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FLORIDA PROFIT/NON PROFIT CORPORATION Redeemer Community Church Inc.

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ARTICLES OF INCORPORATION OF REDEEMER COMMUNITY CHURCH INC.
A FLORIDA NONPROFIT CORPORATION

These articles of incorporation are submitted for filing pursuant to Sections 617.1002, 617.1006 and 617.1007 of the Florida Not for Profit Corporation Act.

Article I – Entity Name and Type

The name and type of filing entity being formed are Redeemer Community Church, Inc., a Florida nonprofit corporation (hereinafter “Corporation”).

Article II – Principal and Mailing Address

The business and mailing address of the initial registered agent and the initial registered office is 7142 Belgium Cir, Pensacola, FL 32526.

Article III – Purpose

The duration of this Corporation shall be perpetual, commencing with the filing of the Articles of Incorporation with the Department of State of the State of Florida.

The Corporation is organized for charitable, religious, scientific, literary, or educational purposes, all within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (the “Code”) or corresponding sections of any prior or future Internal Revenue Code (“religious purposes within the meaning of Section 501(c)3 of the Code”).

There shall be no capital stock issued, and this corporation is not organized for profit; nor shall any person or member derive any benefit whatsoever, nor shall any pecuniary profit or benefit inure to the members of this corporation, 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 as described herein.

Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation, or is not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The purpose of this corporation shall be to establish and maintain a church modeled after the early Biblical, Christian community as recorded in the book of Acts, for the advancement of the Gospel of Jesus Christ by all available means, both in local and foreign communities, and to provide Christian fellowship for those of like faith where Jesus Christ may be honored.

Article IV – Governing Authority

Management of the affairs of the Corporation is to be vested in its board of directors. The number of initial directors shall be three (3). The number of directors shall be set by the bylaws

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of the Corporation as may be amended from time to time, provided that the number of directors may never be less than three.

Article V – Directors

The names and addresses of the persons who are to serve as directors until the first annual meeting or until their successors are elected and qualified are:

- 1. Brian J. Wright (7142 Belgium Circle, Pensacola, FL 32526)
- 2. Kenneth Bell (147 Sugarberry Road, Pensacola, FL 32514)
- 3. Ronald A. Schemmer (4972 Lanett Drive, Pensacola, FL 32526)

Article VI – Registered Agent

The initial registered agent is an individual resident of the state whose name is Brian J. Wright.

The business address of the initial registered agent and the initial registered office is: 7142 Belgium Circle, Pensacola, FL 32526.

Article VII – Incorporator

The name and address of the incorporator is:

Gary B. Leuchtnan – Leuchtnan Law
921 North Palafox Street
Pensacola, Florida 32501

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Article VIII – Organizational Structure

Any person may become a member of the Corporation who is interested in furthering the purposes of the Corporation in Northwest Florida and is elected as such by the then existing members based upon uniform and nondiscriminatory criteria established by the Board of Directors in accordance with the Corporation's Bylaws. All members may be required to pay such dues and membership fees as the Board of Directors shall put in place on a nondiscriminatory basis.

Article IX – Restrictions and Limitations

Notwithstanding the foregoing or anything to the contrary herein, the Corporation may not:

- A. Engage in any activity or take any action prohibited by the applicable provisions of the Florida Not for Profit Corporation Act.
- B. Pay any dividend or distribute any part of the income of the Corporation to its members, if any, directors, if any, or officers. However, the Corporation may do the following:

- a. Pay compensation in a reasonable amount to its members, directors, or officers for services rendered;
- b. Confer benefits upon its members in conformity with its purposes;
- c. Make distributions of its income to its members on winding up and termination to the extent authorized by the purposes set forth herein.
- d. Make distributions of its income to its members who are nonprofit corporations organized under the Florida Not for Profit Act and who are exempt from income taxation under Section 501(a) of the Internal Revenue Code of 1986, by being listed under Section 501(c)(3) of that code, if:
 - i. The distributions are made in accordance with the purpose or purposes of the corporation as stated in the certificate of formation and with the fiduciary responsibilities of the board of directors, including the duty to safeguard restricted funds for their intended purposes; and
 - ii. After the distributions are complete the corporation would be able to pay its debts as they become due in the usual course of its activities and its total assets would at least equal the sum of its total liabilities.
- C. Make loans to the Corporation's officers or directors.
- D. Engage in any activities, except to an insubstantial degree, that are not in furtherance of the purpose or purposes of the Corporation.
- E. Conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and its regulations, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and regulations.
- F. Serve any private interest except if clearly incidental to the public benefit provided by the Corporation.
- G. Allow any of the Corporation's net earnings to inure to the benefit of the members, if any of the Corporation, or any private individual.
- H. Engage in more than an insubstantial degree in the carrying on of propoganda, or otherwise attempting, to influence legislation, and the Corporation shall not directly or indirectly participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office, except as allowed by Internal Revenue Code and its regulations.

