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August 10, 1999

600002957726-3  
-08/12/99-01022-018  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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

RE: The District Board of Trustees of the Pensacola District of the Alabama-West Florida  
Conference of the United Methodist Church, Inc.

Dear Sir or Madam:

Enclosed please find a check in the amount of \$78.75 to file the enclosed Articles of Incorporation (original and one copy enclosed). If you find the enclosures in order, please endorse your approval to the Articles of Incorporation on the duplicate copy, certify the same, and return it to the undersigned at your earliest convenience. If you should have any questions regarding this matter, please do not hesitate to contact me.

Very truly yours,

Anchors, Foster, McInnis & Keefe, P.A.



C. LeDon Anchors

CLA:slb  
Enclosure

FILED  
99 AUG 12 AM 8:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TC 8/19/99

**ARTICLES OF INCORPORATION**  
**OF**  
**THE DISTRICT BOARD OF TRUSTEES OF THE**  
**PENSACOLA DISTRICT OF THE ALABAMA-WEST FLORIDA**  
**CONFERENCE OF THE UNITED METHODIST CHURCH, INC.**

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

**ARTICLE I - NAME & PRINCIPAL OFFICE**

The name of the corporation shall be THE DISTRICT BOARD OF TRUSTEES OF THE PENSACOLA DISTRICT OF THE ALABAMA-WEST FLORIDA CONFERENCE OF THE UNITED METHODIST CHURCH, INC., and the principal office shall be located at 902 E. Jackson Street, Pensacola, Florida 32501 and the mailing address is Post Office Box 2727, Pensacola, Florida 32513.

**ARTICLE II - PURPOSES**

The object, general nature and purpose of this corporation shall be to establish and create a corporation by which the District Board of Trustees of the Pensacola District of the Alabama-West Florida Conference of The United Methodist Church shall hold the title to the District parsonage and such other District property as shall have been heretofore or hereafter be acquired by the Pensacola District of the Alabama-West Florida Conference of The United Methodist Church and to conduct related business and to pursue related purposes as provided by The Book of Discipline of The United Methodist Church of the Pensacola District of the Alabama-West Florida Conference of The United Methodist Church.

This corporation shall support the doctrine, and it and all of its property, both real and personal, shall be subject to the laws, usages and requirements of The United Methodist Church and The Book of Discipline of said church.

### ARTICLE III - MEMBERSHIP

The members of the District Board of Trustees duly elected by the Pensacola District of the Alabama-West Florida Conference of The United Methodist Church shall constitute all of the members of this corporation. The duly appointed and acting District Superintendent of the Pensacola District of the Alabama-West Florida Conference of The United Methodist Church shall be an ex-officio member of the corporation. Any member who shall cease to be a member of the District Board of Trustees of the Pensacola District of the Alabama-West Florida Conference of The United Methodist Church shall cease to be a member of this corporation.

### ARTICLE IV - TERM OF EXISTENCE

This corporation shall have perpetual existence unless it shall be dissolved according to the laws of the State of Florida.

### 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 Book of 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 for services rendered; and, subject to the provisions of The Book of 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 intercourse, and to acquire or build and maintain residences for the use and occupancy of its ministers and to conduct other related business consistent with the purposes and powers of the corporation.

ARTICLE VI - SUBSCRIBERS

The names and residences of each of the subscribers to these Articles of Incorporation are as follows:

<u>NAMES</u>	<u>ADDRESSES</u>
C. LeDon Anchors	909 Mar Walt Drive, Suite 1014 Fort Walton Beach, Florida 32547
Herb Sadler	75 Fairpoint Drive Gulf Breeze, Florida 32561
Bill Board	4525 Soundside Drive Gulf Breeze, Florida 32561

ARTICLE VII - OFFICERS

The officers of the corporation shall be a Chairman, Vice-Chairman, Secretary, Treasurer, and such other officers as may be provided in the By-Laws.

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

Chairman	C. LeDon Anchors
Vice-Chairman	Herb Sadler
Secretary	Bill Board
Treasurer	Bill Board

ARTICLE VIII - BOARD OF TRUSTEES

The business affairs of this corporation shall be managed by the Board of Trustees, which shall consist of not less than three (3) nor more than nine (9) persons who shall be elected by the Pensacola District of the Alabama-West Florida Conference of The United Methodist Church, as provided for in the By-Laws and The Book of Discipline of The United Methodist Church. These Trustees shall serve until their successors are duly elected and qualified.

ARTICLE IX - 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 Book of 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 Book of Discipline.

ARTICLE X - QUORUM

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

ARTICLE XI - AMENDMENTS

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

ARTICLE XII - 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 Book of Discipline of The United Methodist Church, among the participating organizations which are qualified for exemption under Section 501(c)(3) and Section 170(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.

Notwithstanding any other provision of these Articles, this corporation will 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 or corresponding provisions of any future United States Internal Revenue law; 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 provisions of any future United States Internal Revenue law.

Notwithstanding any other provisions of these Articles, these purposes are listed to those described in Section 501(c)(3) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue law.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunto set our hands and seals this 5<sup>th</sup> day of August, 199~~8~~<sup>9</sup>, for the purpose of forming this corporation not for profit, under the laws of the State of Florida.

*C. Ledon Anchors*

C. LEDON ANCHORS

*Herb Sadler*

HERB SADLER

*Bill Board*

BILL BOARD

STATE OF FLORIDA  
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 21<sup>st</sup> day of July, 1999, by C. LEDON ANCHORS, () who is personally known to me or () who has produced \_\_\_\_\_ as identification and who did not take an oath.



*Sherrie L. Barrett*

NOTARY PUBLIC

My Commission Expires:

STATE OF FLORIDA  
COUNTY OF Santa Rosa

The foregoing instrument was acknowledged before me this 26<sup>th</sup> day of July, 1999, by HERB SADLER, () who is personally known to me or () who has produced \_\_\_\_\_ as identification and who did not take an oath.



TERRIE M DIAMOND  
My Commission CC128429  
Expires Jul. 31, 1999

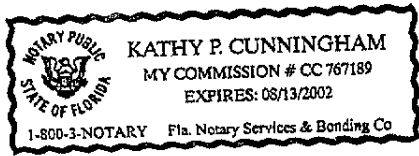
*Terrie M. Diamond*

NOTARY PUBLIC

My Commission Expires:

STATE OF FLORIDA  
COUNTY OF SANTA ROSA

The foregoing instrument was acknowledged before me this 5<sup>th</sup> day of August, 1999, by BILL BOARD, (BB) who is personally known to me or (  ) who has produced \_\_\_\_\_ as identification and who did not take an oath.



Kathy P. Cunningham  
NOTARY PUBLIC  
My Commission Expires:

REGISTERED AGENT

The corporation's initial Registered Office and initial Registered Agent at that address shall be:

NAMES

C. LeDon Anchors

ADDRESSES

909 Mar Walt Drive, Suite 1014  
Fort Walton Beach, Florida 32547

ACCEPTANCE

I hereby accept appointment as Registered Agent of the above-named corporation, and agree to serve as such until my successor shall have been named by the Districts of the corporation, and the proper department of the State of Florida notified therefore.

C. LeDon Anchors  
C. LEDON ANCHORS

99 AUG 12 AM 8:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED