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November 1, 1996

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

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Re: Lake Magdalene United Methodist Church, Inc. Permanent
Endowment Fund

Gentlemen:

Enclosed please find original and copy of Articles of
Incorporation and Certificate of Designation of Registered Agent
for Lake Magdalene United Methodist Church, Inc. Permanent
Endowment Fund, along with my check in the amount of \$122.50.
Please file these documents and return a certified copy to me.

Very truly yours,

George W. Phillips
George W. Phillips

GWP/kw

Enclosures

cc: Rev. Charles Lever
Jack Huss
Al Flynn
Michael Eurich
Steve Grove
Vernon Jean Owens, Esq.

Dmc
11/7/96

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

FOR

TALLAHASSEE, FLORIDA

LAKE MAGDALENE UNITED METHODIST CHURCH, INC.
PERMANENT ENDOWMENT FUND

The undersigned, acting as incorporators of a non-profit corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation shall be LAKE MAGDALENE UNITED METHODIST CHURCH, INC. PERMANENT ENDOWMENT FUND.

ARTICLE II. REGISTERED OFFICE ADDRESS

The principal place of business and the mailing address of this corporation shall be 2902 W. Fletcher Avenue, Tampa, FL 33618.

ARTICLE III. PURPOSES

Section 1. The specific purposes of this corporation shall be: To carry out the purposes of the Lake Magdalene United Methodist Church, Inc. Permanent Endowment Fund as adopted by the Charge Conference of the Lake Magdalene United Methodist Church on February 1, 1995, as it may be amended from time to time according to its terms. In the event of the dissolution of this corporation all assets shall be transferred to Lake Magdalene United Methodist Church, Inc., a Florida corporation not for profit.

Section 2. Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on by: (a) a corporation exempt from Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 of the corresponding provision of any future United States Internal Revenue or (b) a corporation contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law.

ARTICLE IV. MEMBERS

Membership in this corporation shall be limited to nine voting directors and three ex-officio non-voting directors.

ARTICLE V. MANNER OF ELECTION OF DIRECTORS

The voting directors shall serve three year terms beginning on January 1 and ending on December 31. The first voting directors shall be as follows:

<u>Director</u>	<u>Address</u>	<u>Date of Term Expiration</u>
Albert H. Flynn	17921 Hollybrook Dr Tampa, FL 33647	12/31/97
Rudy Hopf	4409 Hudson Lane Tampa, FL 33624	12/31/97
George W. Phillips	3403 Valley Ranch Dr. Lutz, FL 33549	12/31/97
Michael Eurich	6807 Mitchell Cir. Tampa, FL 33634	12/31/98
Steven W. Grove	9610 Dunscroft Lane Tampa, FL 33626	12/31/98
Thomas Hobson	3212 Grenada Way Tampa, FL 33618	12/31/98
Jack Huss	813 Taray de Avila Tampa, FL 33613	12/31/99
Richard Mathias	11716 Lipsey Rd. Tampa, FL 33618	12/31/99
Wilson Sistrunk	3302 Nakora Dr. Tampa, FL 33618	12/31/99

Voting directors shall be nominated by the Nominations and Personnel Committee and elected annually by the Charge Conference of Lake Magdalene United Methodist Church, Inc. and their names and addresses shall be certified to the corporation by the chairman of the Administrative Board by not later than December 15 of each year beginning in 1997. Voting director may succeed themselves.

The non-voting ex-officio Directors of the Corporation shall be the Senior Pastor, the financial secretary, and a member of the board of Trustees chosen by the Senior Pastor of Lake Magdalene United Methodist Church.

ARTICLE VI. OFFICERS

The Corporation shall have a President, Vice President, Secretary and treasurer whose duties will be as stated in Florida Statutes 617.0840 and 617.0841 and the Bylaws of the Corporation. The first officers to serve until December 31, 1997 are:

President - Albert H. Flynn
Vice President - George W. Phillips
Secretary - Steven W. Grove
Treasurer - Michael Eurich

Successor officers shall be elected by the voting Directors.

ARTICLE VII. LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation are as provided in Section 617.0302 Florida Statutes.

ARTICLE VIII. INITIAL REGISTERED AGENT AND STREET ADDRESS


The name and the street address of the initial registered agent is: George W. Phillips, 14502 N. Dale Mabry, Suite 200, Tampa, FL 33618.

ARTICLE IX. INCORPORATORS

The names and street address of the incorporators for these Articles of Incorporation are: George W. Phillips, 14502 N. Dale Mabry, Suite 200, Tampa, FL 33618, Steven W. Grove, 9610 Dunscroft Lane, Tampa, FL 33626 and Michael Eurich, 6807 Mitchell Cir., Tampa, FL 33634.

The undersigned incorporators have executed these Articles of Incorporation this 11 day of July, 1996.


GEORGE W. PHILLIPS


STEVEN W. GROVE


MICHAEL EURICH

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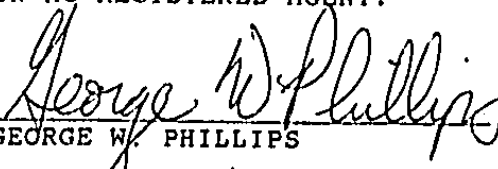
CERTIFICATE OF DESIGNATION DEPT. OF STATE
REGISTERED AGENT/REGISTERED OFFICE TALLAHASSEE, FLORIDA

Pursuant to the provision of sections 607.0501 or 617.0501, 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: Lake Magdalene United Methodist Church, Inc. Permanent Endowment Fund.
2. The name and address of the registered agent and office is:

George W. Phillips
14502 N. Dale Mabry, Suite 200
Lutz, FL 33618

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 PROVISION 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.


GEORGE W. PHILLIPS

Date: July 11, 1996