be effective or filed unless endorsed by a resolution adopted by a majority of the members of the board of directors, then in office, of **First Baptist Church of West Palm Beach, Florida, d/b/a Family Church**.

ARTICLE ELEVEN

REGISTERED AGENT

The registered agent upon whom service of process against this corporation may be made is **Paul R. Alfieri, P.L.** The registered agent and the registered agent's office are located at **5143 NW 42 Terrace, Coconut Creek, Florida 33073**.

ARTICLE TWELVE

INCORPORATOR

The name of the incorporator is **Scott Crawford** and his address is **1101 S. Flagler Drive, West Palm Beach, Florida 33401**.

ARTICLE THIRTEEN

EARNINGS AND ACTIVITIES

No part of the net earnings 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 set forth in Article Three hereof. 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 political office. The corporation shall not, except in an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes described above.

ARTICLE FOURTEEN

DISSOLUTION

Upon the dissolution of the corporation, the board of directors shall, after paying or making provision for the payment of all the liabilities of the corporation, shall dispose of all the assets of the corporation exclusively to **First Baptist Church of West Palm Beach, Florida, d/b/a Family Church** as long as it is in existence and qualifies as an exempt organization under Section 501(c)(3) of the Code.

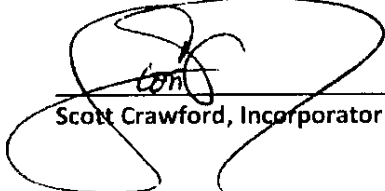
If **First Baptist Church of West Palm Beach, Florida, d/b/a Family Church** is not in existence at the time of the dissolution of the corporation or shall no longer be an organization organized and operated exclusively for charitable, religious, educational or scientific purposes as shall qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, then in that event, upon the dissolution of the corporation, the board of directors shall, after paying or making provision for the payment of all the liabilities of the corporation, shall dispose of all the assets of the corporation exclusively to an organization or organizations organized and operated exclusively for charitable, religious, educational or scientific purposes as shall qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the board of directors shall determine or shall be distributed to the federal government, or to a state or local government.

Any such assets not disposed shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is 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.

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SIGNATURES ARE ON THE FOLLOWING PAGES

IN WITNESS WHEREOF I have set my hand and seal, acknowledged and filed the foregoing articles of incorporation under the laws of the State of Florida, this 8 day of AUGUST, 2016.



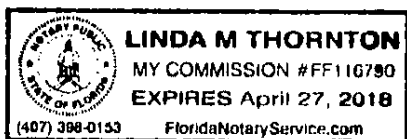
Scott Crawford, Incorporator

STATE OF FLORIDA

COUNTY OF PALM BEACH

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, **Scott Crawford**, Incorporator of **Family Church Real Estate, Inc.**, known to me to be the person(s) who executed the foregoing articles of incorporation, and acknowledged before me that he executed those articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 8th day of August, 2016





Notary Public – State of Florida

My Commission Expires: 4/27/2018

REGISTERED AGENT CERTIFICATE

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

In pursuance of Chapter 48.091 and 617.0501, Florida Statutes, the following is submitted in compliance with said statutes:

That Family Church Real Estate, Inc., having been organized under the laws of the state of Florida Not-For-Profit Corporation Act, with its principle office, as indicated in the articles of incorporation at 1101 S. Flagler Drive, West Palm Beach, Florida 33401 has named Paul R. Alfieri, P.L. its Registered Agent; and 5143 NW 42 Terrace, Coconut Creek, Florida 33073 as the place where service of process may be served within this State.

That this designation has been duly approved by a resolution of the corporation's board of directors as applicable under Florida Statute.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby acknowledge that I am familiar with, and accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Dated the 8th day of AUGUST, 2016.

Registered Agent

PAUL R. ALFIERI, P.L.

By: 

Paul R. Alfieri, Esq., Member

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