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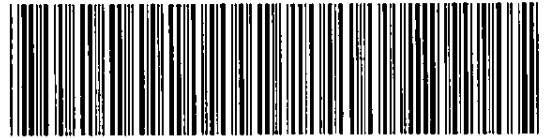
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February 14, 2023

Secretary of State
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

VIA HAND DELIVERY

Re: **Christ Presbyterian Church of Tallahassee
Endowment Fund, Inc.**

Dear Madam/Sir:

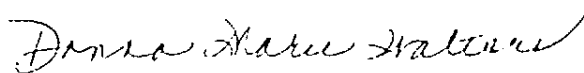
Enclosed for filing are the original and one copy of the Articles of Incorporation and Designation of Registered Agent for the above-referenced corporation. Also enclosed is our check in the amount of:

- | | | | |
|----------------------------------|---------------------------------------|---|--|
| <input type="checkbox"/> \$70.00 | <input type="checkbox"/> \$78.75 | <input checked="" type="checkbox"/> \$78.75 | <input type="checkbox"/> \$87.50 |
| Filing Fee | Filing Fee &
Certificate of Status | Filing Fee &
Certified Copy | Filing Fee,
Certified Copy &
Certificate of Status |

Our courier will retrieve the certified copy when it is ready. Please do not hesitate to call me if you have any questions.

Thank you in advance for your usual assistance in these matters.

Sincerely,


Donna Marie Walters, FRP
Florida Registered Paralegal

/dmw
Enclosures

**ARTICLES OF INCORPORATION
OF
CHRIST PRESBYTERIAN CHURCH OF TALLAHASSEE
ENDOWMENT FUND, INC.**

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These Articles of Incorporation are hereby made and acknowledged by the undersigned, who desires to form a not-for-profit corporation under the Florida Not For Profit Corporation Act (Chapter 617, Florida Statutes).

**Article 1.
Name and Principal Office**

The name of this Corporation shall be **Christ Presbyterian Church of Tallahassee Endowment Fund, Inc.** (the **Corporation**). The principal place of business and mailing address of this Corporation is:

2317 Bannerman Road
Tallahassee, Florida 32312

**Article 2.
Nature of Business**

The Corporation shall be a nonprofit organization formed and operated exclusively for charitable, religious, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, including the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3). Unless otherwise indicated, as used in this Article 2 and hereinafter, all section references are to the Internal Revenue Code of 1986, as amended, including any corresponding provisions of any subsequently enacted federal tax laws.

Specifically, the Corporation will be operated for the benefit of, to perform the functions of, or to carry out the purposes of Christ Presbyterian Church (U.S.A.) of Tallahassee, Florida, Inc. (the **Church**), in its mission with regard to the following:

- A. Properties – to construct, furnish, maintain, repair, rent, or otherwise deal with any type of property used by the Church;
- B. Outreach/Mission – to support and benefit the Christian mission of the Church outside the parish;
- C. Education – to support and benefit the Christian educational activities of the Church; and
- D. Worship/Music – to support and benefit the Christian worship activities of the Church.

The purpose of this Corporation is to attract contributions to be held in endowments or to be used for the above-described functions and as otherwise determined by the Corporation's

trustees as approved by the Church Session of the Church. Such contributions shall not be used as a substitution for or in lieu of the Church's responsibility to raise money to finance the normal operation and activities of the Church.

A donor may restrict its gift to specific purposes consistent with the above-described purposes; or a donor may make an unrestricted gift, in which at the discretion of the Trustees the gift may be used in a manner consistent with the purposes of this Corporation.

Article 3. Powers

The Corporation shall have and exercise all powers accorded not-for-profit corporations under the laws of the State of Florida and as specifically set forth in Section 617.0302, Florida Statutes, as subsequently amended, that are not in conflict with the Corporation's exempt purposes as provided in Article 2 above. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax pursuant to Section 501(c)(3) of the Internal Revenue Code and to which deductible contributions may be made under Sections 170, 2055, or 2522 of the Internal Revenue Code, as applicable.

