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October 24, 1996

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*****70.00 *****70.00

Secretary of State
P.O. Box 6327
Tallahassee, FL 32314

RE: Articles of Incorporation

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation, along with my check in the amount of \$70.00 to cover the costs of filing the same.

If you have any questions, please do not hesitate to contact this office.

Very truly yours,

Michael J. Brutz
(cal)

Michael J. Brutz

MJB/cah

Enclosure

FILED
96 OCT 28 AM 8:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL OCT 29 1996

ARTICLE OF INCORPORATION OF
PEOPLES' CHURCH OF MELBOURNE BEACH, INC.
a Florida Nonprofit Corporation

FILED
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RECORDING DIVISION
TALLAHASSEE, FLORIDA

ARTICLE I
CORPORATE NAME, PRINCIPAL OFFICE AND MAILING ADDRESS

The name of this corporation is Peoples' Church of Melbourne Beach, Inc.

The principal office of this corporation is 3830 S. Highway 1A1A, #C-2, Melbourne Beach, Florida, 32951.

The mailing address of this corporation is 3830 S. Highway 1A1A, #C-2, Melbourne Beach, Florida, 32951.

ARTICLE II
CORPORATE NATURE

This is a nonprofit corporation, organized solely for general religious purposes pursuant to the Florida Corporations Not for Profit Law set forth in Section 617 of the Florida Statutes.

ARTICLE III
DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV
GENERAL AND SPECIFIC PURPOSES

The specific and primary purposes for which this corporation is formed are:

A. For the advancement of religion, charity, education and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.

B. To operate exclusively in any other manner for such religious, charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the

distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

ARTICLE V MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Directors: The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than three (3) persons. The number of Directors of the corporation shall be three (3) provided however, that such number may be changed by a By-Law duly adopted by the members.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held.

Directors elected at the first annual meeting and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Directors and until the qualification of the successors in office. Annual meetings shall be held at 3830 S. Highway, Ala, #C-2, Melbourne Beach, FL 32951 on November 1st of each year at 7:00 P.M. or at such other place or places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by one Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the By-Laws of this corporation authorize the Directors to so act. Such a statement shall be prima facie

vidence of such authority.

The names and addresses of such initial members of the Board of Directors are as follows:

| NAME | ADDRESS |
|-------------------|--|
| Charles P. Newman | 3830 S. Highway 1A1, #C-2 Melbourne Beach, FL 32951 |
| Rowan P. Jones | 2599 Senator Way Melbourne, FL 32901 |
| Shirley F. Fuller | 204 Elm Avenue Melbourne Beach, FL 32951 |

B. Corporate Officers: The Board of Directors shall elect the following officers: President, Vice President, Secretary and Treasurer, and such other officers as the By-Laws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

| NAME | ADDRESS |
|---------------------------------------|---|
| President: <u>Robert T. Fuller</u> | <u>204 Elm Avenue</u> <u>Melbourne Beach, FL 32951</u> |
| Vice President: <u>Rowan P. Jones</u> | <u>2599 Senator Way</u> <u>Melbourne, FL 32901</u> |
| Secretary: <u>Shirley F. Fuller</u> | <u>2599 Senator Way</u> <u>Melbourne, FL 32901</u> |
| Treasurer: <u>Shirley F. Fuller</u> | <u>204 Elm Ave</u> <u>Melbourne Beach, FL 32951</u> |

ARTICLE VI EARNINGS AND ACTIVITIES OF CORPORATION

A. 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 to make payments and

distributions in furtherance of the purposes set forth in Article IV hereof.

B. 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.

C. Notwithstanding any other provision of these 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).

D. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VII DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious or scientific purposes as shall at the time qualify as an exempt organization or 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), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the

county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII MEMBERSHIP

The qualification for members and the manner of their admission shall be regulated by the By-Laws of this corporation.

ARTICLE IX SUBSCRIBERS

The names and residence addresses of the Subscribers of this corporation are as follows:

| NAME | ADDRESS |
|-------------------|---|
| Charles P. Newman | 3830 S. Highway 1A1A, #C-2 Melbourne Beach, FL 32951 |
| Rowan P. Jones | 2599 Senator Way Melbourne, FL 32901 |
| Shirley F. Fuller | 204 Elm Avenue Melbourne Beach, FL 32951 |

ARTICLE X AMENDMENT OF BY-LAWS

Subject to the limitations contained in the By-Laws and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation. By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Directors or by following the procedure set forth therefor in the By-Laws.

ARTICLE XI
DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to religious, educational, charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

ARTICLE XII
REGISTERED AGENT AND OFFICE

The address of the corporation's registered office shall be 3830 S. Highway 1A, #C-2, Melbourne Beach, FL 32951 and the name of its registered agent at said address shall be Charles P. Newman.

ARTICLE XIII
AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote in the manner set forth in the By-Laws of this corporation.

We, the undersigned, being the Subscribers and Incorporators of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this 23 day of October, 1996.

WITNESSED BY:

Carol Stoddart

Jamo D. Thomson

Charles P. Newman
CHARLES P. NEWMAN

Rowan P. Jones
ROWAN P. JONES

Shirley F. Fuller
SHIRLEY F. FULLER

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Peoples' Church of Melbourne Beach, Inc., Charles P. Newman, agrees to act in this capacity and agrees to comply with the provisions of Section 48.091, relative to keeping open such office.

Charles P. Newman

Charles P. Newman
3830 S. Highway 1A, #C-2
Melbourne Beach, FL 32951

Dated: Oct. 23, 1996

FILED
95 OCT 28 AM 8:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing Articles of Incorporation of Peoples' Church of
Melbourne Beach, Inc. were acknowledged before me this 24th day of
October, 1996 by Charles P. Newman as Incorporator.

Carol A. Hall
Notary Public

My Commission expires:



CAROL A. HALL
MY COMMISSION # CC486388 EXPIRES
October 28, 1999
BONDED THRU TROY FARM INSURANCE, INC.