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NAME: TOGETHER IN CHRIST, INC.

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ARTICLES OF INCORPORATION
OF

TOGETHER IN CHRIST, INC.
(A Corporation Not-For-Profit)

ARTICLE I
Name and Address

The name of this corporation is TOGETHER IN CHRIST, INC. (the "Corporation"). The Corporation's current address is 413 Nighthawk Lane, St. Augustine, Florida 32084, and the Corporation shall maintain its principal place of business in the City of St. Augustine, County of St. Johns, Florida.

ARTICLE II
Authority

The Corporation is organized pursuant to the Florida Not for Profit Corporation Act set forth in Chapter 617 of the Florida Statutes as a not for profit corporation.

ARTICLE III
Purposes

Section 1. This is a not-for-profit corporation organized solely for general not-for-profit purposes pursuant to the Florida Not for Profit Corporation Act set forth in Chapter 617 of the Florida Statutes. The general nature, object and purpose of the corporation shall be exclusively charitable within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law (hereinafter referred to as the "Code") and to do all acts and carry on and conduct all activities necessary, suitable, convenient, useful, proper and expedient in connection with and incidental to the accomplishment of any purposes set forth herein or hereafter adopted by the Board of Directors or the members to the full extent permitted by the laws of the State of Florida for not-for-profit corporations, subject to the restrictions set forth in this Article.

Section 2. The Company is organized exclusively for charitable purposes, including but not limited to, for such purposes:

- (a) to prepare, translate, publish and distribute Christian literature;

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(b) to advance the religious education and the personal sanctity and religious commitment of the readers of the Corporation's literature and the community at large;

(c) to promote, sponsor and support religious, educational, cultural and other charitable organizations having similar purposes;

(d) to promote the social welfare and to provide relief to the poor, the distressed and the underprivileged;

(e) to carry on any business in connection with the foregoing purposes or to do any other thing that is necessary or appropriate to further or facilitate the foregoing purposes; and

(f) to engage in any lawful act or activity for which a not-for-profit corporation may be organized under the Florida corporation laws.

ARTICLE IV Restrictions

Notwithstanding any other provisions in these Articles, (1) the purposes for which this corporation is organized and shall be operated are exclusively charitable within the meaning of Section 501(c)(3) of the Code, (2) this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Code, and (3) all activities of the corporation shall be carried on and all of the funds of the corporation, whether income or principal, and whether acquired by gift, contribution, or otherwise, shall be used so that no part of the net earnings of the corporation will in any event or at any time inure to the personal benefit of, or be distributable to, any member, director, officer or trustee of the corporation or to any private organization or individual; provided, however, that reasonable compensation may be paid to any member, officer, director or trustee of the corporation in exchange for services actually rendered to or for the benefit of the corporation in furtherance of one or more of its purposes stated above.

ARTICLE V Membership

The membership of the Corporation shall consist of its permanent members (which are herein referred to as the "Trustees" of the Corporation) and members comprising such other classes of membership as the Board of Directors from time to time may establish.

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Section 1. Trustees. The powers, the term of service and the provisions for election and succession of the Trustees, and the names of the current Trustees are as follows:

(a) The Trustees shall have the sole and exclusive power and authority (i) to amend these Articles of Incorporation, (ii) to adopt, amend or repeal the Bylaws of the Corporation, and (iii) to specify the number of directors that shall constitute the entire Board of Directors, to elect and remove the directors of the Corporation and to fill vacancies on the Board of Directors. The Trustees shall have the power in their sole discretion to veto any action taken by the Board of Directors of the Corporation. Except as otherwise provided in these Articles of Incorporation or the Bylaws, any action taken by the Trustees shall require the consent of a majority of the Trustees then in office.

(b) There shall be not fewer than two (2) nor more than five (5) Trustees, as determined from time to time by action of the Trustees. Each Trustee shall continue in such capacity until his death or resignation. Any vacancy caused by reason of an increase in the number of Trustees, or by the death or resignation of a Trustee, may be filled only with the consent of a majority of the then current or the remaining Trustees. If a Trustee shall resign effective as of a future date, that Trustee shall be entitled to participate in any deliberations and in any vote concerning his successor held prior to the effective date of his resignation.

