

N96000005406

National Church Management Services

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October 17, 1996

FILED
DIVISION OF STATE
CORPORATIONS
96 OCT 21 11:59

New Filings Section
Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32314

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Greetings:

Please receive this filing of Articles of Incorporation for registering and certifying. This corporation will be a church related Christian school operating in Manatee County. It will be a non-profit religious organization, tax exempt qualified under section 501(c)(3). I am handling the I.R.S. processing work.

Enclosed is a check from Church On The Rock for the filing fee of \$122.50.

Please return the certified copy with assigned document number to me at the address printed at the top of this letter.

Thank you for your usual efficient and courteous treatment every time I call your office.

Gratefully Yours,



Donald W. Struble, M.B.A.
Executive Director

D. BROWN OCT 22 1996

**ARTICLES OF INCORPORATION
OF
PALMETTO CHRISTIAN SCHOOL, INC.**

(a corporation not for profit)

We, the undersigned, acknowledge and file in the office of the Secretary of the State of Florida, for the purpose of forming a corporation not for profit, without capital stock, 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 Palmetto Christian School, Inc., and the principal office shall be 1401 14th Avenue W, Palmetto, Florida 34221.

ARTICLE 2.

Purposes and Powers

2.1) Purposes. The corporation is organized exclusively for school, educational and instructional purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue law, and such purposes shall include, but not be limited to, the following:

A. To establish and operate a school for children and adults of all ages, as a secondary and a primary level educational institution, founded upon the Word of God. Classroom, individualized study, and off-campus study, may be a part of the teaching system of the school.

B. To regularly assemble for fellowship, counsel and instruction, to worship God in Spirit and in truth and to cooperate in the building up of the whole body of Christ. Also, to provide pastoral and human relations counseling in appropriate locations to those who need and request such ministry.

C. To issue diplomas, degrees, and awards, as appropriate recognition of academic and scholastic achievement, commensurate with the academic community at large.

D. To strengthen the family units so that the home life of each member is healthy and fruitful by biblical standards.

E. To raise financial support by donations and sponsor fund raising activities to fund the expenses of the Corporation.

F. To own, lease or rent and operate a gymnasium, library, laboratory, sports field, or training institute, including physical facilities and equipment, and to charge fees for the use of same.

G. To perform the Sacraments of the Church which include, but are not limited to, the following: to baptize believers in water; to anoint the sick with oil; to dedicate infants; and to celebrate the Lord's Supper (Communion).

H. To act with charitable concern for, and to help, not only members of this Corporation, but also all people in need of any help which this Corporation can give, regardless of race, social position, or religious affiliation; to develop and carry out programs of social action for poor, widowed, orphaned, afflicted, imprisoned, underprivileged, or aged persons, both within and without this Corporation.

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I. To pray for the needs of all people, for local and national leaders and governments and for all that are in authority as instructed in I Timothy 2:1-3.

J. To support and encourage communication and extension of the Christian life and witness by sound and comprehensive teaching of biblical principles to all people, both within this Corporation and elsewhere, not only by conventional modes, but also by all means which will accomplish such communication developed by modern technology.

These purposes should include to sponsor, participate in, conduct or engage in theatrical productions and drama groups, radio broadcasting, television broadcasting, the printing or reproduction and publication of recordings, books and other materials, the establishment and operation of a school or schools, and the holding and conducting of seminars, study groups, workshops, and meetings, by either resident or traveling ministers; to receive offerings for such purposes; and to grant aid and pay reasonable compensation to persons, firms and corporations for services actually rendered for such purposes; provided, that none of the foregoing shall be done for private profit.

K. To establish and maintain a place of worship, study, recreation and social interaction, a teaching center, a home for children, a half-way house, a transitional living center, ministering to the whole family and to the whole person, spirit, soul and body.

L. To recognize, support and cooperate with the various ministries established by God to equip believers to fulfill their respective functions as members of the Body of Christ and to bring the whole Body of Christ to unity, maturity and completion.

M. To provide and maintain homes, places and buildings for housing of students, counselees, lecturers, teachers and ministers, as well as other related members of the Corporation; to furnish to such students, counselees, lecturers, teachers, educators and ministers suitable meals and lodging.

N. To acquire, either by deed, gift or purchase, any real estate or personal property to be held in trust for the benefit of the Corporation and its stated purposes.

O. To mortgage, sell, or otherwise encumber any such property when such action is deemed to be in the best interests of the Corporation as defined in its stated purpose as a Christian organization.

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.

2.3) No part of the income of the Corporation shall be distributed to the members, directors, or officers of the Corporation, other than reasonable compensation or wages for services rendered.

2.4) Notwithstanding any other provision of these articles, this corporation 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 Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

2.5) 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 Corporation shall have members. Students shall be considered a type of member of this academic institution. Anyone accepted and enrolled as a student, full time or part time, shall be considered a member of the organization, according to provisions of the Bylaws. Classifications, qualifications, rights, privileges and benefits shall be specified in the Bylaws.

