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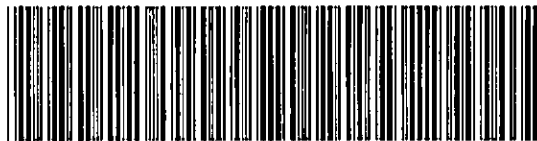
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W22-133448

COVER LETTER

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

SUBJECT: CITY Church Space Coast, 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: DAVID FITZGERALD
Name (Printed or typed)

344 EMERSON DR. NW
Address

PAUM BAY, FL 32907
City, State & Zip

407-739-1168
Daytime Telephone number

DAVID.FITZGERALD@TOMOKA.CC
E-mail address: (to be used for future annual report notification)

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

**ARTICLES OF INCORPORATION
OF
CITY CHURCH SPACE COAST, INC.**

The Incorporator has adopted the following Articles of Incorporation of CITY CHURCH SPACE COAST, INC. (referred to as the "Church" or the "Corporation") pursuant to the provisions of the Florida Not For Profit Corporation Act (referred to as the "Act"):

**ARTICLE 1
NAME**

The entity is a nonprofit corporation. The name of the Church is **CITY CHURCH SPACE COAST, INC.** The principal office and the mailing address of this entity is 344 Emerson Dr. NW, Plam Bay, FL 32907.

**ARTICLE 2
NONPROFIT CORPORATION**

The Church is a nonprofit corporation under the Florida Not For Profit Corporation Act. Upon dissolution, all Church assets shall be distributed to Tomoka Christian Church, Inc., as long as it is recognized as an organization qualified as exempt from taxes under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (hereinafter the "Code"). If Tomoka Christian Church, Inc. is not qualified, then the assets will be distributed to another organization qualified as exempt from taxes under Code Section 501(c)(3) that serves similar purposes as the Church. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Church is then located, exclusively for such purposes or to such organization or organizations (or to the federal government, or to a state or local government, for a public purpose), as said Court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE 3
DURATION**

The Church shall continue in perpetuity.

**ARTICLE 4
PURPOSES**

The purposes for which the Church is organized are to perform religious, charitable and educational activities within the meaning of Section 501(c)(3) of the Code, and to do all things necessary and appropriate to carry out these purposes. Specifically, the Church shall be organized and operated exclusively: (a) as a church as described in Section 170(b)(1)(A)(i) of the Code and (b) for religious purposes within the meaning of Section 501(c)(3) of the Code. The Church pledges that all its assets will be used exclusively for its exempt purposes.

ARTICLE 5

POWERS

Except as otherwise provided in these Articles of Incorporation, the Church shall have all of the powers provided in the Act. Moreover, the Church shall have all implied powers necessary and proper to carry out its express powers. The Church may pay reasonable compensation to its officers and directors for services rendered to or for the Church in furtherance of one or more of its purposes set forth above.

ARTICLE 6

RESTRICTIONS AND REQUIREMENTS

The Church shall not pay dividends or other corporate income to its officers and directors or otherwise accrue distributable profits or permit the realization of private gain. The Church shall have no power to take any action prohibited by the Act. The Church shall have no power to take any action that would be inconsistent with the requirements for a tax exemption under Internal Revenue Code Section 501(c)(3) and related regulations, rulings, and procedures. The Church shall have no power to take any action that would be inconsistent with the requirements for receiving tax deductible charitable contributions under Internal Revenue Code Section 170(c)(2) and related regulations, rulings, and procedures. Regardless of any other provision in these Articles of Incorporation or state law, the Church shall have no power to:

1. Engage in activities or use its assets in manners that are not in furtherance of one or more exempt purposes, as set forth above and defined by the Code, the Treasury Regulations promulgated thereunder, and/or any related IRS pronouncements, except to an insubstantial degree.
2. Serve a private interest other than one that is clearly incidental to an overriding public interest.
3. Devote any substantial part of its activities to attempting to influence legislation by propaganda or otherwise.
4. Participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office. The prohibited activities include the publishing or distributing of statements and any other direct or indirect campaign activities.
5. Have objectives that characterize it as an "action organization" as defined by the Code, the Treasury Regulations promulgated thereunder, and/or any related IRS pronouncements.
6. Distribute its assets on dissolution other than as described herein.
7. Permit any part of the net earnings of the Church to inure to the benefit of any private individual.

8. Carry on an unrelated trade or business except as a secondary purpose related to the Church's primary, exempt purposes.

ARTICLE 7 **MEMBERS**

The Church shall not have members as that term is defined in the Act. The Church may have ecclesiastical members (referred to as "Members of the Congregation" or "Members") as defined in the Bylaws of the Church.

ARTICLE 8 **REGISTERED OFFICE AND AGENT**

The street address of the registered office of the Church is 344 Emerson Dr. NW, Palm Bay, Florida 32907. The name of the registered agent at this office is David Fitzgerald. The Board of Directors may change the registered office and registered agent at its discretion and in accordance with the Act.

ARTICLE 9 **MANAGEMENT VESTED IN BOARD OF DIRECTORS**

The management of this Corporation is vested in a Board of Directors. The Board of Directors shall have all the rights, duties and responsibilities of a board of directors as defined in the Act. The Board of Directors may elect officers as allowed in the Bylaws.

ARTICLE 10 **LIMITATION ON LIABILITY OF DIRECTORS AND OFFICERS**

The members, directors, officers and committee members are not liable to the Church for monetary damages for an Act or omission in the member's, director's, officer's or committee member's capacity except to the extent otherwise provided by a statute of the State of Florida.

ARTICLE 11 **INDEMNIFICATION**

The Church may indemnify a person who was or is threatened to be made a named defendant or respondent in litigation or other proceedings because the person is or was an officer or other person related to the Church as provided by the provisions in the Act and/or common law governing indemnification. As provided in the Bylaws, the directors shall have the power to define the requirements and limitations for the Church to indemnify officers or others related to the Corporation.

ARTICLE 12
CONSTRUCTION

All references in these Articles of Incorporation to statutes, regulations, or other sources of legal authority shall refer to the authorities cited, or their successors, as they may be amended from time to time. This document becomes effective when the document is filed with the Florida Secretary of State.

ARTICLE 13
INCORPORATOR AND BOARD OF DIRECTORS

The name and address of the undersigned Incorporator is Cord Bear,
1450 Hand Avenue, Ormond Beach, FL 32174.

The name and address of each initial member of the Church's Board of Directors are:

David Fitzgerald Director	344 Emerson Dr. NW Palm Bay, FL 32907
Richard DeFries Director	344 Emerson Dr. NW Palm Bay, FL 32907
Ronald Hipwell Director	344 Emerson Dr. NW Palm Bay, FL 32907
Cord Bear Director	1450 Hand Avenue Ormond Beach, FL 32174
Julie Wattwood Director	344 Emerson Dr. NW Palm Bay, FL 32907
Michelle Stafford Director	344 Emerson Dr. NW Palm Bay, FL 32907

ARTICLE 14
ACTION BY WRITTEN CONSENT

Action may be taken by use of signed written consents by the number of officers, directors, committee members or other such persons entitled to vote whose vote would be necessary to take action at a meeting at which all such persons entitled to vote were present and voted. Each written consent must bear the date and signature of each person signing it. A consent signed by less than all of the officers, directors, or committee members is not effective to take the intended action unless consents, signed by the required number of persons, are delivered to the Church within sixty (60) days after the date of the earliest dated consent delivered to the Church. Delivery may be

Church. Delivery may be made by hand, by certified or registered mail, return receipt requested, by facsimile or by electronic mail (e-mail). The delivery may be made to the Church's registered office, registered agent, principal place of business, transfer agent, registrar, exchange agent, or an officer or agent having custody of books in which the relevant proceedings are recorded. If the delivery is made to the Church's principal place of business, the consent must be addressed to the president or principal executive officer.

The Church will give prompt notice of the action taken to persons who do not sign consents but were eligible to vote on that matter. If the action taken requires documents to be filed with the secretary of state, the filed documents will indicate that the written consent procedures have been properly followed. A telegram, telex, cablegram, electronic mail (e-mail), or similar transmission by a director, officer, or committee member, or photographic, facsimile, or similar reproduction of a signed writing is to be regarded as being signed by the director, officer, or committee member.

ARTICLE 15 **AMENDMENTS TO ARTICLES OF INCORPORATION**

The Board of Directors may amend these Articles of Incorporation by a two-thirds (2/3) vote in any manner authorized by the Act.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 10TH day of October 2022.

I 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 s.817.155, F.S.

By: _____

Cord Bear

ACCEPTANCE BY REGISTERED AGENT

Having been designated as the registered agent to accept service of process for City Church Space Coast, Inc., located at 344 Emerson Dr. NW, Palm Bay, Florida 32907, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

David Fitzgerald