Article 4. Dedication of Assets

No part of the assets or the net earnings of the Corporation shall inure to the benefit of or be distributable to any officer, director, member, or any other person, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the Corporation in carrying out one or more of its purposes or as reimbursement for expenses incurred in connection therewith and to make payments and distributions in furtherance of the purposes set forth in Article 2 above. No substantial part of the activities of the Corporation shall be dedicated to attempting to influence legislation by propaganda or otherwise. The Corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

Notwithstanding any other provision of the articles, the Corporation shall not carry on any other activity or activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

Article 5. Membership

This Corporation shall have no members.

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**Article 6.
Incorporator**

The name and street address of the Incorporator of this Corporation are as follows:

Robert A. Pierce
123 South Calhoun Street
Tallahassee, Florida 32301

**Article 7.
Term of Corporate Existence**

This Corporation shall exist perpetually.

**Article 8.
Initial Trustees**

The directors of the Corporation shall be referred to as Trustees. There shall be three (3) trustees constituting the initial board of trustees as set forth below:

Lou Norvell
2317 Bannerman Road
Tallahassee, Florida 32312

Don Horne
2317 Bannerman Road
Tallahassee, Florida 32312

Chapin Frazee
2317 Bannerman Road
Tallahassee, Florida 32312

The name and address of each person who is to serve as an initial trustee has been approved by the Church Session of the Church.

**Article 9.
Indemnification of Trustees and Officers**

The Corporation hereby indemnifies and agrees to hold harmless from claim, liability, loss or judgment any trustee or officer to the extent permitted by Section 617.0285, Florida Statutes, or any other provision of law exonerating officers or trustees of Florida not-for-profit corporations from liability.

**Article 10.
Management of Corporate Affairs**

A. **Board of Trustees:** The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by its board of trustees. The number of trustees of the Corporation shall be three (3); provided, however, that such number may be

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changed by the addition of trustees by the then serving trustees with the approval of the Church Session of the Church. The initial board of trustees shall consist of the persons approved by the Church Session of the Church. Thereafter the board of trustees shall consist of such persons as may be chosen from time to time by a majority of the members of the Church Session then serving. Each trustee shall serve until his successor is approved by the Church Session of the Church.

B. **Corporate Officers:** The Board of the Corporation shall elect such officers as the bylaws of the Corporation may authorize. Such officers shall be initially elected at the organizational meeting of the trustees.

Article 11. Prohibited Actions

A. **Self Dealing.** The Corporation shall not engage in any act of self dealing as defined in Section 4941(d) of the Internal Revenue Code.

B. **Excess Business Holdings.** The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code.

C. **Prohibited Investments.** The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code.

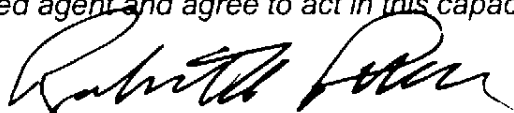
D. **Prohibited Expenditure.** The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

Article 12. Registered Agent and Registered Office

The name and Florida street address of the initial registered agent in Florida for the Corporation are:

Robert A. Pierce
Ausley McMullen Law Firm
123 South Calhoun Street
Tallahassee, Florida 32301

Having been named as registered agent to accept service of process for the above-named corporation at the place designated in this document, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Robert A. Pierce, Registered Agent

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**Article 13.
Amendment**

These Articles of Incorporation may be amended by the trustees in any manner now or hereafter provided for by law, subject to approval by the Church Session of the Church.

**Article 14.
Dissolution**

Upon dissolution, all of the Corporation's assets remaining after payment of all costs and expenses of such dissolution shall be distributed to Christ Presbyterian Church (U.S.A.) of Tallahassee, Florida, Inc., if it shall be in existence and at that time qualifies under Section 501(c)(3), as amended. If Christ Presbyterian Church (U.S.A.) of Tallahassee, Florida, Inc., is not so in existence, such assets shall be distributed to the Presbyterian Church (U.S.A.) Foundation if at such time it is in existence and qualifies as a 501(c)(3) organization. If it is not in existence and so qualifying at the time of the Corporation's dissolution, then such assets shall be distributed to such qualifying organization or organizations as the Trustees may in their discretion select.

IN WITNESS WHEREOF, the undersigned, being the original subscribing Incorporator to the foregoing Articles of Incorporation, has executed these Articles of Incorporation this _____ day of February, 2023.

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 Section 817.155, Florida Statutes.



Robert A. Pierce
Incorporator

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