

Faith Presbyterian Church
Policies and Procedures Manual
CHAPTER II – ARTICLES OF INCORPORATION

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For historical purposes, this Policies and Procedures Manual shall retain the original Articles of Incorporation. These articles register Faith Presbyterian Church as a non-profit corporate entity within the State of Florida. Faith is an active corporate entity having the following identification with the Florida Secretary of State, Division of Corporations:

FEI Number – 590912690
Document Number – N10074

The following document is the original Articles of Incorporation:

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ARTICLES OF INCORPORATION
OF
FAITH PRESBYTERIAN CHURCH OF TALLAHASSEE, FLORIDA, INC.

ARTICLE I

Name

The name of the Corporation is Faith Presbyterian Church of Tallahassee, Florida, Inc.

ARTICLE II

Duration

The duration of the Corporation shall be perpetual.

ARTICLE III

Purposes and Powers

The purposes for which the Corporation exists and its powers, under the authority of the session of the church and subject to the permission of the Presbytery, when required, are as follows:

- A. To operate and maintain a body corporate not for profit, but for religious purposes to promote the Christian faith and the doctrine and tenets of the Presbyterian Church (U.S.A.); to conduct a church according to the doctrine, discipline and worship as set forth in the Constitution of the Presbyterian Church (U.S.A.) and any subsequent amendments pertaining thereto; to establish and conduct schools and other methods of propagating the gospel in the Christian faith; to plan for, organize and conduct such functions as will further the spiritual, moral and social welfare of its members and those in its community.
- B. To be the Corporation which the Presbyterian Church (U.S.A.) has caused to be formed, pursuant to the Book of Order of the Presbyterian Church (U.S.A.) to receive, hold, encumber, manage and transfer property, real or personal, for the church; to accept and execute deeds of title to such property; to hold and defend title to such property; to manage any permanent special funds for the furtherance of the purposes of the church,

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all subject to the authority of the Session and under the provisions of the Constitution of the Presbyterian Church (U.S.A.).

- C. To take, receive, hold, administer and dispose of all land, tenements, rents, annuities, franchises, hereditaments, moneys, securities, income and property, real and personal, of any kind, which at any time or times heretofore has been or which at any time and from time to time shall hereafter be given, granted, bargained, sold, released, devised, bequeathed, conveyed, transferred, assigned, set over or delivered by any person or persons, corporations, associations, trustees, foundations or other forms of organizations, to the church or to this Corporation or to the predecessors of either, or to their use or to the use of any of them, or in trust for them or any of them, or to them or any of them for the support of any work, activity, purpose, project of interest of the church or its predecessors, in which property of any kind the church or this Corporation or the predecessors of either have or are intended to have any legal or equitable interest, present or future, vested or contingent.
- D. To take over, administer, manage and supervise all civil affairs of the church.
- E. To manage, supervise, control and direct, and to form, incorporate, terminate, dissolve or maintain a civil agency or corporation to carry out its purposes.
- F. To serve as an agency of the church, of the Presbytery, and of the Presbyterian Church (U.S.A.) in the presentation of the needs and work of the church.
- G. To exercise all the powers conferred by law upon corporations not for profit, to the extent that such powers are not in conflict with the purposes of the Corporation nor with the directions, policy or Constitution of the Presbyterian Church (U.S.A.).

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- H. To operate exclusively for such 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 future United States internal revenue law.
- I. 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 1954 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 1954 or any other corresponding provision of any future United States internal revenue law.

ARTICLE IV

Membership

The members of the Corporation shall be composed of the members on the active roll of the Faith Presbyterian Church of Tallahassee. Qualification, admission, termination and all other terms and conditions of membership shall be the same as those for active membership in the church, as they now or hereafter exist in accordance with the Constitution of the Presbyterian Church (U.S.A.). The members shall not be personally liable for the debts of the Corporation.

ARTICLE V

Registered Office and Agent

The registered office of the Corporation in the State of Florida shall be located at 2200 Meridian Road, Tallahassee, Florida 32303. The initial registered agent of the Corporation in the State of Florida at the registered office is Mrs. Lucille Stewart.

