

TRANSMITTAL LETTER

N960000001906

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

600001774526
-04/09/96--01134--006
*****70.00 *****70.00

SUBJECT: World Christian Unity
(Proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$ 70.00 to cover the filing fee.

FROM: T.C. Galloway
Name (printed or typed)
P.O. Box 1992
Address
Cross City, Florida 32628
City, State & Zip
(352) 498-1414
Telephone Number

Will
Wait

96 APR -9 PM 3:11
96 APR -9 PM 3:34
DIVISION OF CORPORATION

Handwritten signature/initials

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Cross City, Florida 32628

City, State & Zip
(352) 498-1414

Telephone Number

W96-5815

*DMC
3/18/96*

*524
685, 509, 613, 558, 671*



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 18, 1996

T.C. GALLOWAY
P.O. BOX 1992
CROSS CITY, FL 32628

SUBJECT: WORLD CHRISTIAN UNITY, INC.
Ref. Number: W96000005815

We have received your document for WORLD CHRISTIAN UNITY, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$70.00.

The corporate name must be identical throughout the document. ✓

Corporations may file using only the corporate name. Please delete any ✓ reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

The person designated as registered agent in the document and the person ✓ signing as registered agent must be the same.

Bylaws are not filed with this office. Please retain them for your records.

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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 896A00012251



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 26, 1996

T.C. GALLOWAY
P.O. BOX 1992
CROSS CITY, FL 32628

SUBJECT: WORLD CHRISTIAN UNITY, INC.
Ref. Number: W96000005815

We have received your document for WORLD CHRISTIAN UNITY, INC. and check(s) totaling \$70.00. However, your check(s) and document are being returned for the following:

The corporate name must be identical throughout the document.

Corporations may file using only the corporate name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

The person designated as registered agent in the document and the person signing as registered agent must be the same.

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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 796A00013742

ARTICLES OF INCORPORATION
OF
WORLD CHRISTIAN UNITY INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 APR -9 PM 3:34

STATE OF Florida

COUNTY OF Dixie

TO THE SECRETARY OF STATE OF THE STATE OF FLORIDA:

We, the undersigned, Reverend Carolyn Oglesby, T.C. Galloway
and William J. Michael, being persons legally competent to enter
into contracts, for the purpose of forming a corporation under
the laws of the State of Florida providing for the formation
of religious, educational and benevolent corporation, do hereby
adopt the following Articles of Incorporation.

ARTICLE I
NAME

The name of the corporation shall be:

WORLD CHRISTIAN UNITY, INC.

ARTICLE II
ADDRESS

The principal place of business (if known) and the mailing
address of this corporation shall be:

1992 Cedar Street
Cross City, Florida 32628

ARTICLE III
PURPOSES

The purposes for which this Corporation is formed are (1)
to establish and maintain a local church for the propagation
of the gospel of Jesus Christ as a member church of The
Pentecostal Holiness Church Conference of Florida, Inc., DBA:
Sonshine Conference, and in accordance with doctrines, beliefs,
practices and procedures of the Pentecostal Holiness Church,
as enunciated from time to time in The Pentecostal Holiness
Church Manual (Church Manual); (2) to carry out the spiritual,
missionary, benevolent, educational and social work of a church
as outlined in the New Testament and in the Church Manual; and

ARTICLE IV DIRECTORS

The manner in which the directors are elected is as follows: There shall be three Directors of this Corporation, who shall be the same persons as the ordained deacons/elders of this local church and the number of Directors may be increased or decreased as the number of deacons/elders change by a vote of the membership, but the number of Directors shall never be less than three nor more than forty. The Directors shall have such power over the affairs of the Corporation, and such authority to act for the Corporation, as the church members bestow upon them from time to time, provided that the Directors shall at no time be empowered to act in contravention to the Church Manual and regulations and directives of the Sonshine Conference.