(c) The names of the current Trustees of the Corporation are: Joseph C. Difato and Felicia M. Difato.

Section 2. Other Members. The Board of Directors may make provisions for other classes of membership in the Corporation. Such other members shall be adherents to the principles for which the Corporation has been formed to promote, who are approved by the Board of Directors or a committee appointed for such purpose and who meet the qualifications for membership that are established by the Board of Directors from time to time. Such other members shall not have any of the voting rights or the right to participate in the business or affairs of the Corporation and shall not be treated as members of the Corporation for any purpose other than as being able to benefit from the spiritual and pastoral benefits of membership.

ARTICLE VI
Incorporators

The name and address of the incorporator is:

RAX CO.
50 N. Laura Street
3400 Barnett Center
Jacksonville, FL 32202

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ARTICLE VII Officers

Section 1. Officers. The officers of the Corporation shall be a President, one or more Vice-Presidents (one of which, if there are more than one, shall be designated as the Senior Vice-President), a Secretary, and a Treasurer, and such other officers as may be provided in the Bylaws.

Section 2. Initial Officers. The names of the persons who are to serve as officers of the Corporation until the first meeting of the Board of Directors are:

<u>Office</u>	<u>Name</u>
President	Joseph C. Difato
Vice-President	Felicia M. Difato
Secretary	Joseph C. Difato
Treasurer	Joseph C. Difato

Section 3. Elections. The officers shall be elected at the annual meeting of the Board of Directors unless otherwise provided in the Bylaws.

ARTICLE VIII Board of Directors

Section 1. Number of Directors. The number of directors of the Corporation shall be determined in accordance with the Bylaws but shall never be less than three (3).

Section 2. Election. Members of the Board of Directors shall be elected and hold office in accordance with the Bylaws.

Section 3. Initial Directors. The names and addresses of the persons who are to serve as initial Directors until the first annual meeting of the Corporation, are:

Joseph C. Difato
413 Nighthawk Lane
St. Augustine, Florida 32084

Felicia M. Difato
413 Nighthawk Lane
St. Augustine, Florida 32084

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G. Alan Howard
13642 Shipwatch Drive
Jacksonville, Florida 32225

ARTICLE IX
Bylaws

The Corporation may by its Bylaws make any other provisions or requirements for the arrangement or conduct of the business and affairs of the Corporation, provided that (i) the adoption of such Bylaws, and any amendment or repeal thereof, shall require the unanimous consent of the Trustees then in office, and (ii) such Bylaws are not inconsistent with these Articles of Incorporation nor contrary to the laws of the State of Florida or of the United States.

ARTICLE X
Amendments

These Articles of Incorporation may be amended only by action of the Board of Directors and with the unanimous consent of the Trustees.

ARTICLE XI
Registered Agent

The street address of the initial registered office of this corporation shall be at 50 N. Laura Street, 3400 Barnett Center, 50 N. Laura Street, in the City of Jacksonville, County of Duval, State of Florida, and the name of the original registered agent at that address shall be RAX CO.

ARTICLE XII
Tax Exempt Status

Section 1. Prohibition on Private Inurement. No part of the net earnings or property of the Corporation shall inure to the benefit of, or be distributed to, any member, other than a member which is exempt from federal income tax under Section 501(c)(3) of the Code, director, officer, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make payment and distributions in furtherance of the purposes set forth in Article III hereof.

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Section 2. Prohibition on Dividends. The Corporation shall not have the power to declare dividends.

Section 3. Prohibition on Lobbying/Intervention in Political Campaigns. No substantial part of the activities of the Corporation shall be 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.

Section 4. Other Prohibitions. Notwithstanding any provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Code.

Section 5. Public Charity Status. It is intended that the Corporation will qualify as a public charity under Section 509(a)(2) of the Code; however, the following provisions shall be applicable if it is determined that the Corporation is to be treated by the Internal Revenue Service as a "private foundation," for such period as the Corporation shall be classified as a private foundation. Notwithstanding anything herein to the contrary, in the event the Corporation is treated as a private foundation, the Corporation shall not take any action or omit to take any action or make any payment which would result in an avoidable tax liability under Sections 4940 through 4945 of the Code, or could result in termination of the Corporation's status as a private foundation under Section 507 of the Code (except actions designed to cause the Corporation to be classified as a public charity).

