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REFERENCE : 641246 869010

**AUTHORIZATION :**

COST LIMIT : \$ PPD

ORDER DATE : July 13, 1995

ORDER TIME : 1:16 PM

ORDER NO. : 641246

CUSTOMER NO: 869010

CUSTOMER: Ms. Gina Hardin - 86901q  
PRENTICE HALL LEGAL &  
FINANCIAL SERVICES, INC.  
1 Biscayne Tower  
2 South Biscayne Blvd, #1810  
Miami, FL 33131

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-07/13/35--01054--026  
\*\*\*122.50 \*\*\*122.50

DOMESTIC FILING

NAME: RIVERWAY FELLOWSHIP, INC.

XX ARTICLES OF INCORPORATION  
 \_\_\_\_\_  
 \_\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

T. BROWN JUL 14 1995

FILED  
95 JUL 13 AM 8 22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
RIVERWAY FELLOWSHIP, INC.**

FILED  
95 JUL 13 AM 8 22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, being of legal age and competent to contract, do hereby associate themselves together for the purpose of forming a religious organization as a Not for Profit corporation under the laws of the State of Florida and do hereby adopt, declare and subscribe to the following Articles of Incorporation, and agree and certify as follows:

**ARTICLE I**

**NAME**

The name of this corporation shall be:

RIVERWAY FELLOWSHIP, INC.

**ARTICLE II**

**COMMENCEMENT OF CORPORATE EXISTENCE AND DURATION**

This corporation shall commence corporate existence on the filing of these articles of incorporation and shall have perpetual existence unless sooner dissolved according to law.

**ARTICLE III**

**PURPOSES AND GENERAL POWERS**

A. This Corporation is organized and operated exclusively for charitable, religious, and educational purposes.

B. This Corporation shall have all of the powers enumerated in the Florida Not For Profit Corporation Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law.

C. The objectives of this Corporation shall be to glorify God through worship, to develop growth and fellowship in the Lord Jesus Christ, and to communicate the Gospel to the world.

D. This Corporation may engage in any activity permitted under the laws of the United States and Florida.

#### ARTICLE IV

##### MEMBERSHIP

The members of this Not for Profit corporation shall be qualified and admitted in accordance with the provision set forth in the Bylaws of this Corporation.

#### ARTICLE V

##### PRINCIPAL OFFICE

The principal office and mailing address of this Corporation shall be:

61 Alafaya Woods  
Oviedo, Florida 32765

This Corporation may change its principal office from time to time without amendment of these Articles of Incorporation.

#### ARTICLE VI

##### REGISTERED AGENT

The name and address of the registered agent are:

The Prentice-Hall Corporation System, Inc.  
1201 Hays Street, Suite 105  
Tallahassee, Florida 32301

This Corporation may change its registered agent from time to time without amendment of these Articles of Incorporation.

## **ARTICLE VII**

### **TRUSTEES**

This Corporation shall have the number of Trustees as determined in accordance with the bylaws of this Corporation. The number of trustees may be either increased or diminished in accordance with the criteria set forth in the bylaws of this Corporation, provided that the number of trustees shall never be reduced below the minimum number required of a Florida Not For Profit Corporation. Trustees shall be selected and removed in accordance with the bylaws of this Corporation.

## **ARTICLE VIII**

### **OFFICERS**

This Corporation shall have such officers as are provided for in the bylaws of this Corporation, which officers shall be selected and removed pursuant to the bylaws of this Corporation.

## **ARTICLE IX**

### **INCORPORATOR**

The name and address of the individual signing these Articles as incorporator are as follows:

John M. Campbell  
110 University Park Drive, Suite 115  
Winter Park, Florida 32792

## **ARTICLE X**

### **ADOPTION AND AMENDMENT OF BYLAWS**

The bylaws of this Corporation shall be adopted, amended, or rescinded as provided in the bylaws of this Corporation.

## ARTICLE XI

### INDEMNIFICATION

In addition to any rights and duties under applicable law, this Corporation shall indemnify and hold harmless all its trustees, officers, employees, agents, and former trustees, officers, employees, and agents during the time such individual served in their capacity from and against all liabilities and obligations, including attorney's fees, incurred in connection with any action taken by said trustees, officers, employees and agents in their capacity as such except for willful misconduct or gross negligence.

## ARTICLE XII

### AMENDMENT OF ARTICLES

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto. A two-thirds vote of the members voting and present at a duly constituted meeting of the membership shall be required to amend the Articles of Incorporation.

