

MICANOPY CHRISTIAN FELLOWSHIP, INC.

Rt. 2, Box 298-J

Micanopy, Florida 32667

**N96000005991**

October 31, 1996

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

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-11/06/96--01062--017  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: MICANOPY CHRISTIAN FELLOWSHIP, INC.

Dear Sirs:

Enclosed please find the original and one copy of Articles of Incorporation, together with check #1004 in the amount of \$70.00. I have also enclosed a Certificate of Acceptance of Designation of Registered Agent Status.

This represents the cost of the filing fees for the Articles of Incorporation and fee for Registered Agent Designation for the above-named corporation.

Sincerely,

*Stephen C. Elder*

Stephen C. Elder

SCE/d

Enclosures

cc: my filed account info

W96-23862

NOV 12 1996. BSB

2295

**FILED**  
96 NOV 25 AM 10:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

November 12, 1996

**STEPHEN C. ELDER**  
RT. 2 BOX 298-3  
MICANOPY, FL 32667

**SUBJECT: MICANOPY CHRISTIAN FELLOWSHIP, INC.**  
Ref. Number: W96000023862

We have received your document for MICANOPY CHRISTIAN FELLOWSHIP, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return 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 (904) 487-6925.

Brenda Baker  
Corporate Specialist

Letter Number: 196A00051494

**ARTICLES OF INCORPORATION  
OF  
MICANOPY CHRISTIAN FELLOWSHIP, INC.**

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of the Corporation is **MICANOPY CHRISTIAN FELLOWSHIP INC.**

**ARTICLE II - STATEMENT OF CORPORATE NATURE**

This is a non-profit Corporation organized solely for the general charitable purposes pursuant to the Florida Corporation Not-for-Profit law set forth in Part I, Chapter 617, *Florida Statutes*.

**ARTICLE III - GENERAL AND SPECIFIC PURPOSES**

A. The specific and primary purposes for which this Corporation is formed is for evangelistic work to further the worship of Jesus Christ, to provide religious educational activities for members and friends, to evangelize in the name of Jesus Christ and for other charitable and Christian purposes.

B. The general purposes for which this Corporation is formed are to operate exclusively for such religious, charitable, and educational 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 distributions to organizations which qualify as tax-exempt organizations under that Code.

**ARTICLE IV. - TERM & CORPORATE OFFICES**

This Corporation shall have a perpetual existence. The corporate offices shall be located at Rt. 2, Box 298-3, Micanopy, FL 32667.

**ARTICLE V. - MEMBERSHIP**

The Corporation shall have a membership that elects the Board of Directors. The qualifications for

members and the manner of their admission shall be regulated by the Bylaws of the MICANOPY CHRISTIAN FELLOWSHIP, INC.

#### 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 by a Board of Directors. The number of Directors of the Corporation shall be not less than three provided, however, that such number may be increased by a bylaw duly adopted by the Board.

The Directors elected at the first annual meeting, and at all times thereafter, shall serve a term of one year until the annual meeting of the members following the election of Directors and until the qualification of the successors in office. Annual meetings shall be held at noon on the 2st Sunday of January of each year at the principal office of the Corporation, or at such other place or places as the Board of Directors may designate from time to time by resolution.

Any action required to be taken by the Board of Directors under any provision of law must be taken to the membership at large if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent will have the force and effect as if taken by unanimous written consent of the Board of Directors without a meeting and that Articles of Incorporation and Bylaws of this Corporation authorize the Directors to so act. Such a statement shall be *prima facie* evidence of such authority.

B. Corporate Officers. The Board of Directors shall elect the following officers: president, treasurer, and secretary and such other officers as the Bylaws of this Corporation may authorize the

Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:  
President - Stephen C. Elder, Secretary - Hugh W. Tompkins, Treasurer - Tom M. Green.

#### **ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT**

The street address of initial Registered Office is Stephen C. Elder, 303 N.W. 8<sup>th</sup> Avenue, Gainesville, FL 32601, and the name of the initial registered agent is: Stephen C. Elder.

