

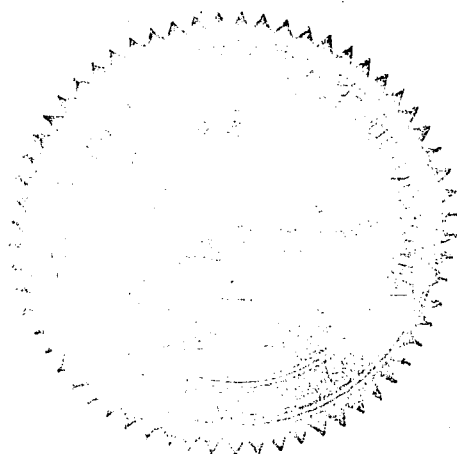
I, Tom Adams, Secretary of State of the State of Florida, do hereby certify that the above and foregoing is a true and correct copy of

CERTIFICATE OF INCORPORATION

OF

TRINITY PRESBYTERIAN CHURCH, INC.,

a corporation not for profit, organized and existing under the Laws of the State of Florida, filed on the 12th day of March, A. D., 1964, as shown by the records of this office.



Given under my hand and the Great Seal of the State of Florida, at Tallahassee, the Capital, this the 12th day of March, A. D. 1964.

Secretary of State

CHARTER
of
TRINITY PRESBYTERIAN CHURCH, INC.

We, the undersigned, do hereby associate ourselves together as a non-stock and non-profit corporation, under and by virtue of the laws of the State of Florida, regulating the formation of corporations not for profit.

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation shall be: TRINITY PRESEYTERIAN CHURCH, INC. and its principal place of business shall be in SATELLITE BEACH, Brevard County, Florida.

ARTICLE II - PURPOSE

The general nature of the corporation shall be:

(a) To establish and maintain a church organization for the preaching and teaching of the gospel as recorded in the Bible, and the conducting of a scriptural, evangelical and fundamental church work following the doctrines set forth in the Apostles Creed and embraced in Confession of Faith and the Larger and Shorter Catechisms, and conforming to the doctrines, regulations, requirements and form of church government of the Presbyterian Church in the United States.

(b) In order to properly prosecute the objects and purposes herein set forth, this corporation shall have the power and authority to own, mortgage, control, purchase, lease, sell, encumber, convey, exchange, rent or otherwise acquire, equip, maintain and operate real estate,

ARTICLE V - SUBSCRIBERS

The names and residences of the subscribers are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Noel A. Neal	500 Pallean Drive, Satellite Beach, Fla.
F. E. McCown	392 Arlington Street, Satellite Beach, Fla.
J. W. Speck	418 Greenwood Dr., Satellite Beach, Fla.
Robert D. Robertson	187 Hedgegrove Ave., Satellite Beach, Fla.
Mrs. F. M. Hutchison, Jr.	341 Claridge Street, Satellite Beach, Fla.

ARTICLE VI - MANAGEMENT

The affairs of the corporation shall be managed by a Board of Trustees and the following officers: President, Vice-President, Secretary and a Treasurer, all of whom shall be members of the Board of Trustees. The Trustees shall be elected at the annual meeting of the corporation by the membership of the corporation. The officers shall be elected by the Board of Trustees each year at the annual meeting of the corporation. The annual meeting of the corporation shall be held on the third Sunday in January of each year. The Board of Trustees of this corporation shall consist of five members, provided, however, that this number may be increased to not more than nine members by the By-Laws of the corporation. The term of the Trustees shall be as set forth in the By-Laws and the terms may be staggered, if so provided in the By-Laws.

ARTICLE VII - OFFICERS AND TRUSTEES

The Board of Trustees to manage the business of this corporation

until the first election under this Charter shall be as follows:

<u>NAME</u>	<u>ADDRESS</u>
Noel A. Neal	500 Pelican Dr. , Satellite Beach, Fla.
F. E. McCown	352 Arlington St. , Satellite Beach, Fla.
J. W. Speck	410 Glenwood Dr. , Satellite Beach, Fla.
Robert D. Robertson	137 Hedgegrove Ave. , Satellite Beach, Fla.
Mrs. F. M. Hutchison, Jr.	341 Claridge St. , Satellite Beach, Fla.

The names of the officers who are to manage the affairs of the corporation until the first election under this Charter are as follows:

<u>OFFICE</u>	<u>NAME</u>	<u>ADDRESS</u>
President	J. W. Speck	410 Glenwood dr. , Satellite Beach, Fla.
Vice-President	Noel A. Neal	500 Pelican St. , Satellite Beach, Fla.
Secretary	F. E. McCown	352 Arlington St. , Satellite Beach, Fla.
Treasurer	Robert D. Robertson	137 Hedgegrove St. , Satellite Beach, Fla.

ARTICLE VIII -- BY-LAWS

The By-Laws of this corporation shall be made, altered, amended or rescinded, and this Charter shall be amended, by a vote of two-thirds of the membership of the corporation present at any regular or special meeting of the corporation. The quorum for any meeting of the corporation shall be the quorum for a congregational meeting as set forth in the Book of Church Order.

ARTICLE IX - INDEBTEDNESS

The highest amount of indebtedness or liability to which this corporation may at any time subject itself shall be TWO HUNDRED FIFTY THOUSAND AND NO/100 DOLLARS (\$250,000.00), provided, however, that such indebtedness shall never exceed 2/3 of the value of the property of the corporation.

ARTICLE X - REAL ESTATE

The amount in value of real estate which this corporation may hold shall be FIVE HUNDRED THOUSAND AND NO/100 DOLLARS (\$500,000.00).

STATE OF FLORIDA

COUNTY OF BREVARD

Before me, the undersigned Notary Public, in and for the State of Florida at Large, on this day personally appeared Noel A. Neal, F. E. McCown, J. W. Speck, Robert D. Robertson and Mrs. F. M. Hutchison, Jr., who being first duly sworn depose and say:

That they are the subscribers to the foregoing proposed Charter of the Trinity Presbyterian Church, Inc., a corporation not for profit, that they have read the foregoing proposed Charter and have subscribed their names and affixed their seals hereto as their free act and deed for the uses and purposes therein expressed; and that it is intended in good

faith to carry out the purposes and objects as set forth therein.

[Handwritten Signature]
H. A. Neal

[Handwritten Signature]
F. E. McCown

[Handwritten Signature]
J. W. Spick

[Handwritten Signature]
Robert S. Robertson

[Handwritten Signature]
Mrs. F. M. Hutchinson, Jr.

Sworn to and subscribed before me

this 11th day of April, 1934

[Handwritten Signature]
Notary Public, State of Florida at Large

My Commission expires:

NOTARY PUBLIC
BY COMMISSION EXPIRES
COMM. NO. 12345

BY-LAWS
OF
TRINITY PRESBYTERIAN CHURCH, INC.

ARTICLE I.

Section 1. The name of this corporation is:

TRINITY PRESBYTERIAN CHURCH, INC.

Section 2. Its principal office shall be located at Satellite Beach, Brevard County, Florida.

Section 3. Other offices for the holding of meetings of its members of Board of Trustees or for the transaction of business shall be located at such place or places as the Board of Trustees may from time to time establish and determine.

ARTICLE II.

Annual Meetings

The Annual meeting of the members of this corporation shall be held on the third Sunday in January of each year.

ARTICLE III.

Special Meetings

Special meetings of the members of this corporation shall be held whenever called by the President or Vice President or by a majority of the Board of Trustees or whenever written application therefor shall be made to the Secretary or an Assistant Secretary by twenty-five (25) members

stating the time, place and purpose of the meeting called for. Notice of Special Meetings shall be given in the Church Bulletin at least seven days prior to the meeting.

ARTICLE IV.

Quorum of Members

Except as hereinafter provided and as otherwise provided by law at any meeting of the members, ten per cent of the communing members shall constitute a quorum.

ARTICLE V.

Board of Trustees

A Board of Trustees shall be chosen by ballot at the Annual Meeting of the members or at any meeting held in place thereof as provided by law. The number of Trustees of this corporation shall not be less than five (5) nor more than nine (9). The corporation may at its Annual Meeting or at any duly called meeting, provide for the number of special trustees; provided, however, that the first Board of Trustees may be elected for terms of from one to three years in order to provide staggered terms of the trustees. Each Trustee shall serve for three years until his successor is duly elected and qualified.

ARTICLE VI.

Powers of Trustees

The Board of Trustees shall have the entire management of the business of the corporation.

ARTICLE VII.

Meetings of Board of Trustees

Regular meetings of the Board of Trustees shall be held at the principal office of the corporation or elsewhere, at such times as the Board may by vote determine, and after due notice thereof shall be given to its members. Special meetings of the Board of Trustees may be held at any time in Brevard County, Florida, whenever called by the President, Vice President or any three (3) Trustees, notice thereof being given to each Trustee by the Secretary or an Assistant Secretary or an officer calling the meeting or such meeting may be held at any time without formal notice provided all the Trustees are present or those not present shall at any time waive or have waived notice thereof. Notice of special meetings, stating the time and place thereof, shall be given orally or by mail at least 24 hours before the meeting. In case of emergency, the President shall prescribe a shorter notice to be given personally to each Trustee. Such special meetings shall be held at such time and place as the notice thereof or waiver shall specify. The officers of the corporation shall be elected by the Board of Trustees immediately after its election by the members and a meeting shall be held without notice for this purpose immediately after the Annual Meeting of the members and at the same place.

ARTICLE VIII.

Quorum of Trustees

One more than half of the members of the Board of Trustees shall constitute a quorum for the transaction of business. When a quorum is present at any meeting, a majority of the members present thereat shall decide any question brought before such meeting except as otherwise provided by law or by these By-Laws.

ARTICLE IX.

