

IONA-HOPE
an emerging Episcopal Congregation

THE REV. JOHN S. ADLER

PASTOR

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AUG 30 AM

9:14
FILED

24 August 1999

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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SUBJECT: Iona-Hope Episcopal Church, Inc

Enclosed are an original and two (2) copies of the articles of incorporation and a check for \$131.25. I am requesting incorporation in the State of Florida as a **Not For Profit** corporation and requesting both a certified copy of the articles and a certificate of incorporation be returned to this address.

Thank you very much for your attention to this request.

Very truly yours,

JOHN S. ADLER

Pastor

(address and phone numbers on this letterhead)

D. BROWN SEP - 3 1999

ARTICLES OF INCORPORATION
OF
IONA-HOPE EPISCOPAL CHURCH, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned do hereby associate ourselves together for the purpose of forming a corporation, not for profit, under the general laws of the State of Florida for the incorporation of religious societies, and to that end do hereby adopt and declare the following as the Articles of Incorporation:

ARTICLE I

The name of the corporation shall be **Iona-Hope Episcopal Church, Inc.** (hereinafter referred to as "The Congregation") and it shall initially be located at 15675 McGregor Boulevard, Suite 18, Fort Myers, Lee County, Florida.

ARTICLE II

The general nature of the object of The Congregation" (its "Charitable Purposes") is the support of the public worship of Almighty God, according to the faith and discipline of the Episcopal Church of the United States of America and of the Episcopal Church in the Diocese of Southwest Florida. The Congregation shall be a member of and belong to the said Church and to the said Church in the Diocese of Southwest Florida. As such The Congregation accedes to, recognizes and adopts the constitutions, canons, doctrine, discipline and worship of the Episcopal Church of the United States of America and the constitution and canons of the Episcopal Church in the Diocese of Southwest Florida.

ARTICLE III

The members of the corporation shall be such members of the congregation as may be qualified electors at congregational elections for members of the Vestry (or members of the Bishop's Committee while the congregation remains in mission status) under the canons of the Episcopal Church regulating the subject in the Diocese of Southwest Florida. Members shall be entitled to vote upon all questions which may properly come before any meeting of the congregation. No person who shall disclaim or

refuse conformity with, and obedience to, the constitution, canons, doctrine or worship of the Episcopal Church or of the Episcopal Church in the Diocese of Southwest Florida shall be a member of this corporation or be eligible for membership therein; nor shall such person vote for members of the Vestry or Bishop's Committee or be appointed or elected a member of the Bishop's Committee or Vestry.

ARTICLE IV

The term for which the corporation is to exist shall be perpetual or until such time as said corporation shall have been dissolved as provided by law.

ARTICLE V

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

Lois Bixby
15675 McGregor Blvd., #18
Fort Myers, FL 33908

Julie P. Goff
15675 McGregor Blvd., #18
Fort Myers, FL 33908

William G. Hurst
15675 McGregor Blvd., #18
Fort Myers, FL 33908

Wanda L. Adler
15675 McGregor Blvd., #18
Fort Myers, FL 33908

ARTICLE VI

The officers by whom all the affairs of the corporation are to be managed shall be a body of laity composed of no fewer than five (5) members who shall be communicants of the corporation, at least eighteen (18) years of age, and qualified electors thereof. When the corporation shall have the status of a Mission under the canons aforesaid, the priest in charge shall be the Vicar (or Pastor), and the body of laity shall be called the Bishop's Committee; and when the corporation shall have the status of a Parish under the canons aforesaid, the priest in charge shall be the Rector (or Pastor), and the body of laity shall be called the Vestry.

The Vicar (or Pastor) shall be appointed by the Bishop of the Diocese of Southwest Florida, and the Rector (or Pastor) shall be elected by the Vestry subject to the approval of the Bishop of the Diocese of Southwest Florida. The Vicar or Rector or Pastor, as the case may be, shall continue in office until a vacancy shall be created by resignation or death or removal, according to the canons aforesaid, and shall, when present, preside with the right to vote at all Mission or Parish meetings and at all Bishop's Committee or Vestry meetings, except when the Bishop by the said canons shall have the right to preside at a Bishop's Committee or Vestry meeting. The other duties and privileges of the Vicar or Rector are those prescribed by the aforesaid canons.

The members of the Bishop's Committee or Vestry shall be chosen by ballot at the annual election of the corporation that shall be held on or before the last Friday in January of each year or within 90 days prior thereto. In such elections a majority of votes cast shall be necessary to decide the choice; further provided that only those ballots counted shall be those wherein the voter has completed the ballot for all vacant seats; and further provided that the names of those chosen to be members of the Bishop's Committee shall be submitted to the Bishop for approval and appointment. The Bishop's Committee shall nominate to the Bishop persons to be approved and appointed to fill any vacancies that may occur during the year. Of the persons chosen and appointed as Bishop's Committee or Vestry members, the Vicar or Pastor shall

annually name one of them as Senior Warden, and one of them shall annually be elected as Junior Warden by the Bishop's Committee or Vestry. The Bishop's Committee or Vestry shall also elect annually a Secretary and a Treasurer who need not but may be members of the Bishop's Committee or Vestry. The offices of Secretary and Treasurer may be held by the same person. The term of office of members of the Bishop's Committee or Vestry shall be three years; provided, however, that the term of office of one-third of the members of the Bishop's Committee or Vestry shall expire each year.

Meetings of the Bishop's Committee or Vestry shall be held not less than annually on or about the last Friday in January of each year to receive the reports of officers and committees, to pass on the same, and to turn over the affairs of the corporation to the newly appointed or elected Bishop's Committee or Vestry. Other meetings may be provided for at regular times or be called by the Vicar or Rector or Pastor, or in her/his absence by the Senior Warden, or at the request of two members of the Vestry or Bishop's Committee; and the Bishop of the Diocese may at her/his discretion call a meeting of the Bishop's Committee and preside at such a meeting. The other privileges and duties of the Bishop's Committee or Vestry, the Wardens, the Secretary, and the Treasurer, shall be as provided in the canons of the Episcopal Church and in the Diocese of Southwest Florida and as detailed in the by-laws of said corporation, where appropriate.

ARTICLE VII

The names of the officers who are to manage all the affairs of the corporation, until the next appointment or first election under these Articles of Incorporation, are:

President	Wanda L. Adler
	15675 McGregor Blvd., #18
	Fort Myers, FL 33908

Vice President Lois Bixby
 15675 McGregor Blvd., #18
 Fort Myers, FL 33908

Secretary: ✓Julie P. Goff
 15675 McGregor Blvd., #18
 Fort Myers, FL 33908

Treasurer: Joan Davis
 15675 McGregor Blvd., #18
 Fort Myers, FL 33908

ARTICLE XIII

The by-laws of this corporation (which must not be inconsistent with the canons aforesaid nor with the Articles of Incorporation) are to be made, altered, or rescinded by the Bishop's Committee or Vestry by a majority vote of those present provided that at least 75% of those entitled to vote are present at such a meeting.

ARTICLE IX

No grant shall be made nor shall any charge be imposed upon any consecrated church or chapel, or any church or chapel which has been solely used for divine service belonging to the corporation, except by the consent of a majority of the whole Bishop's Committee or Vestry at any regular or special meeting, nor without the consent of the Bishop acting with the advice and consent of the Standing Committee of the Diocese and the consent of the Diocesan Council. No real property held by the corporation shall be encumbered or sold except with the approval of a majority vote of the members of the Bishop's Committee or Vestry; provided that at least 75% of those entitled to vote are present at any regular or special meeting; and with the consent of the Diocesan Council of the Diocese of Southwest Florida. All conveyances and other instruments in the name of the corporation shall be signed in the corporate name by the Vicar or

Rector, if there be one, and by the Wardens under the common seal of the corporation, the signatures of the Wardens being sufficient if there be no Vicar or rector.

ARTICLE X

In the case of the dissolution of the corporation, all its property on the winding up of its affairs shall vest in the corporation known as The Diocese of Southwest Florida, Incorporated, or its successors or assigns, in trust to hold and convey the same to and for some existing or future congregation, or for members of the Episcopal Church in The Diocese of Southwest Florida, and to or for no other purposes.

ARTICLE XI

PROHIBITED ACTIVITIES

The Corporation:

- (a) shall not attempt to influence legislation as a substantial part of its activities;
- (b) shall not allow any part of its net income to inure to the benefit of Trustees, Officers or Members of the Corporation or to any other individuals, except in the furtherance of its Charitable Purposes;
- (c) shall not participate to any extent in any political campaign for or against any candidate for public office;
- (d) shall not conduct any activities not permitted to be carried on by organizations exempt under Section 501 (c) (3) of the Internal Revenue Code of 1986 (the "Code"), or by any organization, contributions to which are deductible under Section 170 (c) (2) of the Code;
- (e) to the extent the Corporation is or may become a private foundation within the meaning of Section 509 of the Code, the Corporation shall not fail to distribute its income for each taxable year at such time and in such manner as to become subject to the tax on undistributed income imposed by Section 4942 of the code;

