

Division of Corporations

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Account Name : ANNIS MITCHELL COCKEY EDWARDS & ROEHN, P.A.
Account Number : 071600002745
Phone : (941) 489-1776
Fax Number : (941) 489-2444

FLORIDA NON-PROFIT CORPORATION

GATEWAY TRINITY CHURCH ENDURING GIFTS FOUNDATION, INC.

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ARTICLES OF INCORPORATION

OF

GATEWAY TRINITY CHURCH ENDURING GIFTS FOUNDATION, INC.

The undersigned, acting as incorporator pursuant to Florida Statutes Section 617.02011 hereby adopts the following Articles of Incorporation for the corporation:

ARTICLE I

The name of this non-profit corporation shall be Gateway Trinity Church Enduring Gifts Foundation, Inc. ("Foundation").

ARTICLE II

The purposes for which this Foundation is organized and to be operated shall be exclusively for those purposes described in Section 501(c)(3) of the Internal Revenue Code, including religious, charitable, scientific, testing for public safety, literary, educational or prevention of cruelty to children or animals purposes ("charitable purposes"), and as an organization operating solely for the benefit of, or in connection with, the Gateway Trinity Church of the Evangelical Lutheran Church of America, Inc., hereinafter the "Gateway Trinity Church". In carrying out such purposes, this Foundation shall have all of the powers and authorities granted by statute and law, including the power and authority to accept gifts, devise and other contributions for charitable purposes, to hold and administer the funds and properties received and to expend, contribute and otherwise dispose of funds or properties for charitable purposes either directly or by contribution to other organizations organized and operated exclusively for charitable purposes; provided, however, said powers and authorities shall be exercised only in furtherance of charitable purposes.

Peter D. Doragh, Esq.
12800 University Drive, Suite 600
Fort Myers, FL 33907
Phone: (941) 489-1776
FL Bar No.: 434914

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ARTICLE III

The sole member of the Foundation shall be the Gateway Trinity Church, and no other member shall be permitted.

ARTICLE IV

This Foundation shall exist perpetually commencing on the date these Articles are filed with the Secretary of State of the State of Florida.

ARTICLE V

The affairs of this Foundation shall be managed by the Board of Trustees and, subject to the control of said Board, by the officers of this Foundation. The officers of this Foundation shall be a President, a Secretary and a Treasurer. In addition, the Board of Trustees may elect or appoint one or more Vice Presidents and one or more Assistant Secretaries and Assistant Treasurers. Members of the Board of Trustees and officers shall be elected or appointed and removed, as prescribed from time to time in the Bylaws of the Gateway Trinity Church by its Congregational Council.

ARTICLE VI

The number of trustees constituting the Board of Trustees shall be not less than three (3) and not more than nine (9). The number, qualifications and method of selection of Trustees shall be as prescribed from time to time by the Bylaws.

ARTICLE VII

The initial Bylaws shall be adopted by the Board of Elders of Gateway Trinity Church. Thereafter, the Board of Trustees shall have the exclusive power to adopt, alter or rescind Bylaws and to propose and adopt amendments to these Articles of Incorporation in the manner prescribed from time to time by the Bylaws; provided, however, that any such action shall be consistent

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with the purposes for which this Foundation is organized, and shall only be effective upon the approval of the Congregational Council of the Gateway Trinity Church.

ARTICLE VIII

No part of the income or principal of this Foundation shall inure to the benefit of any private person or individual, including any member, trustee or officer of this Foundation. No part of the activities of this Foundation shall consist of carrying on propaganda, or otherwise attempting to influence legislation. This Foundation shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office. This Foundation shall not engage in any transaction defined as "prohibited" under Section 503 of the Internal Revenue Code. Notwithstanding any other provision hereof, this Foundation shall conduct or carry on only activities which are permitted to be conducted or carried on by an organization (1) exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code, (2) contributions to which are deductible from the taxable income of the donor under Section 170(c)(2) of the Internal Revenue Code, (3) gifts to which are deductible for federal gift tax purposes under Section 2522(a)(2) of the Internal Revenue Code and (4) testamentary dispositions to which are deductible for federal estate tax purposes under Section 2055(a) of the Internal Revenue Code. Any reference in these Articles of Incorporation to any section of the Internal Revenue Code shall be deemed to mean such section as it now exists or as it may hereafter be amended, supplemented or superseded.

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ARTICLE IX

The address of the initial Registered Office of this Foundation shall be Annis, Mitchell, Cockey, Edwards & Roehn, P.A., 12800 University Drive, Fort Myers, Florida 33907; and the name of its initial Registered Agent at such address is Pete Doragh.

ARTICLE X

The initial subscriber to these Articles of Incorporation and his residence addresses is as follows:

<u>Name</u>	<u>Residence</u>
Pete Doragh	Annis, Mitchell, Cockey, Edwards & Roehn, P.A. 12800 University Drive, Suite 600 Fort Myers, Florida 33907

ARTICLE XI

The initial principal office and mailing address of the Foundation is:

<u>Name</u>	<u>Address</u>
Gateway Trinity Church Enduring Gifts Foundation, Inc.	11381 Gateway Blvd. Fort Myers, FL 33913

ARTICLE XII

In the event of the termination of this Foundation for any reason whatsoever, all of its remaining assets, after payment of any valid claims against it, shall be paid over to organizations which are described in Section 501 (c)(3) of the Internal Revenue Code selected according to the priority established in this Article. Provided that that Gateway Trinity Church continues and is not (1) bankrupt, (ii) insolvent, or (iii) subject to any judgment or claim which might attach to any of the remaining assets, then the remaining assets shall be distributed to the Gateway Trinity

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Church or such other qualified organization as it may designate. Otherwise, the remaining assets shall be distributed to a qualified organization selected by the Board of Trustees.

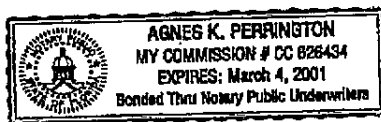
IN WITNESS WHEREOF the undersigned incorporator has, pursuant to Chapter 617, Florida Statutes, executed these Articles of Incorporation for a non-profit corporation this 17th day of May, 1999.

Pete Doragh
Pete Doragh

STATE OF FLORIDA)

COUNTY OF LEE)

The foregoing was acknowledged before me this 17th day of May, 1999 by Pete Doragh, who is personally known to me or who has produced _____ as identification.



Agnes K. Perrington
NOTARY PUBLIC

Name: Agnes K. Perrington
My Commission Expires:

CONSENT OF REGISTERED AGENT

I, Pete Doragh, having been named as Registered Agent of Gateway Trinity Church Enduring Gifts Foundation, Inc., do hereby consent to serve as Registered Agent of said non-profit corporation.

Pete Doragh
Pete Doragh