

THE
SOUD
LAW FIRM

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WEBSITE
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GENERAL TRIAL PRACTICE
INCLUDING:

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N9900007666

FILED

99 DEC 16 PM 12: 29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

December 15, 1999

EFFECTIVE DATE

12-15-99

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-12/16/99-01055-020
****131.25 ****87.50

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

RE: Jacksonville Billy Graham Crusade, Inc.

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation and a check in the amount of \$131.25 (filing fee, certified copy and certificate of status). If I may be of further assistance, please do not hesitate to contact me at The Soud Law Firm, The Blackstone Building, Suite L3, 233 East Bay Street, Jacksonville, FL 32202, (904) 353-9000.

Sincerely,

Jeffrey D. Soud
Jeffrey D. Soud

JDS/lag
Enclosures

Jeffrey D. Soud GAVE
AUTHORIZATION BY PHONE TO

copy the effective date
added to Article #
12-15-99

PH 12/30/99 ✓

W99-28584



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 20, 1999

JEFFREY D. SOUD, ESQ.
233 E BAY ST
JACKSONVILLE, FL 32202

SUBJECT: JACKSONVILLE BILLY GRAHAM CRUSADE, INC.
Ref. Number: W99000028984

We have received your document for JACKSONVILLE BILLY GRAHAM CRUSADE, INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 599A00059567

ARTICLES OF INCORPORATION

OF

JACKSONVILLE BILLY GRAHAM CRUSADE, INC.

FILED
99 DEC 16 PM 12: 29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby organizes a non-profit corporation under the provisions of Chapter 617 of the Florida Statutes and all acts amendatory thereto, and to that end, agree as follows:

EFFECTIVE DATE

12-15-99

ARTICLE I

NAME

The name of the Corporation is **JACKSONVILLE BILLY GRAHAM CRUSADE, INC.**

ARTICLE II

DURATION

The term of existence of the Corporation is perpetual. The effective date of this corporation shall be as of the date of execution.

ARTICLE III

PURPOSES

1. Permitted Activities. The purposes for which the Corporation is organized are to receive and maintain real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, athletic or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and regulations issued pursuant thereto as they may now exist or as they may hereafter be amended. The Corporation shall have any and all lawful powers provided in Florida Statutes that are not in conflict with these Articles.

2. In addition to the above general purposes the corporation shall have the following specific purposes:

a) To invite and promote Billy Graham and a Team from the Billy Graham Evangelistic Association for a united evangelistic Crusade at Jacksonville, Florida in the fall of 2000.

b) To conduct religious services during the period of the Crusade which will be open to the public without admission charge.

c) To solicit funds from individuals, businesses, foundations and corporations, and to receive offerings from people attending the services during the Crusade to meet the anticipated expenses necessary to care for the financial needs of the Crusade.

d) To receive and discharge the funds collected for the expenses incurred for items such as publicity, auditorium and stadium rentals. Crusade materials, secretarial salaries, office rental, stationery, postage, telephone expenses, evangelistic Team salaries, living expenses and transportation essential to the success of the Crusade.

e) To have a complete audit of Crusade receipts and disbursements made by public accountants at the conclusion of the Crusade and become a part of the public records of the Crusade.

f) To contribute to Billy Graham Evangelistic Association any remaining balance of funds after all expenses are paid.

g) To engage in no other activity than the promotion, conduct and completion of the evangelistic Crusade, and to see to it that persons serving on various committees of the Crusade do so on a free and voluntary basis without financial compensation for his or her efforts in the promotion or conduct of the Crusade, and to operate the Crusade solely and exclusively on a benevolent basis.

h) To reach the people of our community with the message that Jesus Christ came to seek and to save the lost and to give opportunities for personal commitment to Him as Savior and Lord of their lives.

3. Prohibited Activities. This Corporation is not organized for a pecuniary profit. There shall be no power to issue certificates of stock or declare dividends and no part of the Corporation's earnings, assets or accumulations shall inure to the benefit of any member, director, or individual. 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 1986 or the corresponding provision 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 1986 or any other corresponding provision of any future United States Internal Revenue Law. In particular, the Board of Directors shall not, nor shall it allow members, subscribers, officers or employees of the Corporation to, on behalf of the corporation:

- a) Allow any part of the net earnings to inure to the benefit of a private individual including any member, director, officer or subscriber of this Corporation.
- b) To carry on propaganda or to attempt to lobby or influence legislation.
- c) To intervene in any political campaign or to endorse any candidate for public office.
- d) To do any of the following:
 - (1) Lend any part of the Corporations' income or corpus without adequate security and a reasonable rate of interest to;
 - (2) To pay excessive salaries or other compensation over a reasonable allowance to;
 - (3) To make any part of the Corporation's services available on a preferential basis to;

(4) To make substantial purchase of securities or other property for less than adequate consideration from;

(5) Sell any substantial part of the property of the Corporation for less than an adequate consideration; or

(6) To engage in any other transaction which results in substantial diversion of the Corporation's income, assets or corpus to:

The subscribers, officers or directors of the corporation or to any person who has made a substantial contribution to the corporation, or to any brother or sister, (whether by the half or whole blood), spouse, ancestor or lineal descendant of the foregoing or to any corporation controlled by any of the foregoing either directly or indirectly of fifty-one percent of the total combined voting power of such corporation.

(e) To violate the provision of the Florida Statutes, Chapter 617, where applicable.

3. Dissolution. In the event of dissolution, the residual assets of the organization will be distributed to The Billy Graham Evangelistic Association, Minneapolis, Minnesota, provided such association qualifies as a tax exempt organization under Section 501(c)(3) and Section 170(c)(2) of the Internal Revenue Code of 1986, or corresponding sections of any prior or future law; otherwise to one or more organizations which themselves are exempt as organization described in Sections 501(c)(3) and 170(c)(2) or to the Federal, State or local governments for exclusive public purposes.

ARTICLE IV

DIRECTORS

There shall be 6 members of the Board of Directors of the Corporation at the time of incorporation. The method of election of directors is as stated in the By-Laws. The names and addresses of the persons who are to serve as Directors until the first election thereof are as follows:

Ellis Brust 233 East Bay Street, Suite L – 3, Jacksonville, Florida 32202

Ben Goldsmith 233 East Bay Street, Suite L – 3, Jacksonville, Florida 32202

Terri Hill 233 East Bay Street, Suite L – 3, Jacksonville, Florida 32202

Vaughn McLaughlin 233 East Bay Street, Suite L – 3, Jacksonville, Florida 32202

Ron Rowe 233 East Bay Street, Suite L – 3, Jacksonville, Florida 32202

Garry Wiggins 233 East Bay Street, Suite L – 3, Jacksonville, Florida 32202

ARTICLE V

OFFICERS

The affairs of the Corporation are to be managed by a President, Vice-President, Secretary and Treasurer. The Board of Directors may create or abolish other offices. The Board of Directors will appoint all officers annually at the regular annual meeting of the Board of Directors. The names of the persons who are to serve as officers, under these Articles of Incorporation, until the first appointment of officers at the first meeting of the Board of Directors, are:

Ron Rowe President

Ellis Brust Vice President

Ben Goldsmith Secretary

Terri Hill Treasurer

ARTICLE VI

MEMBERS

The Corporation shall have no members.

ARTICLE VII

BY-LAWS

The By-Laws of the Corporation are to be made, altered, or rescinded by the Directors of the Corporation or by the Members.

ARTICLE VIII

AMENDMENTS TO ARTICLES

The right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, is reserved to the Board of Directors and the Members as specified under the laws of Florida.

ARTICLE IX

PRINCIPAL OFFICE AND REGISTERED OFFICE

The mailing address and principal office of the corporation shall be located at 4160 Woodcock Drive, Suite 100, Jacksonville, Florida 32207

The name, street address and mailing address of the initial registered agent of the corporation in the State of Florida is: Jeffrey D. Soud, Esq., 233 East Bay Street, Suite L – 3, Jacksonville, Florida 32202. The Board of Directors may, from time to time, appoint a substitute registered agent and move the registered office or the principal office, or both, to any other address in the State of Florida.

ARTICLE X

INCORPORATORS

The names and addresses of the subscribers of the Articles of Incorporation are:

Ellis Brust 233 East Bay Street, Suite L – 3, Jacksonville, Florida 32202

Ben Goldsmith 233 East Bay Street, Suite L – 3, Jacksonville, Florida 32202

Terri Hill 233 East Bay Street, Suite L – 3, Jacksonville, Florida 32202

Vaughn McLaughlin 233 East Bay Street, Suite L – 3, Jacksonville, Florida 32202

Ron Rowe 233 East Bay Street, Suite L – 3, Jacksonville, Florida 32202

Garry Wiggins 233 East Bay Street, Suite L – 3, Jacksonville, Florida 32202

IN WITNESS WHEREOF, we have hereunto set our hands and subscribed our names in the presence of two (2) witnesses this 15 day of December, 1999.

Ellis E. Brust
Ellis Brust

Ben J. Goldsmith
Ben Goldsmith

Terresa L. Hill
Terri Hill

Vaughn M. McLaughlin
Vaughn McLaughlin

Ron Rowe
Ron Rowe

Garry Wiggins
Garry Wiggins

The foregoing instrument was signed, by Ellis Brust, Ben Goldsmith, Terri Hill, Vaughn McLaughlin, Ron Rowe and Garry Wiggins, in our presence and in the presence of each of us, and we, at the same time, at their request, in their presence and in the presence of each other hereunto subscribe our names and addresses as attesting witnesses hereto this 15 day of December, 1999.

Jeffrey D. Soud
Jeffrey D. Soud, Esq.
233 East Bay Street Suite L3
Jacksonville, FL 32202

John L. Lunning
Name:
Address:
4160 Woodrock Dr.
Suite 100
Jacksonville, FL
32207

**CERTIFICATE OF DESIGNATION REGISTERED
AGENT/REGISTERED OFFICE**

FILED
99 DEC 16 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISION OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **JACKSONVILLE BILLY GRAHAM CRUSADE, INC.**, a Florida not-for-profit corporation.


2. The name and address of the registered agent and office is:

Jeffrey D. Soud, Esq.

233 East Bay Street, Suite L - 3

Jacksonville, Florida 32202

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Jeffrey D. Soud, Esq.

12-15-99
(Date)