Section 6. Private Foundation Status. During such period, or periods, as the Corporation is treated as a "private foundation" pursuant to Section 509 of the Code, the Corporation must comply with the following:

Section 6.1. Taxable Distributions. The Directors must distribute the Corporation's net revenues at such time and in such manner so as not to subject the Corporation to tax under Section 4942 of the Code.

Section 6.2. Self-Dealing. The Corporation is prohibited from engaging in any act of self-dealing (as defined in Section 4941(d) of the Code).

Section 6.3. Excess Business Holdings. The Corporation is prohibited from retaining any excess business holding (as defined in Section 4941(d) of the Code) which would subject the Corporation to tax under Section 4945 of the Code.

Section 6.4. Jeopardizing Investments. The Corporation is prohibited from making any investments or otherwise acquiring assets in such manner so as to subject the Corporation to tax under Section 4944 of the Code. Moreover, the Corporation is prohibited

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from retaining any assets which would subject the Corporation to tax under Section 4944 of the Code if the Directors have acquired such assets.

Section 6.5. Taxable Expenditures. The Corporation is prohibited from making any taxable expenditures (as defined in Section 4945(d) of the Code).

ARTICLE XIII Meetings

Section 1. Annual Meeting. The annual meeting for the election of members of the Board of Directors shall be held as may be provided in the Bylaws.

Section 2. Regular and Special Meetings. The Corporation may provide in its Bylaws for the holding of additional regular meetings and any special meetings, and shall provide notice of all such meetings.

ARTICLE XIV Distribution of Assets Upon Dissolution

Upon the dissolution of the Corporation, the Corporation's assets shall be distributed to such other entity qualifying as a tax-exempt charity under Section 501(c)(3) of the Code as the Directors shall select, by their sole discretion, to be used by such tax-exempt charity for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code, or the Corporation's assets 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 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 XV LIMITATION ON LIABILITY

No Trustee, director, officer or member of the Corporation shall be liable to the Corporation for money damages, except (i) to the extent that it is proved that such person actually received an improper benefit or profit in money, property or services for the amount of the benefit or profit in money, property or services actually received, or (ii) to the extent that a judgment or other final adjudication adverse to such person is entered in a proceeding based on a finding in the proceeding that such person's action, or failure to act, was the result of active and deliberate dishonesty and was material to the cause of action adjudicated in the proceeding.

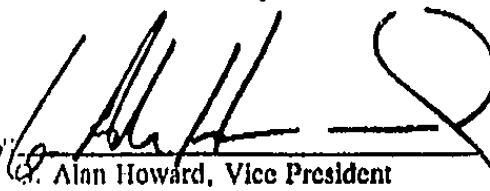
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ARTICLE XVI
Indemnification

The Corporation shall indemnify any officer, director or employee, or any former officer, director or former employee, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscribing incorporator, has hereunto set my hand and seal this 25 day of September, 1996, for the purpose of forming this Corporation not for profit under the laws of the State of Florida.

RAX CO., a Florida corporation

By: 
G. Alan Howard, Vice President

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REGISTERED AGENT CERTIFICATE

In pursuance of the Florida Not for Profit Corporation Act, the following is submitted, in compliance with said statute:

That TOGETHER IN CHRIST, INC., desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation at the City of Jacksonville, County of Duval, State of Florida, has named RAX CO., located at said registered office, as its registered agent to accept service of process and perform such other duties as are required in the State.

ACKNOWLEDGMENT:

Having been named to accept service of process and serve as registered agent for the above-stated Corporation, at the place designated in this Certificate, the undersigned, by and through its duly elected officer, hereby accepts to act in this capacity, and agrees to comply with the provision of said statute relative in keeping open said office, and further states it is familiar with §607.0501, Florida Statutes.

RAX CO., a Florida corporation

Dated: September 25, 1996By: 

G. Alan Howard, Vice President

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