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7 November 1999

**N99000006672**

Secretary of State, Corporations Division  
Bureau of Corporate Records,  
Box 6327  
Tallahassee, FL 32314

200003040662--1  
-11/10/99-01032-003  
\*\*\*\*\*75.00 \*\*\*\*\*75.00

Re: New Filing—Bethany Law and  
Counseling Center, Inc.

Dear Sir,

Please find enclosed three copies of the articles of incorporation for the above-named corporation not for profit under Chapter 617. Also enclosed is my check for \$75.00

If you find this submission to be in good order, please process it and return a stamped copy to me

Thank you for your attention.

Sincerely,

*G. W. Hedman*

G. W Hedman

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 NOV 10 AM 8:05

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T. Burch NOV 12 1999

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## Articles of Incorporation

Of

## Bethany Law and Counseling Center, Inc.

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**ARTICLE 1: Name:** The name of the Corporation is **BETHANY LAW AND COUNSELING CENTER, INC.**

**ARTICLE 2: Duration:** The duration of the Corporation is perpetual.

**ARTICLE 3: Purpose:** The purpose of the Corporation is as follows:

A. This Corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purposes of this Corporation are:

1. To provide general legal and counseling services to members of Bethany Baptist Church who may be financially disadvantaged; to make assistance available to those who may be unable to pay in full.
2. To deal in and with any kind of property, real, personal or mixed, in the furtherance of any corporate purpose..
3. To provide educational and counseling services supporting the doctrines of Jesus Christ for the benefit of eligible persons;
5. To use whatever means appear appropriate to enhance and expand the operations of the

Corporation in the furtherance of its purposes;  
to carry out advertising, public relations and  
publishing in that behalf;

6. To make, do, and execute each and every  
other act, thing, or deed necessary or desirable  
in pursuance of the Corporate purposes, in any  
lawful manner anywhere in the world.

B. To exercise all rights and powers conferred by the Laws of the  
State of Florida upon nonprofit corporations.

C. Provided, however, that the corporation shall not engage in any  
action which is not permitted to be carried on by nonprofit  
corporations under the Internal Revenue Code and no part of the net  
earnings of the corporation shall inure to the benefit of or be  
distributable to its members, directors, or officers; but the Corporation  
shall be authorized and empowered to pay reasonable compensation  
to these people for services rendered, and to make payments and  
distributions in furtherance of its stated purposes.

**ARTICLE 4: Members:** The Corporation shall have Voting Members who shall be elected  
and may be removed by the unanimous vote of the Voting Members, and who shall have all the  
rights and privileges of members of the Corporation. The following is a list of all Charter  
Voting Members:

Dr. Wayne A. Guinn,

3675 Whisperwood Circle,  
Melbourne, FL 32901

G. W. Hedman,

877 N. Miramar, Suite 1106,  
Indialantic, FL 32903

**ARTICLE 5: Initial Registered Agent and Office:** The initial registered agent is G. W.  
Hedman and the initial registered office is 1100 Dorchester Road, West Melbourne, FL 32904.

**ARTICLE 6: Board of Directors.** The initial Board of Directors shall have four members  
whose names and addresses are:

Dr. Wayne A. Guinn,

3675 Whisperwood Circle,  
Melbourne, FL 32901

Linda Guinn

3675 Whisperwood Circle,

Melbourne, FL 32901

G. W. Hedman,

877 N. Miramar, Suite 1106,  
Indialantic, FL 32903

Evelyn Hedman,

877 N. Miramar, Suite 1106,  
Indialantic, FL 32903

The by-laws shall provide the method of election of all Directors, and the number of Directors may be raised or lowered by amendment of the by-laws.

**ARTICLE 7: Officers.** The officers of the Corporation shall consist of: Chairman of the Board, President, Vice President, Secretary, and Treasurer. Other officers may be provided for in the by-laws. Each Officer shall be elected by the Board of Directors and may be removed by the Board of Directors at such time and in such manner as may be prescribed by the by-laws. The name and address of each initial Officer of the Corporation is as follows:

Dr. Wayne A. Guinn, Chairman,

3675 Whisperwood Circle,  
Melbourne, FL 32901

Linda Guinn,, Vice President,

3675 Whisperwood Circle,  
Melbourne, FL32935

G. W. Hedman, President/Treasurer,

877 N. Miramar, Suite 1106,  
Indialantic, FL 32903

Evelyn Hedman, Vice President/Secretary

877 N. Miramar, Suite 1106,  
Indialantic, FL 32903

**ARTICLE 8: Incorporator.** The names and addresses of the incorporators are:

Dr. Wayne A. Guinn, Chairman,

3675 Whisperwood Circle,  
Melbourne, FL 32901

G. W. Hedman, President/Treasurer,

877 N. Miramar, Suite 1106,  
Indialantic, FL 32903

**ARTICLE 9: Non-Stock Basis.** The Corporation is organized and shall be operated on a non-stock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the by-laws.

**ARTICLE 10: Corporate Address.** The street address of the Corporation's initial principal office is 1100 Dorchester Road, West Melbourne, Florida, 32904, the same being also the Corporation's mailing address.


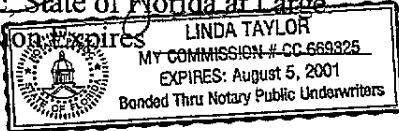
**ARTICLE 11: Disposition of Assets.** If at any time this corporation shall cease operation, all of its remaining assets, after satisfaction of all debts, shall be paid over and delivered to Bethany Baptist Church, of West Melbourne, Inc., a non-profit religious corporation.

**In witness whereof,** the undersigned have signed these Articles of Incorporation on this 4<sup>th</sup> day of November, 1999.

  
Wayne A. Guinn

  
G. W. Hedman

Acknowledged before me on Nov 4, 1999 by the above named incorporators, each of whom is personally known to me, and who executed the foregoing Articles of Incorporation and acknowledged to and before me that they executed said instrument for the purposes therein expressed.

  
Notary Public, State of Florida at Large  
My Commission Expires   
LINDA TAYLOR  
MY COMMISSION # CC-669325  
EXPIRES: August 5, 2001  
Bonded Thru Notary Public Underwriters

I accept designation as Registered Agent as of the above date.

  
G. W. Hedman