## ARTICLE XIII

### DISSOLUTION

Upon the dissolution of this Corporation, the Trustees shall, after paying or making provision for the payment of all the liabilities of this Corporation, dispose of all the assets of this Corporation as ratified by the membership exclusively for the purposes of this Corporation in such a manner, or to such organizations for charitable, educational or religious purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the city or county in which the principal office of this Corporation 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.

#### ARTICLE XIV

##### NO PRIVATE INUREMENT

None of the earnings of this Corporation shall inure to the benefit of any officer, trustee, or member of this Corporation, or to any other private individual, provided that this Corporation may pay reasonable compensation for services rendered to its employees, and otherwise engage in any activity not prohibited by the Internal Revenue Code of 1986, or any subsequent Internal Revenue Law or Florida Law.

#### ARTICLE XV

##### POLITICAL ACTIVITY

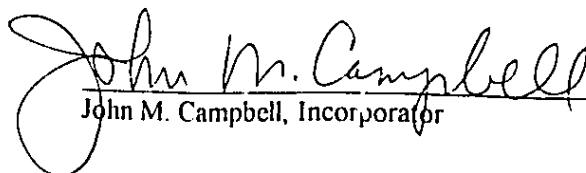
No substantial part of the activities of this Corporation shall be the carrying on or otherwise attempting to influence legislation. This Corporation shall not intervene in any political campaign, by the publishing of statements or otherwise, on behalf of, or in opposition to, any candidate for political office.

#### ARTICLE XVI

##### HEADINGS AND CAPTIONS

The heading or captions of these various Articles are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various Articles shall not be influenced by any of said headings or captions.

In witness whereof, the undersigned, being the incorporator of this Corporation, for the purpose of forming a Not for Profit corporation pursuant to the laws of the State of Florida to engage in activities within and without the State of Florida, hereby make and file these Articles of Incorporation declaring and certifying that the facts stated herein are true, and hereby subscribe thereto and hereunto set my hand and seal of this 12<sup>th</sup> of July, 1995.

  
John M. Campbell, Incorporator

REGISTERED AGENT CERTIFICATION

FILED  
95 JUL 13 AM 8:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Section 48.091 and Section 617.0202, Florida Statutes, the following is submitted:

That Riverway Fellowship, Inc. has designated its principal office, as indicated in the foregoing Articles of Incorporation, at 61 Alafaya Woods, Oviedo, Florida 32765, and has named The Prentice-Hall Corporation System, Inc., at 1201 Hays Street, Suite 105, Tallahassee, Florida 32301, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for this Corporation named above, at the place designated in this certificate, The Prentice-Hall Corporation System, Inc. agrees to act in that capacity and to comply with the provisions of the Florida Not For Profit Corporation Act relative to keeping open the registered office.

*Marcia A. Havner*

The Prentice-Hall Corporation System, Inc.  
Registered Agent  
Marcia A. Havner, As Agent

N95000003339



JOHN M. CAMPBELL

Attorney At Law

August 29, 1997

FILED  
97 SEP -2 AM 9:35  
TALLAHASSEE FLORIDA

Division of Corporations  
Florida Department of State  
The Capitol  
Post Office Box 6327  
Tallahassee, Florida 32314

300002282373--3  
-09/02/97--01084--007  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Articles of Dissolution of Riverway Fellowship, Inc., Document Number  
N95000003339

Dear Sir or Madam:

Please find enclosed for filing, the original Articles of Dissolution of Riverway Fellowship, Inc. A check in the amount of \$35.00 to cover the filing fee is included with this letter.

If you have any questions or need further information, please do not hesitate to contact me.

Sincerely,

*John M. Campbell*  
John M. Campbell

JMC/clb  
Enclosures

VS SEP 16 1997

Uoldis



ARTICLES OF DISSOLUTION  
OF  
RIVERWAY FELLOWSHIP, INC.

FILED  
97 SEP -2 AM 9:35  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Pursuant to the provisions of Section 617.1403 of the Florida Statutes, RIVERWAY FELLOWSHIP, INC., a Florida corporation, hereby adopts the following Articles of Dissolution:

1. The name of the corporation is Riverway Fellowship, Inc.
2. These Articles of Dissolution were unanimously approved by the members of the Corporation present at a duly called meeting on July 22, 1997. The number of votes cast for these Articles of Dissolution were sufficient for approval under the bylaws of the Corporation.
3. The effective date of these Articles of Dissolution shall be upon the filing of these Articles of Dissolution with the Florida Secretary of State, Division of Corporations.

The undersigned Secretary of RIVERWAY FELLOWSHIP, INC. has hereunto set his/her hand and seal this 30<sup>th</sup> day of July, 1997.

RIVERWAY FELLOWSHIP, INC.

By: Christine F. Johnson

Printed Name: Christine F. Johnson

Title: Secretary