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FLORIDA NON-PROFIT CORPORATION

Harvester United Methodist Church, Inc.

7 pages

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 9, 1999

RUDNICK & WOLF

SUBJECT: HARVESTER UNITED METHODIST CHURCH, INC.
REF: W99000005640

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**ARTICLES OF INCORPORATION
OF
HARVESTER UNITED METHODIST CHURCH, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as sole incorporator, adopts these Articles of Incorporation and forms a not for profit corporation (the "Corporation") under the Florida Not for Profit Corporation Act (the "Act"), as follows:

I.

Name

The name of the Corporation is **Harvester United Methodist Church, Inc.**

II.

Term of Existence

The Corporation's existence commences on the date of the filing of these Articles of Incorporation with the Department of State of the State of Florida. The Corporation will have perpetual existence thereafter.

III.

Dissolution

Upon dissolution of this Corporation, or the liquidation of its assets, whether voluntary or involuntary or by operation of law, except as and to the extent otherwise provided or required by law, the net assets remaining must be distributed as provided in the Discipline of The United Methodist Church, among the participating organizations who are qualified under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), subject always to the provisions of these Articles and to the specific condition that none of the net assets of the Corporation will be distributed to or for the benefit of any member, officer or trustee of the Corporation or to any other individual; provided, however, that nothing contained in this Article will be construed to prevent a distribution from the net assets of the Corporation to another distributee, otherwise properly made in accordance with the provisions of these Articles and the purposes herein stated, solely by reason of the fact that one or more of the members, officers or trustees of the Corporation may be connected or associated with the distributee as a member, trustee, officer or in any other capacity.

Prepared by: Lewis J. Conwell
Florida Bar No. 0813450
Rudnick & Wolfe
101 East Kennedy Blvd., Suite 2000
Tampa, Florida 33602
(813) 229-2111

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IV.
Principal Office

The principal office and mailing address of the Corporation is 2432 Collier Parkway, Land O'Lakes, Florida 34639.

V.
Purposes

The purposes for which the Corporation is formed are to spread the gospel of Jesus Christ, to accommodate and encourage the worship of God, for training in Christian faith and conduct and for Christian social intercourse. The Corporation is incorporated exclusively for religious, charitable, literary and educational purposes. This Corporation will support the doctrine, and it, and all its property, both real and personal, will be subjected to the laws, usages, and ministerial appointments of the United Methodist Church and the Discipline of the United Methodist Church.

VI.
Powers

The Corporation will have all powers granted to it by the Act subject to the provisions of the Discipline of the United Methodist Church. No substantial part of the activities of the Corporation will be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation will not participate in or intervene in any political campaign (including the publication or distribution of statements) on behalf of any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the Corporation will not conduct or carry on any activities not permitted to be conducted or carried on (i) by an organization exempt from taxation under Section 501(c)(3) of the Code, or (ii) by an organization contributions to which are deductible under Section 170(c)(2) of the Code.

VII.
Limitation on Activities

No part of the net earnings of the Corporation will inure to the benefit of, or be distributable to, any member, Trustee or officer of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation effecting one or more of its purposes), and no member, Trustee or officer of the Corporation, or any private individual, will be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation; provided, however, the Corporation may confer benefits in the form of distributions, in dissolution or otherwise, upon any not for profit corporation described in Section 501(c)(3) of the Code and specified in Article III above.

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VIII.
Membership

The doctrinal basis, manner of admission, qualification for membership, will conform to the requirements of the Discipline of the United Methodist Church as adopted and approved by the General Conference and to the rulings of the Bishops of the United Methodist Church. All members of the Charge Conference, in good and regular standing, are members of this Corporation.

IX.
Trustees

The Corporation will have no less than 3 nor more than 9 trustees. Trustees may be elected, removed from office and hold office by the Charge Conference. The number of trustees may be increased or decreased from time to time as provided in the bylaws of the Corporation, provided that the Corporation will always have at least 3 trustees. Initially, the Corporation will have 6 trustees. The names and addresses of the initial trustees of the Corporation, who will serve until their successor(s) are duly elected and qualified, are:

<u>Name</u>	<u>Address</u>
Lynn Seabury	25315 Beechwood Drive Land O'Lakes, Florida 34639
Monty Brown	221 Shirley Drive Tampa, Florida 33613
Michael Carpenter	4605 Victoria Road Land O'Lakes, Florida 34639
Harold Henk, Jr.	1135 Fox Chapel Drive Lutz, Florida 33549
Michele Taylor	28537 Dawns Break Point Wesley Chapel, Florida 33543 Tampa, Florida 33618
Robert Young	24749 George Road Land O'Lakes, Florida 34639

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X.**Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is c/o Rudnick & Wolfe, 101 East Kennedy Boulevard, Suite 2000, Tampa, Florida 33602 and the name of its initial registered agent at such address is Lewis J. Conwell.

XI.**Incorporator**

The name and address of the incorporator signing these Articles of Incorporation are:

Name**Address**

Michael Carpenter

4605 Victoria Road
Land O'Lakes, Florida 34639**XII.****Bylaws**

The power to adopt, alter, amend or repeal bylaws will be vested in the Corporation's Board of Trustees. The Bylaws of the Corporation will include the Discipline of the United Methodist Church as from time to time enacted, authorized and declared by the United Methodist Church, and no other Bylaws will be adopted inconsistent with the provisions of such Discipline.

XIII.**Indemnification**

The Corporation will indemnify any trustee or officer or any former trustee or officer, to the fullest extent permitted by law.

XIV.**Amendment**

These Articles of Incorporation may be amended in the manner provided by law.

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IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on FEBRUARY 14, 1999.


Michael Carpenter, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the above-stated Corporation, at the place designated in these Articles of Incorporation, I agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: March 8, 1999.


Lewis J. Conwell

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TALLAHASSEE, FLORIDA