ARTICLE VI

Board of Trustees

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The management of the Corporation shall be vested in a Board of Trustees of not less than three (3) Trustees, each of whom must be a member of the Corporation. The elders in active service in the church shall, by reason of their office, be the Trustees of such Corporation. The Trustees shall exercise their authority pursuant to law and consistent with these Articles of Incorporation, provided; however, that the powers and duties of such Trustees shall not infringe upon the powers and duties of the Session or of the Board of Deacons of the church and shall conform to the Constitution of the Presbyterian Church (U.S.A.). The names and addresses of the persons who are presently serving as initial Trustees are as follows:

[addresses on file at the church]

John W. Barr

Patricia M. Barrineau

H. Glenn Boggs

C. Graham Carothers

R. Hendrix Chandler

David E. Craig

Calvin H. Curry, Jr.

A. Roberts Dunlop, Jr.

J. Colin English, Jr.

Mildred R. Francis

A. Bruce Gillander

Lee G. Henderson

W. Hugh Hinely

Bertha M. McArthur

J. Robert McClure, Jr.

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Margaret D. Moore

H. H. (Buddy) Searcy

Edwin P. Stewart

F. Hansell Watt

Ross L. Witherspoon

Roy L. Youngblood, Jr.

ARTICLE VII

Officers

The officers of the Corporation shall be a President, a Vice President, a Secretary, a Treasurer, and such other officers as may be elected by the Trustees from time to time. Two or more offices may be held by the same person, except that the same person may not be President and Secretary simultaneously. The officers shall be elected by the Board of Trustees in accordance with the By-Laws of the Corporation and with the Constitution of the Presbyterian Church (U.S.A.). The following persons shall serve as initial officers of the Corporation:

Graham Carothers	President
Hugh Hinely	Vice President
Hendrix Chandler	Secretary
Susan Coggins	Treasurer

ARTICLE VIII

Nonstock Basis

The Corporation is a corporation not for profit and is not organized for a pecuniary profit. It shall not have any power to issue certificates of stock or declare dividends. No part of its assets, income or profit shall be distributed to its members, Trustees or Officers except as permitted by Florida law.

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ARTICLE IX

Relationship to Presbyterian Church (U.S.A.)

This corporation, as a civil agency of Faith Presbyterian Church of Tallahassee, is a civil agency of the Presbyterian Church (U.S.A.). As such, it is subject to its Constitution and to the supervision of the Presbytery of which the church is a member.

ARTICLE X

Property

Notwithstanding any provisions in these Articles to the contrary, all property, both real and personal, held by or for the Corporation shall be subject to the authority of the Session of the church under the provisions of and subject to the Constitution of the Presbyterian Church (U.S.A.).

ARTICLE XI

Amendments

These Articles of Incorporation may be amended by the act of the majority of the members present at a duly-held meeting of the members, provided however, that such meeting shall be called, convened and governed in accordance with the Constitution of the Presbyterian Church (U.S.A.) unless such provisions of the Constitution are prohibited by or inconsistent with the laws of Florida which shall be controlling.

ARTICLE XII

By-Laws

The By-Laws of the Corporation are to be made and adopted by, and may be altered, amended or rescinded by, the Board of Trustees.

ARTICLE XIII

Dissolution

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If the church is formally dissolved by the Presbytery having jurisdiction over it, or has become extinct by reason of the dispersal of its members, the abandonment of its work, or other cause, or upon the dissolution of the corporation as provided by the laws of Florida, such property as the Corporation may have, both real and personal, shall be held, used, and applied for such uses, purposes, and trusts as the Presbytery, or its successor or successors in interest, may direct, limit, and appoint, or such property may be sold or disposed of as the Presbytery, or its successor or successors in interest, may direct, in conformity with the Constitution of the Presbyterian Church (U.S.A.), 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 corresponding sections of any prior or future law.

ARTICLE XIV

Incorporators

The names and addresses of the initial incorporators are as follows: [addresses are on file at the church office]

C. Graham Carothers

W. Hugh Hinely

Margaret D. Moore

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IN WITNESS WHEREOF, the undersigned have made and subscribed of these Articles of
Incorporation at Tallahassee, Florida, on the _____ day of _____, 1985.

C. GRAHAM CAROTHERS

W. HUGH HINELY

MARGARET D. MOORE

Incorporators