Article X -- Contracts or Transactions with Interested
Directors, Officers, and Members

This provision applies only to a contract or transaction between the Corporation and one or more of its directors or officers, or between the Corporation and an entity or other organization in which one or more of the Corporation's directors or officers is a managerial official or has a financial interest.

An otherwise valid contract or transaction is valid notwithstanding that a director, officer, or member of the Corporation is present at or participates in the meeting of the board of directors, of a committee of the board, or of the members that authorizes the contract or transaction, or

votes or signs, in the person's capacity as a director or committee member, a unanimous written consent of directors or committee members to authorize the contract or transaction, if: (1) the material facts as to the relationship or interest and as to the contract or transaction are disclosed to or known by (a) the Corporation's board of directors, a committee of the board of directors, or the members, and the board, the committee, or the members in good faith and with ordinary care authorize the contract or transaction by the approval of the majority of the disinterested directors, committee members or members, regardless of whether the disinterested directors, committee members or members constitute a quorum; or (b) the members entitled to vote on the authorization of the contract or transaction, and the contract or transaction is specifically approved in good faith and with ordinary care by a vote of the members; or (2) the contract or transaction is fair to the Corporation when the contract or transaction is authorized, approved, or ratified by the board of directors, a committee of the board of directors, or the members. Common or interested directors or members of a Corporation may be included in determining the presence of a quorum at a meeting of the board, a committee of the board, or members that authorizes the contract or transaction.

Article XI – Distribution of Assets Upon Dissolution

In the event of dissolution, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Code, to benefit the inhabitants of Northwest Florida or to the federal, state or local government for exclusively public purposes, as the Board of Directors shall determine. Any such residual assets not so disposed of shall be disposed of by a court of competent jurisdiction in the state in which the principal office of the Corporation is then located, exclusively for religious purposes within the meaning Section 501(c)(3) of the Code as said court shall determine.

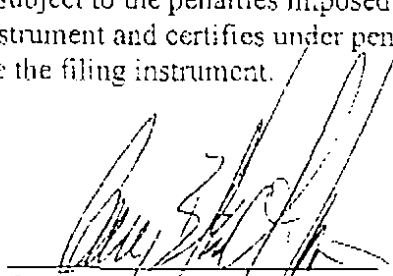
Article XII – Effective Date of Filing

These articles of incorporation become effective when the document is filed by the secretary of state.

Article XIII – Execution

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized to execute the filing instrument.

Date: July 10, 2023

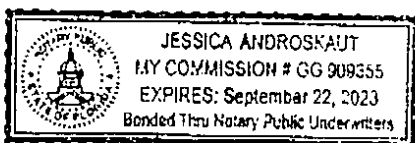


Gary B. Leuchtman

STATE OF FLORIDA
COUNTY OF ESCAMBIA

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, Gary B. Leuchtman, by personal presence, to me personally known or who has produced _____ as identification, and known to me to be the person who executed the foregoing instrument and acknowledged before me that he executed the same freely and voluntarily for the uses and purposes therein set forth and expressed, who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on this 10 day of July 2023.



[Signature]
NOTARY PUBLIC

CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE

In compliance with Florida Statutes Section 48.091 and 617.0501, the following is submitted:

Redeemer Community Church, Inc., desiring to organize as a corporation not for profit under the laws of the State of Florida, has designated Brian J. Wright as its Registered Agent and Office.

By: *[Signature]*
Gary B. Leuchtman

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FALL HAVEN, FLORIDA

Having been named Registered Agent for the above stated corporation, at the designated Registered Office, the undersigned, being familiar with the obligations associated with being designated as Registered Agent, hereby accepts said appointment, and agrees to comply with the provisions of Florida Statutes Section 48.091 relative to keeping the office open.

[Signature]
Brian J. Wright