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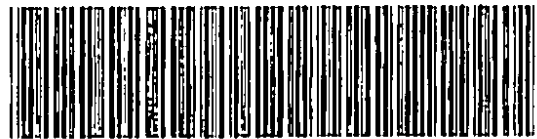
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FILED

Jul 09, 2021 08:00 AM

Secretary of State

ALL
Amended
Restated

JUL 06 2021
ALBRITTON

COVER LETTER

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

SUBJECT: Metro Church of Christ, Inc.

CORPORATE NAME

Enclosed are an original and one (1) copy of the restated articles of incorporation and a check for:

☐ \$35.00 ☒ \$43.75
Filing Fee Filing Fee
 & Certificate of Status

☐ \$43.75 ☐ \$52.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status

ADDITIONAL COPY REQUIRED

FROM: Joel Douglas Meyers

Name (Printed or typed)

1491 E. SR 434

Address

Winter Springs, FL 32708

City, State & Zip

407-448-5192

Daytime Telephone number

finance@thefoundryc.org

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

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

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
METRO CHURCH OF CHRIST, INC.
a Florida non-profit corporation**

**FILED
Jul 09, 2021 08:00 AM
Secretary of State**

**ARTICLE 1
NAME**

Oviedo Church of Christ, Inc. was initially formed in the State of Florida by the filing of those certain Articles of Incorporation on July 28, 1988, and through a series of amendments to the same, including these Amended and Restated Articles of Incorporation (the "Articles"), is now to be known as The Foundry Church, Inc. (the "Church").

**ARTICLE 2
ADDRESS**

The address of the principal office and the mailing address of the Church is 1491 E. State Road 434, Suite 101, Winter Springs, FL 32708.

**ARTICLE 3
REGISTERED AGENT**

The registered agent of the Church shall be Joel D. Meyers, whose address is 2681 Cayman Circle, Zellwood, Florida 32798. The Eldership may from time to time designate a new registered agent or registered agent address.

**ARTICLE 4
PURPOSES, PREROGATIVES, AND POWERS OF THE CHURCH**

SECTION 1. PURPOSE

The Church is organized exclusively for religious, charitable, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or such corresponding section of any future federal tax code (hereinafter referred to as the "Code"), including, for all such purposes, making distributions to organizations that qualify as exempt organizations under Code Section 501(c)(3). To the extent consistent with the preceding sentence and permissible under Florida law, the purposes of the Church shall include, but shall not be limited to, establish and maintain a community of worship, to provide for Christian fellowship and discipleship, and to assume the Church's share of the responsibility and privilege of propagating the gospel of Jesus Christ through the power of the Holy Spirit by all available means, both in our region and throughout the world.

The Church shall be authorized to carry out any and all acts and to exercise any and all corporate powers which may now or hereafter be lawful under the laws of the State of Florida to the extent applicable to corporations not for profit and that are not inconsistent with these Articles. Notwithstanding anything contained in these Articles of Incorporation to the contrary, the following provisions shall apply:

- a. No part of the net earnings of the Church shall inure to the benefit of, or be distributable to its Partners, directors, officers, or other private persons, except that the Church shall be authorized and empowered to pay reasonable compensation for services rendered to the Church and to make payments and distributions in furtherance of the purposes set forth in

- this Article 3;
- b. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Code Section 501(c)(3), or (b) by a corporation, contributions to which are deductible under Code Section 170(c)(2).

SECTION 2. GOVERNMENT

To the extent consistent with Article 4, Section 1 herein, this Church shall have the right to govern itself and to conduct its own affairs according to the standard of the Scriptures, which right shall include without limitation the appointment of a Lead Pastor (with the approval of the Eldership, as defined herein), advisory councils, and the Eldership; the discipline of the Partners of the Church, as defined in the Partnership Agreement; and the conduct of Church services and programs.

SECTION 3. PROPERTY

This Church shall have the right to purchase or acquire by gift, bequest or otherwise, either directly or as trustee, and to own, hold in trust, use, sell, rent, convey, mortgage or otherwise dispose of any real estate or assets as may be deemed necessary for the furtherance of its purposes, in accordance with these Articles and the Bylaws of the Church. All property of the Church shall be deeded to the Church and held in its name.

ARTICLE 5 AFFILIATION

SECTION 1. FELLOWSHIP

This Church shall have perpetual existence and is a sovereign assembly. As such, this Church maintains the right to govern its own affairs recognizing, however, the benefits of cooperation with other like-minded congregations. To the extent consistent with Article 4, Section 1 herein, this Church also reserves the right to network with other organizations as it deems beneficial. All matters of affiliation shall be decided as prescribed in these Articles and the Bylaws of the Church.

SECTION 2. CONFORMATION

This Church shall maintain its standards of partnership, qualifications for Elders, and requirements for pastoral staff as set by the Scriptures and pursuant to that certain Partnership Agreement by and between the Church and each partner of the Church (the "Partnership Agreement").