ARTICLE V Corporate Powers

The Corporation shall have and exercise all the powers authorized by law to be conferred upon or exercised by such a corporation, including those enumerated in all the applicable laws of the State of Florida, and shall have and exercise the following powers, all of such powers to be subject to and limited by the provisions of the Church Manual, as it may be amended from time to time, or by the acts, directives, and regulations of the Sonshine Conference, as set forth in the minutes or other records of the Sonshine Conference, namely:

1. To receive by gift, devise, bequest, or otherwise, and to hold, barter, convey, lease, exchange, expand, distribute, sell, invest, and otherwise dispose of all money or property, real, personal, or mixed, either absolutely or in trust to be used, either the principal or income therefrom, as may be directed in the furtherance of any of the above-mentioned purposes or any other purpose within its corporate powers;

2. To enter into contracts or trust agreements with individuals, corporations, or partnerships for the purpose of acquisition and building, as well as disposition, of any property which would be advantageous to the furtherance of principles and doctrines;

3. To promote evangelism, Christian education, and both home and foreign missionary work by all proper means;

4. To enter into contracts or trust agreements with individuals, corporations, or partnerships, and to act as trustee, in order to carry out and promote the purposes of this Corporation;

5. To prosecute or defend any actions or suits in which the Corporation is involved; and

6. To exercise any and all powers (including the borrowing of money and securing the repayment thereof; the holding, administration, and disposition of property, the making of conveyances, assignments, and contracts, and incurring of obligations) which may be conferred by law, or which may be necessary, incidental or convenient to the general powers and objects of this Corporation.

ARTICLE VI REGISTERED OFFICE AND AGENT

The address of its registered office in the State of Florida is; 1992 Cedar Street, Cross City, Florida 32628 and the name of the registered agent is: T.C. Galloway

ARTICLE VII INCORPORATORS

The names and the street addresses of the incorporators for these articles of incorporation are:

1. Reverend Carolyn Oglesby
Highway 358
Steinhatchee, Florida
2. T.C. Galloway
1992 Cedar Street
Cross City, Florida
3. William J. Michael
1992 Dixie Street
Cross City, Florida

ARTICLE VIII NO CAPITAL STOCK

The Corporation is not organized for pecuniary profit nor shall it have any power to issue certificates of stock or declare dividends, and no part of its net earnings shall inure to the benefit of any Member, Director, Trustee, Officer, or individual. The balance, if any, of all moneys received by the Corporation from its operations, after the payment in full of all debts and obligations of the Corporation of whatsoever kind and nature, shall be used and distributed exclusively for carrying out only the purpose or purposes of the Corporation set forth in these Articles of Incorporation.

ARTICLE IX DURATION

The term for which this Corporation shall exist shall be perpetual.

ARTICLE X MEMBERS

All members of this Corporation, and all candidates for membership in the future, shall be in full accord with the Articles of Faith, the General Rules, and the Policy of the Pentecostal Holiness Church as set forth in the Church Manual. The General Conference of the Pentecostal Holiness Church shall have the sole right to adopt rules determining the qualifications for members in the Pentecostal Holiness Church, and said rules shall apply to the members of this Corporation since this Corporation is a member church of the Pentecostal Holiness Church (which is incorporated as The International Pentecostal Holiness Church), and is a member church of The Pentecostal Holiness Church Conference of Florida, Inc. (Sonshine Conference).

ARTICLE XI ORGANIZATION EXCLUSIVELY FOR TAX-EXEMPT PURPOSES

Said Corporation is organized exclusively for charitable, religious, and educational purposes, including, for such purposes, the making of distributions to organization the qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE XII PROHIBITIONS TO ASSURE TAX-EXEMPT STATUS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its Members, Directors, Officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation; and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of the Articles, 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 Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE XIII DISSOLUTION

In the event of the dissolution of this Corporation, all the business, property and assets of the Corporation shall go and be distributed as provided in the Manual; and in the absence of such provision to such non-profit, religious corporation of like purposes as set forth in these Articles of Incorporation, as the Members of this Corporation may select and designate; and in no event shall any of said assets or property, in the event of dissolution thereof, go or be distributed to Members, either for the reimbursement of any sum subscribed, donated or contributed by such Members, or for any other purpose.

