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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

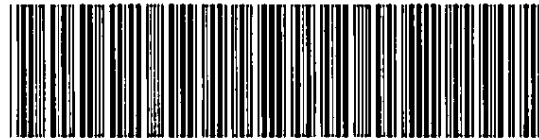
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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2020 MAR 11 PM 2:47  
FALL ARIZONA

## COVER LETTER

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

**SUBJECT:** Refuge Church Jax, Inc.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** William Gary Yeldell, Esq.  
\_\_\_\_\_  
Name (Printed or typed)

PO Box 189  
\_\_\_\_\_  
Address

Keystone Heights, FL 32656  
\_\_\_\_\_  
City, State & Zip

904-697-1630  
\_\_\_\_\_  
Daytime Telephone number

wgy@wlegal.com

E-mail address: (to be used for future annual report notification)

FILED  
2020 MAR 11 PM 2:47  
TALLAHASSEE, FL

**NOTE:** Please provide the original and one copy of the articles.

March 6, 2020

**Via US Mail**

Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

**Re:                      Refuge Church Jax, Inc.**

Dear Sir/Madam:

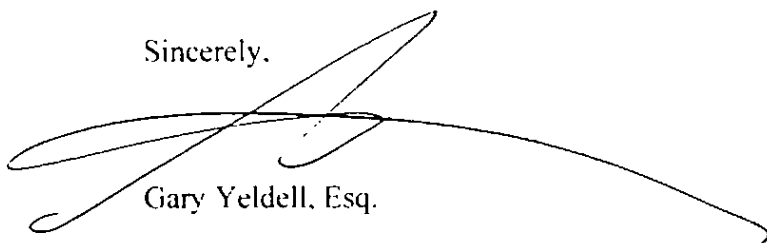
Please find the enclosed documents:

- 1)      Form Cover Letter.
- 2)      Articles of Incorporation for Refuge Church Jax, Inc., and
- 3)      A check for \$78.75.

As indicated on the form, please file the enclosed Articles of Incorporation, and provide to us a Certificate of Status.

If you have any questions, please do not hesitate to contact me.

Sincerely,



Gary Yeldell, Esq.

# **ARTICLES OF INCORPORATION OF REFUGE CHURCH JAX, INC.**

The undersigned Incorporator, pursuant to the applicable provisions of Chapter 617 of the Florida Statutes, hereby files these Articles of Incorporation on behalf of Refuge Church Jax, Inc.

## **ARTICLE I - NAME**

The name of the corporation is Refuge Church Jax, Inc. (the "Corporation"), a Florida not-for-profit corporation.

## **ARTICLE II - PURPOSE**

The Corporation is organized and shall be operated exclusively for religious, charitable, and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, including the purpose of making distributions to organizations described in section 501(c)(3) of the Internal Revenue Code. Without limiting or expanding the foregoing, the purpose of the Corporation is to establish, disseminate and teach the Bible, the teachings of Jesus Christ and the beliefs of Southern Baptists; provided, however, that such purposes shall not limit the ability of the Corporation to carry out any other religious, charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

## **ARTICLE III - RIGHTS AND RESTRICTIONS**

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its incorporator, 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 Article II hereof.

## **ARTICLE IV - DISSOLUTION**

Upon the dissolution of the Corporation, and after all of its liabilities and obligations have been paid, satisfied, and discharged, or adequate provisions made therefor, all of the Corporation's remaining assets shall be distributed to Fruit Cove Baptist Church of Jacksonville, Florida, Inc., a sister church which is organized and operated exclusively for religious, charitable, scientific, literary, or educational purposes within the meaning of the Internal Revenue Code.

## **ARTICLE V - MEMBERS**

The Corporation shall have members, and such members shall have those rights, privileges and obligations that are set forth in the Corporation's Bylaws. Likewise, the process by which members are accepted into—and removed from—membership shall be as set forth in the Bylaws.