ARTICLE 6 PARTNERSHIP

The Church shall have members, which shall be referenced in these Articles and the Bylaws of the Church as "Partners," with each being a "Partner." In deference to the Scriptures the term Partners shall be used solely to reflect the spiritual responsibilities that the Partners share with the Church leadership. In no way is the term Partner intended to create or imply a legal relationship of partnership, joint venture or any other legal relationship other than that of a member, as defined by these Articles, applicable Florida law, and the Partnership Agreement.

Each Partner must (i) meet the requirements for partnership as stated in these Articles and Bylaws of the Church, (ii) be received into partnership by the Church, (iii) voluntarily agree to be governed by these Articles, the Bylaws of the Church, and the Partnership Agreement; and (iv) partner with the Church to accomplish its mission and purposes. As such, every Partner should have a vested interest in ensuring that this Church succeeds in its mission and purposes.

ARTICLE 7

GOVERNMENT AND CHURCH MANAGEMENT

SECTION 1. ELDERSHIP

The "Pastoral Team" (Lead Pastor, Executive Pastor, and Elders) shall appoint a board of directors from the pool of Partners to serve as the eldership of this Church (the "Eldership," the "Board," or the "Board of Directors," and each an "Elder" or "Director") to help fulfill the mission and purposes of the Church by leading the ministries of the Church that help people learn to follow Jesus. All corporate power shall be exercised by or under the authority of the Eldership. They must approve the annual budget of the Church. The Eldership shall protect and strengthen the Church. The Elders of the Church shall be Partners that meet the requirements of the roles provided in 1 Timothy 3 and Titus 1. These men shall provide for the encouragement of the Partners and staff; be protectors of the mission, assist with staff needs and direction; counsel and care for Partners; become prayer warriors for the Church; act as advisors and a sounding board for the staff leadership; and be able to teach. The Eldership shall consist of no less than two individuals who shall be responsible for supporting the Lead Pastor and the mission of the Church. The Eldership shall make disciplinary decisions regarding the Lead Pastor, appoint a new Lead Pastor when the position becomes vacant, and amend these Articles and the Bylaws of the Church when it is deemed necessary to do so in order to fulfill the mission of the Church.

SECTION 2. LEAD PASTOR

The lead pastor of the Church (the "Lead Pastor") shall be responsible for the vision and mission of the Church. He shall be the primary teacher and leader of the staff. He shall make decisions regarding the direction of the Church, and shall be accountable for those decisions to the Eldership.

SECTION 3. EXECUTIVE PASTOR

The Executive Pastor shall assist the Lead Pastor in fleshing out the vision of the Church, and the oversight of the staff and operational areas of the Church. The Executive Pastor in alignment with the Lead Pastor shall oversee the day-to-day ministries and operations of the Church, shall serve the Partners, and shall be responsible for the development of the spiritual life of the Church.

SECTION 4. MINISTRY LEADERS

The ministry leaders of the Church shall be the heartbeat of all Church activity, missions, and purposes, as the Church's boots on the ground. They shall be responsible for maintaining and leading various ministries with the Church, according to the direction set by the Lead Pastor, and Pastoral Team. The Ministry Leaders may include paid and unpaid positions necessary to fulfill the mission of the Church.

SECTION 5. PARTNERSHIP

The Partners shall fulfill the mission of the Church by learning to follow Jesus, being involved in Church ministry, giving regularly, helping fulfill missional decisions of the Lead Pastor, and affirming the decisions previously made by the Lead Pastor and supported by the Eldership.

ARTICLE 8
DISSOLUTION OF THE CHURCH

Upon the dissolution of the Church, after the payment or provision for the payment of all the liabilities of the Church, all of the assets of the Church shall be distributed for one or more exempt purposes within the meaning of Code Section 501(c)(3), or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Church is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes. In no event, however, may the assets to be disposed of be distributed to or for the benefit of any Partner, Lead Pastor, Elder, Director, officer or other private person, other than as reasonable payment for services rendered to the Church by such person.

ARTICLE 9
AMENDMENT

These Articles may be amended only by a unanimous vote of the Elders then in office.

ARTICLE 10
DEFINITIONS

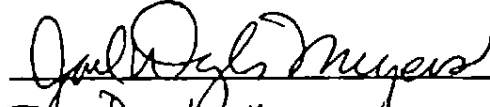
Any capitalized terms used herein but not otherwise defined shall have the meanings ascribed to them in the Bylaws of the Church.

ARTICLE 11
INCORPORATOR

The name and address of the sole incorporator of the Church is:

Joel Douglas Meyers, Executive Pastor
2681 Cayman Circle
Zellwood, FL 32798

IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this 28th day of February, 2021.


Joel Douglas Meyers, Incorporator

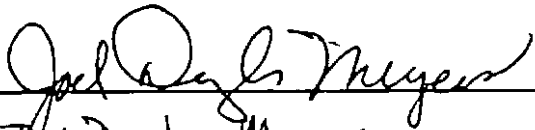
ACCEPTANCE OF APPOINTMENT

BY

REGISTERED AGENT

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in Article 3 of the foregoing Articles of Incorporation as registered agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in the applicable Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the Church.

Dated this 28th day of February, 2021.



Joel Douglas Meyers, Registered Agent