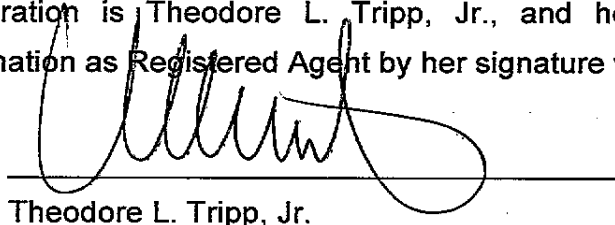
- (f) to the extent the Corporation is or may become a private foundation within the meaning of Section 509 of the Code, the Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code;
- (g) to the extent the Corporation is or may become a private foundation within the meaning of 509 of the Code, the Corporation shall not retain any excess business holdings as defined in Section 4943 (c) of the Code;
- (h) to the extent the Corporation is or may become a private foundation within the meaning of Section 509 of the Code, the Corporation shall not make any investment in such manner as to subject it to tax under Section 4944 of the Code; or
- (i) to the extent the Corporation is or may become a private foundation within the meaning of Section 509 of the Code, the Corporation shall not make any taxable expenditures as defined in Section 4945 (d) of the Code.

ARTICLE XII

These Articles of Incorporation may be amended at a meeting of the members of the corporation, duly called and convened for such purpose, and if approved by a majority of the members present and voting, the amendment shall be submitted to the Bishop and to the Diocesan Council of the Diocese, and if it be approved by them, it shall be and form part of said Articles of Incorporation upon the consequent confirmation thereof by the Secretary of State of the State of Florida.

ARTICLE XIII

The street address of the initial registered office of the Corporation is 2532 First Street, Fort Myers, Florida 33908, and the name of the initial registered agent of the Corporation is Theodore L. Tripp, Jr., and he indicates his acceptance of the designation as Registered Agent by her signature which appears below.



Theodore L. Tripp, Jr.

ARTICLE XIV

The Incorporators to these Articles of Incorporation are:

Lois M. Bixby
LOIS BIXBY

Julie P. Goff
JULIE P. GOFF

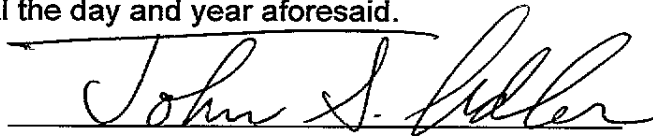
William G. Hurst
WILLIAM G. HURST

Wanda L. Adler
WANDA L. ADLER

STATE OF FLORIDA
COUNTY OF LEE

BE IT REMEMBERED THAT on this 24th day of August, A.D. 1999, the following individuals: Ann Carriger, Lois Bixby, Julie Goff, William G. Hurst, Wanda L. Adler, and Mimi Hotchkiss, all of whom are personally well known to me, personally appeared before me and executed the foregoing Articles of Incorporation.

Witness my hand and official seal the day and year aforesaid.



JOHN S. ADLER
Notary Public,
State of Florida

(Seal)



JOHN S. ADLER
COMMISSION # CC 712096
EXPIRES MAR 14, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

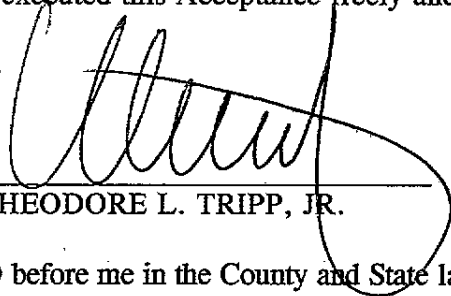
My commission expires: March 14, 2002

ACCEPTANCE OF REGISTERED AGENT

STATE OF FLORIDA :
:SS
COUNTY OF LEE :

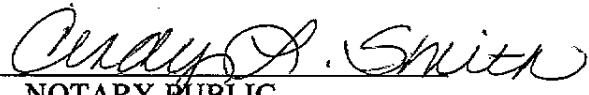
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME, the undersigned authority, personally appeared THEODORE L. TRIPP, JR. who is personally known to me and known to me to be the person described in the foregoing Articles of Incorporation as the Registered Agent, and who hereby accepts said designation, and further states that the place of business for which said Registered Agent will accept service of papers on behalf of the corporation is 2532 East First Street, Fort Myers, Florida, and he acknowledges before me that he executed this Acceptance freely and voluntarily and for the uses and purposes therein expressed.

By: 

THEODORE L. TRIPP, JR.

SWORN TO AND SUBSCRIBED before me in the County and State last aforesaid
this 26th day of August, 1999.

By: 

NOTARY PUBLIC

My Commission Expires:



CINDY L. SMITH
My Comm Exp. 2/17/2001
Bonded By Service Ins
No. CC622623
☐ Personally Known ☐ Other I.D.