## **ARTICLE VI – INITIAL DIRECTORS & MANNER OF ELECTION**

The Corporation shall have no less than three (3) Directors (i.e., “Trustees”). The initial slate of Trustees shall be as follows:

**Name/Title: David Merritt / Trustee**

**Address: 4865 Roosevelt Blvd  
Jacksonville, Duval County, Florida  
32210**

**Name/Title: Marty Smith / Trustee**

**Address: 4865 Roosevelt Blvd  
Jacksonville, Duval County, Florida  
32210**

**Name/Title: Bruce Walls / Trustee**

**Address: 4865 Roosevelt Blvd  
Jacksonville, Duval County, Florida  
32210**

Any further specifications regarding a different (i.e., greater) number of Trustees, the qualifications therefor, and the manner in which the Trustees are to be elected, shall be fixed in the Bylaws.

## **ARTICLE VII - OFFICE ADDRESS AND REGISTERED AGENT**

The principal and mailing address of the Corporation is:

**4865 Roosevelt Blvd  
Jacksonville, Duval County, Florida, 32210**

The initial registered agent of the Corporation is Joshua Glymph. Mr. Glymph is a resident of the state of Florida and has the same mailing address as the Corporation.

## **ARTICLE VIII – INCORPORATOR**

The name and address of the Corporation’s Incorporator is as follows:

**Name: Neal Cordle**

**Address: 501 State Rd 13  
Fruit Cove, St Johns County, Florida  
32259**

## **ARTICLE IX - LIMIT ON LIABILITY AND INDEMNIFICATION**

In every instance in which the Florida Not For Profit Corporation Act, as it exists on the date hereof or may hereafter be amended, permits the limitation or elimination of liability of directors or officers of a corporation to the corporation, the directors and officers of the Corporation shall not be liable to the Corporation.

The Corporation shall indemnify any individual who is, was, or is threatened to be made a party to a civil, criminal, administrative, investigative, or other proceeding (including a proceeding by or in the right of the Corporation) because such individual is or was a director or officer of the Corporation, or because such individual is or was serving the Corporation or any other legal entity in any capacity at the request of the Corporation while a director or officer of the Corporation, against all liabilities and reasonable expenses incurred in the proceeding, except such liabilities and expenses as are incurred because of such individual's willful misconduct or knowing violation of the criminal law. Unless a determination has been made that indemnification is not permissible, the Corporation shall make advances and reimbursements for expenses incurred by a director or officer in a proceeding upon receipt of an undertaking from such director or officer to repay the same if it is ultimately determined that such director or officer is not entitled to indemnification. Such undertaking shall be an unlimited, unsecured general obligation of the director or officer and shall be accepted without reference to such director's or officer's ability to make repayment.

The rights of each person entitled to indemnification under this Article shall inure to the benefit of such person's heirs, executors, and administrators. However, no person shall be entitled to indemnification by the Corporation if such person is found to have acted in a manner that is a violation of law or lacking in candor with the Corporation.

The Corporation is authorized to purchase and maintain insurance against any liability it may have under this Article or to protect any of the persons named above against any liability arising from their service to the Corporation or any other legal entity at the request of the Corporation regardless of the Corporation's power to indemnify against such liability.

## **ARTICLE X – SEVERABILITY & REVISIONS**

If any provision of these Articles is found to be invalid by a court of competent jurisdiction, the invalidity shall not affect other provisions of these Articles. To this end the provisions of this Article are severable.

## **ARTICLE XI – EFFECTIVE DATE**

These Articles shall be deemed effective on the date executed by the Incorporator (as indicated below).

*\*\*\*\*\* The remainder of this page is left blank intentionally \*\*\*\*\**

The undersigned has executed these Articles of Incorporation this 27<sup>th</sup> day of February, 2020.

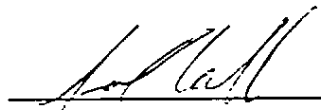
### **REFUGE CHURCH JAX, INC.**

By virtue of my signature below, I hereby submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third-degree felony as provided for in §817.155, *Florida Statutes*.

**By:**

**Printed Name:**

**Title:**

  
NEAL CORDLE

**Incorporator**

### **REGISTERED AGENT'S CERTIFICATION**

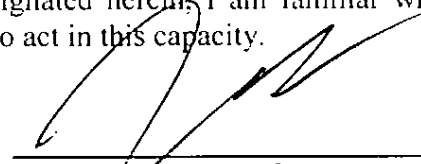
Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated herein, I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity.

**By:**

**Printed Name:**

**Title:**

**Date:**

  
Joshua Glymph  
**Registered Agent**  
Feb 27, 2020