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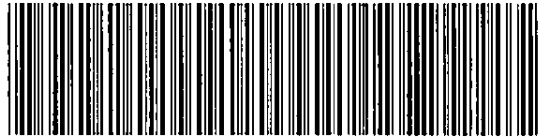
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WILLIAMS MEMORIAL CHURCH, INC.

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Thank you Seth Neeley



Signature

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ARTICLES OF INCORPORATION
OF
WILLIAMS MEMORIAL CHURCH, INC.

In compliance with the requirements of the laws of the State of Florida, the undersigned hereby forms a corporation not for profit under Chapter 617, Florida Statutes, as amended, and does hereby certify:

ARTICLE I
NAME

The name of the corporation shall **WILLIAMS MEMORIAL CHURCH, INC.** For convenience, the corporation shall be referred to in this instrument as the "Church," these Articles of Incorporation as the "Articles," and the Bylaws of the Church as the "Bylaws."

ARTICLE II
PRINCIPAL OFFICE

The principal street address and mailing address of the Church is:

7662 SR 71S, Blountstown, FL 32424

ARTICLE III
PURPOSE AND POWERS OF THE CHURCH; DEFINITIONS

The Church does not contemplate pecuniary gain or profit, direct or indirect, to its members, and the specific purposes for which it was formed are to provide for a spiritual sanctuary and community hub, fostering religious growth, fellowship, and charitable endeavors within our local and global communities, and to:

- a) Meet for the purpose of ascertaining the purposes or activities or eliciting the desires in which its membership is interested.
- b) Provide for the election or appointment of representatives, directors, and officers as provided in the Bylaws, for the purposes of directing, managing, organizing the Church's activities.
- c) Have and to exercise any and all powers, rights, and privileges which a nonprofit corporation organized under the laws of the State of Florida may now or hereafter have or exercise unless otherwise limited by the Church's Bylaws.
- d) Enter into, make, perform, or enforce contracts of every kind and description, and do all other acts necessary, appropriate, or advisable in carrying out any purpose of the Church or in Church with any person, entity, or public or private entity or agency.

This Church is a not-for-profit corporation as defined by the Florida Not for Profit Corporation Act, §617.01401, *Florida Statutes*.

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**ARTICLE IV
BOARD OF DIRECTORS; MANNER OF ELECTION**

- a) **Number and Qualification.** The Properties, business, and affairs of the Church shall be managed by a Board of Directors initially consisting of seven (7) directors. The number of directors may change per an amendment to the Bylaws of the Church. Board Members must be a member of the Church in good standing.
- b) **Duties and Powers.** All of the duties and powers of the Church existing under Chapter 617, Florida Statutes, as amended, the Articles, and the Bylaws shall be exercised exclusively by the Board of Directors, its agents, contractors, or employees. Furthermore, the Board of Directors shall have the power, in its discretion, to promulgate committees to assist with any of the activities of the Church.
- c) **Election; Removal.** Directors of the Church shall be elected at the annual meeting of the Members in the manner determined by and subject to the qualifications set forth in the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided in the Bylaws.
- d) **First Directors.** The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have taken office, as provided in the Bylaws, are as follows:

Name:	Joe Lilly
Address:	7662 SR 71S, Blountstown, FL 32424
Name:	Leon Williams
Address:	7662 SR 71S, Blountstown, FL 32424
Name:	Sherry Edewaard
Address:	7662 SR 71S, Blountstown, FL 32424
Name:	Janice Lilly
Address:	7662 SR 71S, Blountstown, FL 32424
Name:	Frank Poole
Address:	7662 SR 71S, Blountstown, FL 32424
Name:	Sammy Bailey
Address:	7662 SR 71S, Blountstown, FL 32424

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Name: Barry Edewaard

Address: 7662 SR 71S, Blountstown, FL 32424

ARTICLE V OFFICERS

The affairs of the Church shall be administered by the officers holding the offices designated by the Bylaws. The officers shall be elected by the Board of Directors of the Church at its first meeting following the annual meeting of the members of the Church and shall serve at the pleasure of the Board of Directors. The Bylaws may provide for the removal from office of the officers, for filling vacancies, and for the duties and qualifications of the officers. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

Name: Joe Lilly, President

Address: 7662 SR 71S, Blountstown, FL 32424

Name: Leon Williams, Vice President

Address: 7662 SR 71S, Blountstown, FL 32424

Name: Sherry Edewaard, Secretary

Address: 7662 SR 71S, Blountstown, FL 32424

Name: Janice Lilly, Treasurer

Address: 7662 SR 71S, Blountstown, FL 32424

Name: Frank Poole, Trustee

Address: 7662 SR 71S, Blountstown, FL 32424

Name: Sammy Bailey, Trustee

Address: 7662 SR 71S, Blountstown, FL 32424

Name: Barry Edewaard, Trustee

Address: 7662 SR 71S, Blountstown, FL 32424

ARTICLE VI AMENDMENTS

Amendments to the Articles shall be proposed and adopted in the following manner:

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- a) **Notice.** Notice of a proposed amendment shall be included in the notice of any meeting at which the proposed amendment is to be considered and shall otherwise be given in the time and manner provided in Chapter 617, Florida Statutes, as amended. Such notice shall contain the proposed amendment or a summary of the changes to be affected thereby.
- b) **Adoption.** Amendments shall be proposed and adopted in the manner provided in Chapter 617, Florida Statutes, as amended. A majority of the Board shall vote

ARTICLE VII MEMBERSHIP

- a) **Membership.** The Incorporator, and every Board Member, must be a Member of the Church. Church membership shall be governed according to the Bylaws.

ARTICLE VIII REGISTERED AGENT

The name and Florida street address of the Church's registered agent is:

Wynn & Associates, PLLC
c/o Nicole Ramos Jones
430 West 5th Street, Suite 400
Panama City, Florida 32401

ARTICLE IX INCORPORATOR

The name and address of the incorporator is:

Joe Lilly
7662 SR 71S, Blountstown, FL 32424

ARTICLE X DURATION

The Church shall have perpetual existence, unless dissolved in accordance with applicable law.

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ARTICLE XI BYLAWS

The first Bylaws of the Church shall be adopted by the Board of Directors and may be altered, amended, or rescinded in the manner provided in the Bylaws.

ARTICLE XII INDEMNIFICATION OF OFFICERS AND DIRECTORS

The Church shall and does hereby indemnify and hold harmless the Incorporator, every officer, every Director, and committee member, their heirs, executors, and administrators against all damages, liabilities, and expenses, including reasonable attorneys' fees, incurred in connection with any action, suit, or other proceeding (including settlement of any suit or proceeding, if approved by the then Board of Directors) to which he, she, or it may be a party by reason of being the Incorporator, or having been an officer, director, or committee member, except that such obligation to indemnify shall be limited to those actions for which liability is limited under these Articles, and Florida law.

The officers, directors, and committee members shall not be liable for any mistake of judgment, negligence, or otherwise, except for their own individual, willful misfeasance, malfeasance, willful misconduct, or bad faith. The officers and directors, and committee members shall have no personal liability with respect to any contract or other commitment made or action taken in good faith on behalf of the Church (except to the extent that such officers or directors, or committee members may also be a member of the Church). The Church shall indemnify and forever hold each such officer, director, and committee member harmless from any and all liability to others on account of any such contract, commitment, or action. This right to indemnification shall not be exclusive of any other rights to which any present or former officer, director, or committee member may be entitled.

The Church shall also indemnify and forever hold harmless the Incorporator to the extent that any officer, director, or employee of the Incorporator serves as an officer, director, or committee member of the Church and the Incorporator incurs any damages or expenses, including attorneys' fees, in connection with any action, suit, or other proceeding (including settlement of any suit or proceeding) by reason of having its officers, directors, or employees serve as officers, directors, or committee members of the Church, except that such obligation to indemnify shall be limited to those actions for which liability is limited under these Articles and Florida law. This right to indemnification shall not be exclusive of any other rights to which the Incorporator may be entitled.

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IN WITNESS WHEREOF, the Incorporator has affixed its signature this 16 day of April, 2024.

WILLIAMS MEMORIAL CHURCH, INC.

By: Joe Lilly
Joe Lilly
Its: President and Incorporator

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