

N96000001782

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PENSACOLA, FLORIDA 32501
TELEPHONE (904) 438-2461
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March 18, 1996

E. DIXIE BEGG
Retired
BERT H. LANE
(917-1981)

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

800001749748
-03/19/96--01126--001
*****35.00 *****35.00

Re: Old Christ Church Foundation, Inc.

Gentlemen:

I am enclosing the original and a copy of articles of incorporation and a check in the amount of \$35.00. Please file the original, indicate the date of filing on the copy and return the copy to me in the enclosed envelope.

Yours very truly,

Robert P. Gaines

Robert P. Gaines
For the Firm

800001768489
-04/03/96--01097--002
*****35.00 *****35.00

RPG:jb

Enclosures

*678, 608, 671
W96-6401*

RECEIVED
DIVISION OF CORPORATIONS
FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA
56 APR -2 PM 3:19
1996

GB 4/2/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

FILED
96 APR -2 PM 3:10
FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

March 25, 1996

ROBERT P. GAINES, ESQUIRE
P.O. BOX 12950
PENSACOLA, FL 32576-2950

SUBJECT: OLD CHRIST CHURCH FOUNDATION, INC.
Ref. Number: W96000006401

We have received your document for OLD CHRIST CHURCH FOUNDATION, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$35.00. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6931.

Garrett Blanton
Document Specialist

Letter Number: 696A00013584

FM 155

96 APR -2 PM 3:18

ARTICLES OF INCORPORATION
OLD CHRIST CHURCH FOUNDATION, INC. SE. STATE
TALL. OF FLORIDA

We the undersigned hereby associate ourselves together in a corporation not for profit under the laws of the State of Florida under the following articles of incorporation:

ARTICLE I

The name of the corporation shall be Old Christ Church Foundation, Inc. The address of the corporation is 18 West Wright Street, Pensacola, Florida 32501. Its registered agent is B. M. Currin.

ARTICLE II

The purposes for which the corporation is organized are to own, maintain and restore the building known as Old Christ Church located on the west side of Adams Street between Church Street and Zaragossa Street in Pensacola, Florida.

ARTICLE III

Membership in the corporation shall be limited to persons approved by the Board of Directors for membership.

ARTICLE IV

The corporation shall have perpetual existence.

ARTICLE V

The names and addresses of the subscribers, all street addresses being in Pensacola, Florida, are as follows:

B. Madison Currin	510 North 20th Avenue
Robert P. Gaines	8839 Burning Tree Road
Wylie B. Hogeman	1920 Villafane Drive
Roderic G. Magie	609 Crown Cove
Henry M. Yonge	1014 Harbourview Circle

ARTICLE VI

The affairs of the corporation are to be managed by a board of directors of nine members. The directors shall be chosen by the vestry of Christ Church Parish, Pensacola, (the legal title of which is the Church Wardens and Vestrymen of Christ's Church in Pensacola) upon the recommendation of the rector of that church. The regular term of a director shall be three years. Initially three directors will serve for a term of three years, three for a term of two years, and three for a term of one year. Vacancies occurring by reason of resignation or death shall be filled for the unexpired term. There shall be no restriction on the number of terms that a director may serve.

ARTICLE VII

The officers of the corporation, to be chosen by the board of directors, are the chairman of the board of directors, president, vice-president, treasurer and secretary.

ARTICLE VIII

A quorum of the board of directors necessary to conduct business shall be five members. All actions by the board shall be by majority vote of those present and voting. If less than five members of the board of directors be present at any regular meeting, the meeting may be convened for the purposes of hearing reports and conducting discussion.

ARTICLE IX

The board of directors shall meet at least once each three months at a time and place to be designated by the board.

Special meetings may be called from time to time by the chairman and shall be called upon the written request of not less than three members of the board of directors.

ARTICLE X

Amendments to these articles of incorporation may be adopted by the affirmative vote of not less than seven directors. Any such amendment shall become effective upon being filed in the office of the Secretary of State of the State of Florida. The adoption of such amendments shall be certified to the Secretary of State by the affidavit of the chairman of the board of directors.

ARTICLE XI

The board of directors shall have authority to hire a general manager and such assistants as may be needed from time to time. It shall have authority to enter into contracts on behalf of the corporation to carry out the objects and purposes of the corporation. All contracts must be either authorized or ratified by the board of directors.

ARTICLE XII

This corporation shall have the powers granted to corporations not for profit by the law of Florida, including all powers set forth in Sections 617.0302 and 617.0303, Florida Statutes (1995).

ARTICLE XIII

No shares of stock shall be issued by this corporation. No dividends shall be paid, and no part of the income of the

corporation shall be distributed to its members, directors or officers. This corporation may pay compensation in a reasonable amount to its members, directors and officers for services rendered, may confer benefits upon its members in conformity with its purposes, and upon dissolution or final liquidation shall distribute its assets, if any, to the Church Wardens and Vestrymen of Christ's Church in Pensacola, a corporation chartered by an act of the Legislative Council of the Territory of Florida passed October 14, 1829, and proved by William P. Duval, governor of the Territory of Florida, October 16, 1829.

IN WITNESS WHEREOF we have hereunto set our hands and seals on March 18, 1996.

B. Madison Currin (SEAL)
B. Madison Currin

Robert P. Gaines (SEAL)
Robert P. Gaines

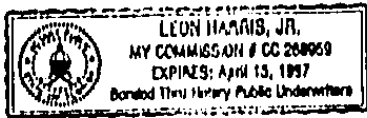
Wylie B. Hogeman (SEAL)
Wylie B. Hogeman

Roderic G. Magie (SEAL)
Roderic G. Magie

Henry M. Yenge (SEAL)
Henry M. Yenge

STATE OF FLORIDA
ESCAMBIA COUNTY

The foregoing instrument was acknowledged before me on
March 18, 1996, by B. Madison Currin, Robert P. Gaines, Wylie
B. Hogeman, Roderic G. Magio, and Henry M. Yonge.





Notary Public

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT FOR
OLD CHRIST CHURCH FOUNDATION, INC.

Having been named as registered agent in the articles of incorporation of Old Christ Church Foundation, Inc., to accept service of process for that corporation at 18 West Wright Street, Pensacola, Florida 32501, I heroby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

T. R. Currin
B. M. Currin
Registered agent
March 28, 1996

96 APR -2 PM 3:19
FBI - PENSACOLA