#### **ARTICLE VIII - INITIAL BOARD OF DIRECTORS**

The names and address of the three people constituting the initial Board of Directors are:

Stephen C. Elder  
Rt. 2, Box 298-3  
Micanopy, FL 32667

Hugh W. Tompkins  
Rt. 67  
Micanopy, FL 32667

Tom M. Green  
P.O. Box 439  
Micanopy, FL 32667

#### **ARTICLE IX - INCORPORATORS**

The names and addresses of the Incorporators are:

Stephen C. Elder  
Rt. 2, Box 298-3  
Micanopy, FL 32667

Hugh W. Tompkins  
Rt. 67  
Micanopy, FL 32667

Tom M. Green  
P.O. Box 439  
Micanopy, FL 32667

#### **ARTICLE X - DEDICATION OF ASSETS**

In the event of the dissolution, the residual assets of the organization will be turned over by the Board of Directors to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the *Internal Revenue Code* of 1954 or the corresponding sections of any prior or future laws, or to any religious organization.

#### **ARTICLE XI - AMENDMENTS OF ARTICLES**

The Articles of the Incorporation may be amended by a majority vote of the membership present at any regular meeting of the Board of Directors or at any special meeting of the Board of Directors called for that purpose, subject to the Bylaws.

#### **ARTICLE XII - BYLAWS**

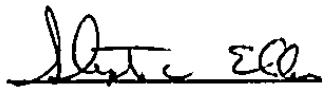
Subject to limitations contained in the Bylaws, and any limitations set forth in the Corporations Not-for-Profit law of Florida, concerning corporate action that must be authorized or approved by the members of the Corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by a resolution approved by a majority vote of all the membership present of any meeting of the Board of Directors or by following the procedure set forth therefore in the Bylaws.

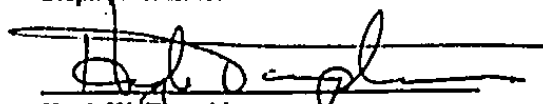
#### **ARTICLE XIII - INDEMNIFICATIONS**

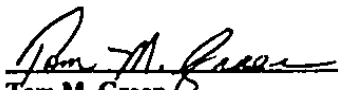
The Corporation shall indemnify and hold harmless the Officers and Directors of this Corporation

from and against any and all cause and causes of action, liabilities, losses and damages of any kind or nature, including any reasonable attorney's fees and expenses incurred in connection with the execution of their duties or the exercise of their discretion taken on behalf of the Corporation, except when the same is judicially determined to be due to the gross negligence or willful misconduct of such persons. Nevertheless, the Corporation shall be given reasonable notice by such persons of any such action and be given reasonable opportunity to assume the defense against the same and to indemnify and hold harmless said persons therefrom.

We, the undersigned, being the Incorporators of the Corporation, for the purpose of forming this nonprofit, charitable corporation under the laws of the State of Florida have executed these Articles of Incorporation on this 1<sup>st</sup> day of November 1996.

  
Stephen C. Elder


  
Hugh W. Tompkins

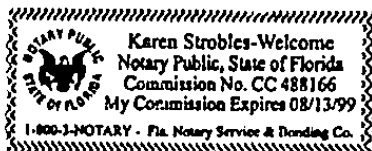
  
Tom M. Green

STATE OF FLORIDA  
COUNTY OF ALACHUA

BEFORE me, the undersigned authority, personally appeared Stephen C. Elder, Hugh W. Tompkins, and Tom M. Green, who, being by me first duly cautioned and sworn, depose and say that they are the individuals who executed the foregoing instrument and acknowledged to and before me that they executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 1 day of November, 1996.

  
NOTARY PUBLIC, State of Florida



Articles of Incorporation  
Micanopy Christian Fellowship, Inc.  
Page 6

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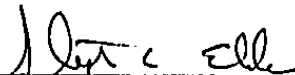
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT OF  
MICANOPY CHRISTIAN FELLOWSHIP, INC.**

Pursuant to §§ 48.091 and 617.0501, *Florida Statutes*, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon **MICANOPY CHRISTIAN FELLOWSHIP, INC.**, a Corporation Not-for-Profit, organized under the laws of the State of Florida, does hereby accept the appointment of Registered Agent for the above-named Corporation and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said Corporation, which Registered Office is located at the Office of STEPHEN C. ELDER, 303 N.W. 8<sup>TH</sup> AVENUE, GAINESVILLE, FL 32601.

IN WITNESS WHEREOF, I, the said Registered Agent have hereunto set my hand and seal at Alachua County, Florida, on this 1<sup>st</sup> day of November, 1996.

  
\_\_\_\_\_  
Stephen C. Elder