Officers

The officers of this corporation shall be a President, a Vice President, a Secretary and a Treasurer. The Board of Trustees may in its discretion elect a Chairman of the Board of Trustees who when present shall preside at all meetings of the Board of Trustees, and who shall have such other powers as the Board of Trustees shall prescribe.

ARTICLE X.

President

The President shall be the chief executive officer of the corporation and when present shall preside at all meetings of the members, and unless a Chairman of the Board of Trustees has been elected and is present, shall preside at all meetings of the Board of Trustees. The President or Vice President, unless some other person is specifically authorized by the vote of the Board of Trustees, shall sign all certificates of stocks, bonds, deeds, mortgages, extension agreements, modifications of mortgage agreements, leases and contracts for the corporation. He shall perform all the duties commonly incident to his office and shall perform such other duties

as the Board of Trustees shall designate and prescribe.

ARTICLE XI.

Vice President

The Vice President, except as especially limited by vote of the Board of Trustees, shall perform the duties and have the powers of the President and in the absence of or disability of the President shall have the power to sign all certificates of stock, bonds, deeds and contracts of the corporation. He shall perform such other duties and have such other powers as the Board of Trustees shall designate and prescribe.

ARTICLE XII.

Secretary

The Secretary shall keep accurate minutes of all meetings of the members and the Board of Trustees and shall perform all the duties commonly incident to his or her office and shall perform such other duties and have such other powers as the Board of Trustees may from time to time designate and prescribe. The Secretary shall have the power, together with the President or Vice President, to sign certificates of stock of the corporation, deeds, bonds, mortgages, extension agreements, modifications of mortgage agreements, leases and contracts. In his or her absence at any meeting an Assistant Secretary or a secretary pro tempore shall perform his or her duties.

ARTICLE XIII.

Treasurer

The Treasurer, subject to the Board of Trustees, shall have the care and custody of the money, funds, valuable papers and documents

of the corporation (other than his own bond, if any, which shall be in the custody of the President), and shall have and exercise under the supervision of the Board of Trustees all the powers and duties commonly incident to his office and shall give bond in such form and with such sureties as shall be required by the Board of Trustees. He shall deposit all funds of the corporation in such bank or banks, trust company or trust companies or with such firm or firms doing a banking business, as the Trustees shall designate and prescribe. He may endorse and deposit all collections, all checks and notes payable to the corporation or to its order, may accept drafts on behalf of the corporation, and together with the President or Vice President may sign certificates of stock. He shall keep accurate books of account of the corporations transactions which shall be the property of the corporation and together with all its property in his possession shall be subject at all times to the inspection and control of the Board of Trustees.

All checks, drafts, notes or other obligations for the payment of money shall be signed by such officer or officers or agent or agents as the Board of Trustees shall in general or special resolution direct. The Board of Trustees may also in its discretion require by general or special resolutions that checks, drafts, notes and other obligations for the payment of money shall be counter-signed or registered as a condition of and validity by such officer or officers or agent or agents as shall be directed in such resolution.

ARTICLE XIV.

Resignations and Removals

Any Trustee or Officer of the corporation may resign at any time by given written notice to the corporation, to the Board of Trustees or to the Chairman of the Board or to the President or Secretary of the corporation. Any such resignation shall take effect at the time specified therein or if the time be not specified therein, upon its acceptance by the Board of Trustees.

The members of the corporation, at any meeting called for the purpose may by a vote of a majority of all recorded members remove from office any Trustee or other Officer elected or appointed by the members or by the Trustees and may elect or appoint his or her successor. The Board of Trustees may by a vote of not less than a majority of the entire Board, remove from office any Officer or agent by it elected or appointed.

ARTICLE XV.

Vacancies

Vacancies in the Board of Trustees shall be filled for the unexpired term by the members of the corporation at any meeting called for that purpose. Vacancies resulting from an increase in the number of Trustees may be filled in the same manner.

ARTICLE XVI.

Seal

The seal of this corporation shall consist of a circular impression stamped seal bearing the name of the corporation and the word "Seal."

ARTICLE XVII.

Amendments

These By-Laws may be approved, amended, or added to by a vote of not less than a majority of the members of the corporation present at any of its meetings provided notice of the proposed change or changes is given in the notice of the meeting.

Any amendment or change in conflict with the existing By-Laws shall require a two thirds (2/3) vote of the members of the corporation present at a properly called meeting.

ARTICLE XVIII.

Amendment to Charter

The Charter of the corporation may be amended or added to by a 2/3 vote of the members of the corporation present at any Annual or special meeting, provided notice of the proposed change or changes is given in the notice of such meeting.

ARTICLE XIX.

Conformity to Charter

The By-Laws of this corporation are intended to conform with the requirements of the Charter and wherever there may be a conflict or apparent conflict, the requirements of the Charter shall prevail.

ARTICLE XX.

Conformity to Book of Church Order

The By-Laws of this corporation are intended to conform with the requirements of the Book of Church Order of the Presbyterian Church in the United States, and wherever there may be conflict or apparent conflict, the requirements of the Book of Church Order shall prevail.