

**Fellowship  
United  
Methodist**

P. O. Box 100346  
PALM BAY, FLORIDA 32910-0346

Re: TOM LANGFORD  
PHONE: (407) 723-2143  
MOBILE: (407) 258-1610  
FAX: (407) 722-1143

*NR 500000 8349*  
5011001531531  
-07/12/95--01023--020  
\*\*\*\*122.50 \*\*\*\*122.50

July 10, 1995

The Office of the Secretary of State, Corporations Division:

Enclosed you will find our articles of incorporation and a check in the amount of \$122.50 for our filing fee. We trust the information provided is sufficient. If more is needed you can contact me at the above address/telephone numbers.

Thank you for your expeditious handling of this matter.

Sincerely,

*Thomas Langford*  
Thomas Langford

*2/14/95*  
*(TS)*

## ARTICLES OF INCORPORATION

### OF

We, the undersigned, acknowledge and file in the Office of the Secretary of State of Florida, for the purpose of forming a corporation not for profit in accordance with the laws of the State of Florida, these Articles of Incorporation as by law provided.

#### ARTICLE 1.

##### Name

1.1 Name. The name of the Corporation shall be FELLOWSHIP UNITED METHODIST CHURCH INC. and the principal office shall be at 1506 SARNIA ST N.W. Palm Bay, FL 32907.

#### ARTICLE 2.

##### Purposes and Powers

2.1 Purposes. The purposes for which the Corporation is formed are as follows:

A. The general nature of the objects of this corporation is the preaching of the Gospel, the teaching of the Bible, the maintenance of Christian missions, the relief of suffering, the extension of Christian Education, and such other activities and services as properly come within the province of an institution of Religion.

B. This corporation shall support the doctrines and be subject to the laws, usages and ministerial appointments, as from time to time established, made and decided by the lawful authority of The United Methodist Church. This corporation shall have power to secure or improve, encumber, sell and convey, and dispose of property, both real and personal in fee simple, or otherwise; to establish kindergartens and/or week day schools of Christian Education on its present location or on other locations in opportunity or need arises in the judgment of the Board of Trustees; to use all income from whatever sources including profits on sales of real estate, interest, dividends or donations exclusively for the enlargement or operations of the Corporation's facilities; the advancement of education, the spreading of the Gospel and the carrying forward of such humanitarian activities as would come within the scope of organized religion; to accept and establish memorials and to do all other things incident to church and religious activities.

2.2 Powers. To accomplish the foregoing purposes the Corporation shall have all corporate powers permitted under Florida law, including the capacity to contract, bring suit and be sued. No part of the income of the Corporation shall be distributed to the members, directors and officers of the Corporation.

2.3 The Corporation is specifically precluded from engaging in any prohibited activities as defined in Section 617.0105, Florida Statutes.

### ARTICLE 3.

#### Membership

3.1 Membership. The qualifications of members and the manner of their admissions are:

All active members of FELLOWSHIP UNITED METHODIST CHURCH shall be members of this corporation, to enjoy its benefits and to share its responsibilities. An active member will qualify to become and retain such status, according to the rules and regulations set forth in The Book of Discipline of the United Methodist Church, as from time to time published and promulgated.

### ARTICLE 4.

#### Period of Duration

4.1 Period of Duration. The Corporation shall have perpetual existence.

### ARTICLE 5.

#### Subscribers

5.1 Subscribers. The names and residences of the subscribers to these Articles of Incorporation are as follows:

<u>DONALD DARBY</u>	<u>3700 PONDEROSA RD VALKARIA, FL 32950</u>
<u>PATRICIA LANGFORD</u>	<u>1506 SARNIA ST N.W. PALM BAY, FL 32907</u>
<u>DOUGLAS EMMONS</u>	<u>101 HAWTHORNE LN N.E. PALM BAY, FL 32907</u>

## ARTICLE 6.

### Data Respecting Trustees

6.1 The affairs and property of the Corporation shall be managed and governed by a Board of Trustees composed of not less than five (5) members, elected and organized in the same manner and for the same term of office as prescribed in The Book of Discipline of the United Methodist Church as from time to time published and promulgated, and in conformity to the laws and statutes of the State of Florida. The names and address of the Trustees who are to serve until the next election or appointment under these Articles of Incorporation are as follows:

<u>DONALD DARBY</u>	<u>3700 PONDEROSA RD VALKARIA, FL 32950</u>
<u>HOWARD CHISHOLM</u>	<u>266 BENCHOR RD N.W. PALM BAY, FL 32907</u>
<u>PATRICIA LANGFORD</u>	<u>1506 SARVIA ST N.W. PALM BAY, FL 32907</u>
<u>ANN-MARIE COOK</u>	<u>817 BELLEVUE ST N.E. PALM BAY, FL 32907</u>
<u>DOUGLAS EMMONS</u>	<u>101 HAWTHORNE LN N.E. PALM BAY, FL 32907</u>

## ARTICLE 7

### Officers

7.1 Officers. The affairs of the corporation are to be managed by a President, Vice-President, Secretary and such other officers as may be provided for in the By-Laws. Such officers shall be elected as provided in the By-Laws of the Corporation. The names and addresses of the officers who shall serve until the first election are as follows:

PRESIDENT:	<u>DONALD DARBY</u>	<u>3700 PONDEROSA RD VALKARIA, FL 32950</u>
VICE PRESIDENT:	<u>ANN-MARIE COOK</u>	<u>817 BELLEVUE ST N.E. PALM BAY, FL 32907</u>
SECRETARY:	<u>PATRICIA LANGFORD</u>	<u>1506 SARVIA ST N.W. PALM BAY, FL 32907</u>
TREASURER:	<u>HOWARD CHISHOLM</u>	<u>266 BENCHOR RD N.W. PALM BAY, FL 32907</u>

## ARTICLE 8.

### Bylaws

8.1 Bylaws. The Board of Trustees shall have the power to make, alter, amend or rescind the By-Laws of the Corporation, in accordance with the Book of Discipline of the United Methodist Church.

## ARTICLE 9.

### Amendments

9.1 Amendments. Amendments to the Articles of Incorporation shall be proposed and adopted by the board of Trustees of the Corporation, in accordance with the rules and regulations set forth in the Book of Discipline of The United Methodist Church, as from time to time published and promulgated.

## ARTICLE 10.

### Dissolution and Limitation

10.1 In the event of dissolution, the residual assets of the organization 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 Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State, or local government for exclusive public purpose.

10.2 Notwithstanding any other provision of these Articles, this Corporation will not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 or corresponding provision of any future United States Internal Revenue law; or, (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue law.

10.3 Notwithstanding any other provision of these Articles, these purposes are limited to those described in Section 501 (c)(3) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue law.

10.4 In the event of dissolution, no part of the Corporation's assets shall inure to the benefit of any officer, director or member of the Corporation.

IN WITNESS WHEREOF, the undersigned hereto set their hands and seals this 7<sup>th</sup> day of July, 1995.

Signed, sealed and delivered in the presence of:

Donald Darby \_\_\_\_\_ (Seal)  
Douglas J. Emmons \_\_\_\_\_  
Patricia A. Langford \_\_\_\_\_ (Seal)  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_ (Seal)

STATE OF FLORIDA )

COUNTY OF Brevard )

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized to take acknowledgments, personally appeared Donald Darby, Douglas J. Emmons, and Patricia A. Langford to me known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal this 7 day of July, 1995.

(Notary Seal)

C. Culp personally  
Notary Public  
My Commission Expires: known



C. CULP  
MY COMMISSION # CC440217 EXPIRES  
May 18, 1999  
BONDED THRU TROY FAIR INSURANCE, INC

CERTIFICATE DESIGNATING REGISTERED AGENT AND  
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN FLORIDA. AND ACCEPTANCE OF  
AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST, that FELLOWSHIP UNITED METHODIST CHURCH, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1506 S. 9th St. N.W. PALM BEACH, FL 33407, has named R. Thomas Langford as its agent to accept service of process within Florida.

Dated: July 17, 1975

R. Thomas Langford  
Trustee

ACCEPTANCE

I hereby accept appointment as Registered Agent of the above-named Corporation, and agree to serve as such until my successor shall have been named by the Directors of the Corporation, and the proper department of the State of Florida notified therefor.

R. Thomas Langford  
Registered Agent