ARTICLE XIV INDEMNIFICATION OF DIRECTORS AND OFFICERS

The Corporation shall indemnify any Director or Officer, or former Director or Officer, against expenses actually and necessarily incurred by him or any amount paid in satisfaction of judgements in connection with any action, suit or proceeding, whether civil or criminal in nature, in which he is made a party by reason of being or having been such Director or Officer (whether or not a Director or Officer at the time such costs or expenses are incurred by or imposed upon him) except in relation to the matters as to which he shall be adjudged in such action, suit or proceeding to be liable for gross negligence or willful misconduct in the performance of duty. The Corporation may also reimburse to any Director or Officer the reasonable costs of settlement of any such action, suit or proceeding if it shall be found either by a majority of the Directors not involved in the matter of controversy, whether or not a quorum, or by a majority vote of the Members present in a regular or special meeting called for that purpose, that it was to the interest of the Corporation that such settlement be made and that such Director or Officer was not guilty of gross negligence or willful misconduct. Such rights of indemnification and reimbursement shall not be deemed exclusive of any other rights to which such Director or Officer may be entitled by law, or otherwise.

ARTICLE XV AMENDMENT OF ARTICLES

Provided such amendments do not violate the Church Manual or Conference regulations or directives, this Corporation may amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law and all rights conferred on Officers, Directors, and Members herein are granted subject to this reservation.

IN WITNESS WHEREOF, we have hereunto set our hands at Cross City, Dixie
County, State of Florida on this 10th day of March, 1996

Carolyn Oglesby
Director/President

Rev. Carolyn Oglesby

Typed Name

T.C. Galloway
Director/Vice President

T.C. Galloway

Typed Name

William J. Michael
Director/Secretary/Treasurer

William J. Michael

Typed Name

ACKNOWLEDGEMENT

STATE OF FL

COUNTY OF Dixie

Before me, a Notary Public in and for said county and state, on this 13th day
of March, 1996, personally appeared Carolyn Oglesby, T.C. Galloway
and William Michael, to me known to be the identical persons who executed the
foregoing Articles of Incorporation and acknowledged to me that they executed the
same as their free and voluntary act and deed for the uses and purposes therein set
forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and
year above written.

 **JOE HUBERT ALLEN**
Expires Jan. 6, 1997
Clerk of the Circuit Court
DIXIE COUNTY, FL 32628
(Seal)

Dawn L. Dubois DC
Notary Public

CERTIFICATE

This is to certify that at a meeting of WCU PHC on March 10, 1996, the above and foregoing Articles of Incorporation were read to the church congregation in its regular business meeting assembled, and by majority vote of the church, the acts of the incorporators therein named were authorized and approved, and thereby made the acts of the church; that C. Oglesby T.C. Galloway and W.J. Michael were duly elected directors and further, that Carolyn Oglesby is the Pastor of the Church and President of the Corporation; that T.C. Galloway is the duly elected Vice President of the Corporation; and that W.J. Michael is the duly elected Secretary of the Corporation.

Rev. Carolyn Oglesby
Moderator/Pastor

ATTEST:

William J. Michael
Secretary

STATE OF FL

COUNTY OF Dixie

Rev. Carolyn Oglesby, of lawful age, being first duly sworn, says That he is the Moderator or Presiding Officer of the above mentioned corporation, and has read the foregoing Certificate and knows the contents thereof and the facts therein set forth are true.

Carolyn Oglesby
Rev. Carolyn Oglesby
Moderator/Pastor

SUBSCRIBED AND SWORN to before me, the undersigned Notary Public in and for said County and State, this 13th day of March, 1996



(seal)

JOE HUBERT ALLEN
Expires Jan. 6, 1997
Clerk of the Circuit Court
DIXIE COUNTY, FL 32628

Dawn L. Dubois
Dawn L. Dubois Notary Public

SECRET
STATE
NATIONS
16 APR 96 PM 3:34

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: World Christian Unity INC.

2. The name and address of the registered agent and office is:

T.C.Galloway

(Name)

1992 Cedar St.

(P.O. Box NOT Acceptable)

Cross City, Florida 32628

(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature

Date March 13, 1996