

LAW OFFICES
SHULER AND SHULER

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ALFRED O. SHULER
J. GORDON SHULER
THOMAS M. SHULER

N99000004875

August 10, 1999

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****122.50 *****78.75

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

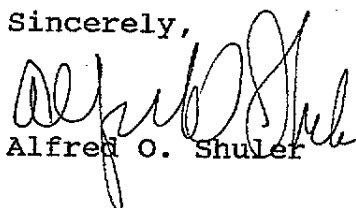
RE: First United Methodist Church of Apalachicola, Inc.

Dear Sir/Madam:

Enclosed you will find the original Article of Incorporation for the First United Methodist Church of Apalachicola, Inc. You will also find a check payable to you in the amount of \$122.50 for your filing fee and certified copies of the Articles.

Thank you for your attention to this, and please let me know if you need any additional information.

Sincerely,


Alfred O. Shuler

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
FIRST UNITED METHODIST CHURCH OF APALACHICOLA, INC.

We, the undersigned, all of whom are of legal age, hereby associate ourselves together for the purpose of becoming incorporated under the law of the State of Florida, applicable to corporations not for profit, under the following proposed Chapter.

ARTICLE I. NAME AND OFFICE

The name of the corporation shall be THE FIRST UNITED METHODIST CHURCH OF APALACHICOLA, INC., and it is located at Apalachicola, Florida. The principal place of worship and office of the corporation shall be Highway 98 at 5th Street, Apalachicola, Florida 32320.

ARTICLE II. PURPOSE

The object, general nature and purpose of this corporation shall be to establish and maintain in the City of Apalachicola a United Methodist Church, subject to Discipline of the United Methodist Church. This church organization shall support the doctrine, and it, and all its property, both real and personal, shall be subject to the laws, usages, and ministerial appointments of the United Methodist Church and the Discipline of said Church.

ARTICLE III. MEMBERSHIP

The doctrinal basis, manner of admission, qualification for membership, shall 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 said Church. All members of the Charge Conference of the church being incorporated

in good and regular standing are members of this corporation.

ARTICLE IV. SUBSCRIBERS

The name and residence of each subscriber to these Articles of Incorporation are as follows:

Teddy J. Mosteller	President
Richard C. Macy	Vice President

ARTICLE V. POWERS

This corporation shall have the power to acquire and hold title in fee simple, in trust, or otherwise, to both real and personal property, and to improve, encumber, sell, convey and dispose of all such property in conformity with the Discipline of The United Methodist Church, to borrow money, execute notes, bonds, and other evidences of indebtedness and secure the same by mortgage and deeds of trust, annuity bonds and other instruments of indebtedness and pay interest thereon; to improve, adapt and use its property or the income thereof in its religious, educational, benevolent, or social activities, without financial profit to its members, except as may be necessary in the payment of salaries or other compensation of services rendered, and, subject to the provisions of the Discipline of the United Methodist Church, the corporation shall have the power to erect and maintain buildings for the worship of God, for training in Christian faith and conduct and for Christian social communication, and to acquire or build and maintain residences for the use and occupancy of its ministry, and shall have the powers of a Florida not for profit Corporation.

ARTICLE VI. OFFICERS

1. The officers of the corporation shall be a President,

Vice President, Secretary and Treasurer, and such other officers as may be provided in the By-Laws.

2. The names of the persons who are to serve as officers of the corporation until their successors in office are duly elected and qualified are:

Teddy J. Mosteller	President
Richard C. Macy	Vice President
Sherry Willis	Secretary
Nonie Schoelles	Church Treasurer

3. The officers shall be members of the Board of Trustees, and shall be elected by the Board of Trustees in the manner provided in the By-Laws.

ARTICLE VII. BOARD OF TRUSTEES (DIRECTORS)

1. The business affairs of this corporation shall be managed by the Board of Trustees, which shall consist of not less than three not more than nine persons who shall be elected by the Charge Conference of the Church as provided for in the By-Laws and Discipline of the United Methodist Church.

2. The names and addresses of the Board of Trustees are as follows:

Chairperson: Teddy J. Mosteller, 151 24th Avenue
Apalachicola, Florida 32320.

Aaron Taylor, P.O. Box 605, Eastpoint, Florida 32328.

Tink Hose, P.O. Box 63, Eastpoint, Florida 32328.

Don Johnson, P.O. Box 743, Eastpoint, Florida 32328-0743.

Richard Macy, P.O. Box 116, Apalachicola, Florida 32329-0116.

Laurie Rivers, 12 6th Street, Apalachicola, Florida 32320

Frederick Sawyer, Jr. 90 16th Street, Apalachicola, Florida
32320.

Sherry Willis, 133 Avenue B, Apalachicola, Florida 32329

Mike Willis, 133 Avenue B. Apalachicola, Florida 32329

3. These Trustees shall serve until their successors are
duly elected and qualified.

ARTICLE VIII. BY-LAWS

The By-Laws of the corporation shall be adopted by the Board
of Trustees and may be amended and changed from time to time by the
Board of Trustees.

The By-Laws of the corporation shall include the Discipline
of The United Methodist Church as from time to time enacted,
authorized and declared by its General Conference; and no other By-
Laws shall be adopted inconsistent with the provisions of the
Discipline.

ARTICLE IX. QUORUM

A quorum for the transaction of the business of the
corporation shall consist of a majority of the Board of Trustees.

ARTICLE X. AMENDMENT


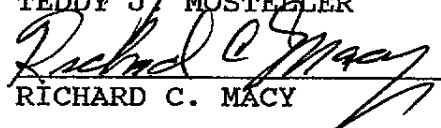
These Articles of Incorporation may be amended as set forth
in the By-Laws of the corporation.

ARTICLE XI. DISTRIBUTION OF ASSETS UPON DISSOLUTION

No person, firm or corporation shall ever receive any dividend
or share in the income from the undertaking of this corporation and
upon dissolution of this corporation all assets remaining after
payment of the costs and expenses of such dissolution shall be
distributed as provided in the Discipline of the United Methodist

Church, among the participating organizations which are qualified for exemption under Section 501 (c) (3) and Section 1701 (c) of the Internal Revenue Code, for a public purpose, and none of the assets shall be distributed to any member, officer or director of this corporation.

IN WITNESS WHEREOF, WE, the undersigned subscribing incorporators, have hereunto set our hands and seals this 10th day of August, 1999. for the purpose of forming this corporation not for profit, under the laws of the State of Florida.

 (SEAL)
TEDDY J. MOSTELLER
 (SEAL)
RICHARD C. MACY

STATE OF FLORIDA
COUNTY OF FRANKLIN

Before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared, TEDDY J. MOSTELLER, and RICHARD C. MACY, to me know to be the persons described in and who executed the foregoing Articles of Incorporation, and they acknowledge before me that they executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above this 10th day of August, 1999.


Notary Public. State of Florida.

(NOTARIAL SEAL)

Print, Type, or Stamp Commissioned
Name of Notary Public



Suzanne Michele Maxwell
MY COMMISSION # CC740192 EXPIRES
April 8, 2000
BONDED THRU TROY FAIN INSURANCE, INC.

IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT:

FIRST, that FIRST UNITED METHODIST CHURCH OF APALACHICOLA, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Apalachicola, County of Franklin, State of Florida, has named Teddy J. Mosteller, 151 24th Avenue, Apalachicola, Florida 32320 as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this Certification, I HEREBY ACCEPT to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

BY:


TEDDY J. MOSTELLER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA