

COMPILED ARTICLES OF INCORPORATION
OF
THE UNITARIAN UNIVERSALIST CHURCH OF SARASOTA, INC.

We, the undersigned, hereby mutually agree to unite and associate ourselves together as a corporation, not for profit, under the laws of the State of Florida and for such purpose do hereby make, execute and adopt the following Charter:

ARTICLE I

The name of the corporation shall be THE UNITARIAN UNIVERSALIST CHURCH OF SARASOTA, INC. *[As amended 1981]*

ARTICLE II

This corporation is formed and will be operated exclusively for charitable, religious and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. *[As amended 2010]*

ARTICLE III

Membership in this organization shall be open to all persons over the age of sixteen (16) years who shall subscribe to the above and foregoing objects and purposes and who shall make such regular contributions in time and/or money as may be required of members by the Board of Directors. Any person desiring to become a member as above set forth may do so by signing the membership register which shall be maintained at the offices of the organization. *[As amended 1964]*

ARTICLE IV

The principal office of this organization shall be in Sarasota County, Florida.

ARTICLE V

The term for which this corporation shall exist shall be perpetual.

ARTICLE VI

The names and residences of the subscribers and the first Board of Directors of this organization are:

Robert F. Lexow	318 Island Circle Sarasota, Florida
Mrs. Laura Rendina	606 Calle del Otono Sarasota, Florida
Mrs. Helen Diller	2504 Davis Boulevard Sarasota, Florida
Mrs. A. W. Birks	2141 Sunnyside Lane Sarasota, Florida
Mrs. John Shoemaker	1812 South Lakeshore Drive Sarasota, Florida
Miss Delores Steinecke	2232 Webber Street Sarasota, Florida
Mr. Harry Karnaghan	938 Windsor Drive Sarasota, Florida
Mr. Edwin Spotswood	5322 Avenida del Mar Sarasota, Florida
Mr. John Yallowley	3206 15 th Avenue, West Bradenton, Florida
Mr. John Shoemaker	1812 South Lakeshore Drive Sarasota, Florida
Colonel Frederick Stover	2306 Sunnyside Lane Sarasota, Florida

ARTICLE VII

The policies of this corporation and the control and management of its affairs shall be vested in a Board of Directors who shall be elected by the membership as provided in the By-Laws of this corporation.

ARTICLE VIII

The officers of this corporation shall be a president, a vice president, a secretary and a treasurer, and such other officers as may be from time to time provided by the By-laws. The officers hereinabove specifically named shall automatically during their period of office be members of the Board of Directors, also known as the Executive Board. The other members of the Board shall be referred to as Trustees. [*As amended 1964*]

ARTICLE IX

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

President	Robert F. Lexow
Vice President	Mrs. Laura Rendina
Recording Secretary	Mrs. Helen Diller
Corresponding Secretary	Mrs. A. W. Birks
Superintendent of Junior Fellowship	Mrs. John Showmaker
Treasurer	Miss Delores Steinecke

ARTICLE X

This charter may be amended in the following manner: the Board of Trustees shall adopt a resolution setting forth the proposed amendment(s) and directing that they be submitted to a vote at an annual or special meeting of the

members. Written notice setting forth the proposed amendment(s) shall be mailed to each member entitled to vote at least thirty days before the meeting. The proposed amendment(s) shall be adopted upon receiving at least two-thirds of the votes which members present are entitled to cast. *[As amended 1998]*

ARTICLE XI

[Deleted 2010]

ARTICLE XII

[Deleted 1998]

ARTICLE XII

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II.

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under

section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

[Added 2010]

ARTICLE XIII

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the Unitarian Universalist Association or its successor. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes. *[Added 2010]*

IN WITNESS WHEREOF the undersigned have made and subscribed the Petition for Charter in Sarasota, Florida this 28th day of April, A.D. 1959.

S/ Edwin R. Spotswood

S/ Harry R. Karnaghan

S/ Laura Cooper Rendina

S/ Mrs. John Shoemaker

S/ Yvonne J. Birks

S/ John Shoemaker

S/ Mary Delores Steinecke

S/ John Yallowley

S/ Colonel Frederick Stover

S/ Mrs. Helen E. Diller

S/ Robert F. Lexow

[Jurat]

STATE OF FLORIDA)
) SS.
COUNTY OF SARASOTA)

ROBERT F. LEXOW, being first duly sworn, deposes and says as follows:

That he is one of the subscribers to the proposed Charter of The Unitarian Church of Sarasota, Inc. and hereby acknowledges that he is familiar with the signatures of all of the signers of said Charter and knows the same was in each instance signed by said person.

Affiant further makes oath that said Charter is intended in good faith to carry out the purposes and objects set forth therein.

AFFIANT

S/ Robert F. Lexow

SWORN TO AND SUBSCRIBED before me this 28th day of April, A.D. 1959.

S/ Billie Jeff Hall
Notary Public

SOURCES

Compiled from original Petition for Charter of April 28, 1959, as amended by:

- Certificate of Amendment filed March 20, 1964 amending Article III (changing the minimum age for membership from 14 to 16) and amending Article VIII (to re-title the church officers and directors composing the board of directors).
- Certificate of Amendment of December 15, 1981 amending Article I to change the name of the church to The Unitarian Universalist Church of Sarasota, Inc.
- Articles of Amendment of November 6, 1998 restating Article X (to change the method for amending the articles) and deleting Article XII (which limited the value of real estate the church could hold);
- Articles of Amendment of April 11, 2010:
 - restating Article II, which had been:

“The general objects and purposes of this corporation are as follows:

To establish, foster and cultivate a unitarian (sic) fellowship and church organization subscribing to the following bond of union:

In the discipline of truth and the spirit of universal brotherhood, we unite for the worship of God and the service of man.

To foster, cultivate and promote religious, charitable and cultural activities of all kinds and nature necessary, proper or desirable to the fellowship of the members of this organization.

To provide financial help for the above purposes by public or private subscription or donation.

To do all other things necessary or desirable to the promotion of the foregoing objects and purposes and to exercise all powers granted to corporations not for profit under the laws of the State of Florida.”

- deleting Article XI (which limited the maximum amount of indebtedness the church could incur to the lesser of \$200,000 or 2/3 of the value of its property);
- adding Article XII (stating limitations on distribution of earnings to private persons and on substantial attempts to influence legislation, on participation in political campaigns for or against any candidate, and on any activity not permitted under section 501(c)(3) of the Internal Revenue Code); and
- adding Article XIII (limiting distribution of net assets on dissolution to exempt purposes under section 501(c)(3) of the Internal Revenue Code).