ARTICLE 4.
Period of Duration

4.1) Period of Duration. The Corporation shall have perpetual existence. In the event of dissolution of this Corporation, no part of the Corporation's assets shall inure to the benefit of any member but shall instead be distributed to an organization or organizations qualified as charitable organizations under Section 170 and 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future Federal tax code, as selected by the final Board of Directors of the Corporation.

ARTICLE 5.
Subscribers

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

Talmadge L. Mathews,	1506 12th St. Drive W,	Palmetto, Florida 34221
Ruth F. Mathews,	1506 12th St. Drive W,	Palmetto, Florida 34221
Donald W. Struble,	1910 Rolling Green Circle,	Sarasota, Florida 34240

ARTICLE 6.
Data Respecting Directors

6.1) The affairs and property of the Corporation shall be managed and governed by a Board of Directors composed of not less than three persons. They shall be elected for staggered three (3) year terms, by the voting membership at its annual meeting, according to the procedure set forth in the Bylaws.

6.2) The names and addresses of the persons to serve as the initial directors are:

Talmadge L. Mathews,	1506 12th St. Drive W,	Palmetto, Florida 34221
Ruth F. Mathews,	1506 12th St. Drive W,	Palmetto, Florida 34221
Donald W. Struble,	1910 Rolling Green Circle,	Sarasota, Florida 34240
Thelma Arnold,	3201 York Drive W,	Bradenton, FL 34205
Erik Eskelund,	1401 14th Avenue, W,	Palmetto, FL 34221

ARTICLE 7.

Officers

7.1) Officers. The names of the officers who shall serve until the first annual election are as follows:

Talmadge L. Mathews,	President
Donald W. Struble,	Vice President
Ruth F. Mathews,	Secretary
Thelma Arnold,	Treasurer

ARTICLE 8.

Bylaws

8.1) Bylaws. The Bylaws of the Corporation may be altered, amended or replaced in the following manner:

By vote of a two-thirds (2/3) majority of all of the members of the Board of Directors, provided that a motion for such change must be made at a duly convened meeting of the Board of Directors, and may not be voted upon for acceptance or rejection until the next duly convened meeting and then only so long as the motion is not inconsistent with the provisions of the Articles of Incorporation.

ARTICLE 9.

Amendments

9.1) Amendments. Amendments to the Articles of Incorporation may be proposed and adopted in the following manner:

Amendments may be considered at any regular or special meeting of the Board of Directors. A vote of a two-thirds (2/3) majority of all of the members of the Board of Directors is required for passage of an amendment.

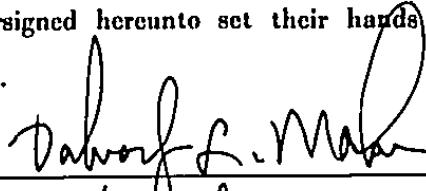
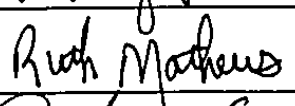
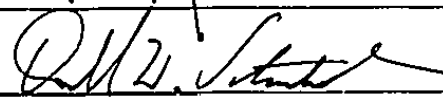
ARTICLE 10.

Registered Agent

10.1) The below named incorporators, desiring to organize this corporation under the laws of the State of Florida, do hereby designate and appoint Talmadge L. Mathews the Registered Agent of this corporation, to accept service of process and to serve in such capacity until his successor is selected and duly designated. His address of record is 1401 14th Avenue W, Palmetto, FL 34221.

IN WITNESS WHEREOF, the undersigned hereunto set their hands and seals this 16th day of October, 1996.

Signed, sealed and delivered:

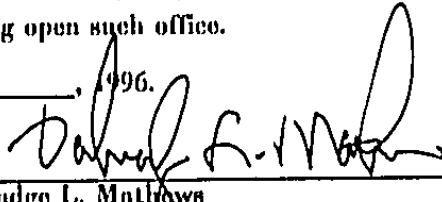
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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Palmetto Christian School, Inc., at the place designated in the Articles of Incorporation, I, Talmadge L. Mathews, of 1401 14th Avenue W., Palmetto, Florida 34221, agree to act in this capacity, and agree to comply with the provisions of Florida Statutes relative to keeping open such office.

This 16th day of October, 1996.



Talmadge L. Mathews (SEAL)

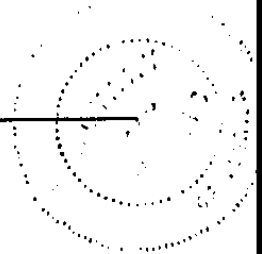
STATE OF FLORIDA }
COUNTY OF MANATEE } SS

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized to take acknowledgments, personally appeared

Talmadge L. Mathews, Ruth F. Mathews, and Donald W. Struble
known to me 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.

IN WITNESS WHEREOF, I hereunto set my hand and official seal this 16th day of October, 1996.


Notary Public



My Commission Expires:

