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TRANSMITTAL LETTER

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

SUBJECT: Stetson Wesley Foundation, Inc.  
(Proposed corporate name - must include suffix)

800003056058-7  
-11/29/99-01153-016  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee &  
Certificate of  
Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Cynthia M. Guiles, Director  
Name (Printed or typed)

520 N. Woodland Blvd.  
Address

DeLand, FL 32720  
City, State & Zip

(904) 734-4564  
Daytime Telephone number

99 NOV 29 PM 5:58  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

NOTE: Please provide the original and one copy of the articles.

6/2/99  
JG

**ARTICLES OF INCORPORATION  
OF  
STETSON WESLEY FOUNDATION, INC.  
A FLORIDA NOT-FOR-PROFIT CORPORATION**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 NOV 29 PM 5: 58

KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned, hereby associate together for the purpose of becoming a corporation not for profit and organized solely for general religious purposes pursuant to the "Florida Not For Profit Corporation Act" set forth in Chapter 617 of the Florida Statutes, providing for the formation, liabilities, rights, privileges, benefits, obligations and immunities conferred and imposed on corporations and for the transaction of business with and under the following charter.

**ARTICLE I  
NAME**

The name of the Corporation is Stetson Wesley Foundation, Inc.

**ARTICLE II  
TERM OF EXISTENCE**

This corporation shall exist perpetually unless terminated in a manner prescribed by the laws of the State of Florida. Corporate existence shall commence at the time of the filing of the Articles of Incorporation by the Department of State.

### **ARTICLE III PURPOSE**

The purpose of this organization is to provide a Christian ministry to students, faculty and staff in the service area of Stetson University as an affiliated organization of the United Methodist Church and for such other purposes as may be proper under the laws of the United States and the State of Florida.

The general purpose for which this Corporation is formed is to operate exclusively for religious purposes as will qualify it as an exempt organization under Section 501(c) (3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent Federal Tax Laws, including for such purposes, the making of distribution to organizations which qualify as tax exempt organizations under that code.

### **ARTICLE IV MEMBERSHIP**

- a) Membership. The members of this Corporation, to be known as and who shall constitute the directors of this Corporation, shall be elected by the Florida Conference of the Southeastern Jurisdiction of the United Methodist Church from nominations made by the Florida Conference Board of Higher Education and Campus Ministry.
- b) Rights and Liabilities of Members. The members of this Corporation shall have no right, title or interest whatsoever in its income, property or assets, nor shall any portion of such income, property or assets be distributed to any member on the dissolution or winding up of this Corporation. Members of this Corporation shall not be personally liable for the debts, liabilities or obligations of the Corporation, and shall not be subject to any assessments. No stock shall be issued.
- c) This shall be a non-stock Corporation.

**ARTICLE V  
REGISTERED OFFICE AND AGENT**

- a) The principle office for the transaction of business of this Corporation is to be located in Volusia County in the State of Florida.
- b) The street address of the principle office is 520 N. Woodland Blvd., DeLand, Florida, 32720.
- c) The name and address of this Corporation's resident agent is Montfort C. Duncan, Jr., District Superintendent, 303 E. Kentucky Avenue, DeLand, Florida, 32724.

**ARTICLE VI  
MANAGEMENT OF CORPORATE AFFAIRS**

- a) Board of Directors. The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted and managed by an elected Board of Directors. The Board of Directors shall be composed of not less than fifteen (15) nor more than twenty-one (21) persons elected by the Florida Conference of the Southeastern Jurisdiction of the United Methodist Church for a term of three (3) years each, commencing on the first day of August after the date of election of Directors by the Florida Annual Conference. The District Superintendent of the DeLand District of the United Methodist Church, the Director of the Stetson Wesley Foundation and its professional staff, the Chairperson of the Florida Conference Board of Higher Education and Campus Ministry or such person's designee, the Executive Director of the Florida Conference Board of Higher Education and Campus Ministry and clergy and lay representatives to the Board of Higher Education and Campus Ministry shall be ex-officio members of the Board of Directors.
- b) Officers of the Board. The officers of the Board of Directors (and the Corporation) to be elected by the Board for a one year term shall be Chairperson, Vice Chairperson, a Secretary and a Treasurer.

- c) Executive Committee. The Executive Committee shall be composed of the officers of the Board, the District Superintendent of the DeLand District, and the Director of the Stetson Wesley Foundation, Inc., with the current Chairperson of the Board serving as Chairperson.

## ARTICLE VII BYLAWS

Subject to the limitations contained in the Bylaws, and any limitations set forth in the Not For Profit Corporation Act, concerning corporate action that must be authorized or approved by members of the Corporation, Bylaws of this Corporation may be made, altered, rescinded, added to, or new bylaws may be adopted either by a resolution of the Board of Directors or by following the procedure set forth therefore in the Bylaws, which shall establish the number of directors required to establish a quorum of the Board and its Executive Committee as well as the time and place for meetings of the Board.

## ARTICLE VIII INCORPORATORS

The name and address of each incorporator is as follows:

NAME:	ADDRESS:
Montfort C. Duncan, Jr.	303 E. Kentucky Ave. DeLand, Florida 32724
Cynthia M. Guiles	520 N. Woodland Blvd. DeLand, Florida 32720

IN WITNESS WHEREOF, we, the undersigned, being incorporators of this Corporation, for the purpose of forming this non-profit charitable corporation under the laws of Florida, have executed these Articles of Incorporation on this 24<sup>th</sup> day of November, 1999.

  
Montfort C. Duncan, Jr.

  
Cynthia M. Guiles

STATE OF FLORIDA

COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 24<sup>th</sup> day of November, 1999, on behalf of the non-profit corporation, known as STETSON WESLEY FOUNDATION, INC. He/She is personally known to me or who has produced Florida Drivers License as identification and who did/did not take an oath.

IN WITNESS WHEREOF, I hereunto set my hand and my official seal, at DeLand, in said County and State, this 24<sup>th</sup> day of November, 1999.

*Jeanna M. Smiley*

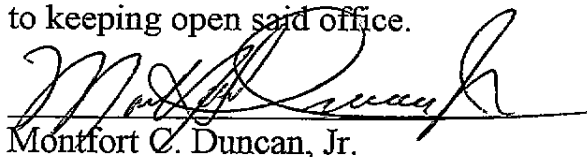


In pursuance of Chapter 617.0501, Florida Statutes, the following is submitted, in compliance with said Act:

Stetson Wesley Foundation, Inc. qualified to do business under the laws of the State of Florida with its principle office at 520 N. Woodland Blvd., DeLand, Florida 32720, Volusia County, State of Florida, has appointed Montfort C. Duncan, Jr., District Superintendent, 303 E. Kentucky Ave., DeLand, Florida 32724, County of Volusia, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (must be signed by designated agent)

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



Montfort C. Duncan, Jr.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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