

704293

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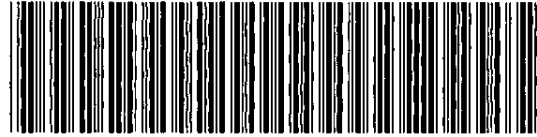
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amended & Restated

TB 4-28-08

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: First Baptist Church of Micanopy, Inc.

DOCUMENT NUMBER: 704293

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Amy L. Kenner

(Name of Contact Person)

Grunder & Petteway, P.A.

(Firm/ Company)

23349 NW CR 236, Suite 10

(Address)

High Springs, FL 32643

(City/ State and Zip Code)

For further information concerning this matter, please call:

Amy L. Kenner

(Name of Contact Person)

at (386) 454-1298 ext 222

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$35 Filing Fee \$43.75 Filing Fee & Certificate of Status \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**AMENDED AND FULLY RESTATED
ARTICLES OF INCORPORATION
OF
FIRST BAPTIST CHURCH OF MICANOPY INC**

FILED
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TALLAHASSEE, FLORIDA

**ARTICLE I
NAME AND TERM OF EXISTENCE**

The name of the corporation is First Baptist Church of Micanopy Inc, hereinafter referred to as the "corporation". The Articles of Incorporation of the corporation shall be amended upon the filing of these Amended and Fully Restated Articles of Incorporation with the Department of State of the State of Florida and the corporation shall continue in perpetuity.

**ARTICLE II
PURPOSE**

The corporation is a not for profit corporation. The purposes for which the corporation is organized are:

A. The specific purposes for which the corporation is formed are to operate for the advancement of true religion (including, but not limited to, charitable purposes common to a church ministry as defined by Scripture). Our commission is summarized as follows: "And Jesus came and said to them, 'All authority in heaven and on earth has been given to me. 19 Go therefore and make disciples of all nations, baptizing them in the name of the Father and of the Son and of the Holy Spirit, 20 teaching them to observe all that I have commanded you. And behold, I am with you always, to the end of the age.'" (Matthew 28:18-20, ESV) This corporation will serve as a legal entity to handle the business affairs of the First Baptist Church of Micanopy with power to perform all acts consistent with the aims and objects of said church.

B. The general purposes for which this corporation is formed are to operate exclusively for religious and charitable purposes for performing all functions and activities permitted by Chapter 617 of the Florida Statutes and such powers as corporations not for profit may otherwise now or hereafter have or acquire provided, however, that this corporation in exercising any one or more of such powers shall do so in the furtherance of the purposes which will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code or corresponding provisions of any federal tax laws, including, for those purposes, the making of distributions to organizations which qualify as tax-exempt organizations under the Code.

C. This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE III MEMBERSHIP

The corporation shall not have a membership distinct from the Board of Directors. Nothing in these Articles shall be construed to limit the right of the corporation to refer to persons associated with the corporation as 'members' of the spiritual body of the First Baptist Church of Micanopy even though such persons are not corporate members, and no such reference in or outside these Articles or the Bylaws shall constitute anyone being a member of the corporation. The corporation may confer by amendment of its Articles or Bylaws some or all of the rights of a corporation member, as set forth in Florida law for corporations not for profit, upon any person or persons who do not have the right to vote for the election of officers or on a disposition of substantially all of the assets of the corporation or on a merger or on a dissolution or on changes to the corporation's Articles or Bylaws so long as such rights do not disqualify the corporation as an exempt organization under Section 501(c)(3) of the Internal Revenue Code or corresponding provisions of any federal tax laws.

ARTICLE IV REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office of the corporation shall be 709 NE 1st St, Micanopy, Florida, and the name of the corporation's registered agent at such address is Eric M. Redmond.

ARTICLE V PRINCIPLE OFFICE AND MAILING ADDRESS

The address of the principle office of the corporation shall be 709 NE 1st Street, Micanopy, Florida, and the mailing address of the corporation shall be P.O. Box 241, Micanopy, Florida, 32667.

ARTICLE VI BOARD OF DIRECTORS

The affairs and property of the corporation are to be managed by the Board of Elders, who shall be considered the Board of Directors of the corporation. If the Board of Elders has less than three members, the elder(s) are authorized to appoint enough members to the Board of Directors so that the number of the Board of Directors shall never be less than three. The members, terms of office, manner of election and powers, duties and responsibilities of the Board of Directors shall be provided for in the By-laws. The names and residential addresses of the persons who are to serve as the initial Board of Directors under these Amended and Fully Restated Articles of Incorporation are:

Eric M. Redmond, 815 SE 128th Drive, Gainesville, Florida, 32641

Wesley Jamison, PO Box 435, Micanopy, Florida, 32667
Robert Gulick, 7700 Oak Drive, Keystone Heights, Florida, 32656

ARTICLE VII OFFICERS

The corporation shall have as officers a president, vice-president, secretary and treasurer and any other officers authorized by the corporation's By-Laws. The method of election, terms of office, powers, duties and responsibilities of the officers of the corporation shall be provided for in the By-Laws.


ARTICLE VIII PROPERTY, INCOME AND ASSETS

The property of this corporation is irrevocably dedicated to religious and charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member, or to the benefit of any private individual.

ARTICLE IX DISSOLUTION

On the liquidation, dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit fund, foundation or corporation which is organized and operated exclusively for religious or charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code or corresponding provisions of any federal tax laws.

IN WITNESS WHEREOF, the undersigned officer has executed these Amended and Fully Restated Articles of Incorporation on this 2nd day of March, 2008.




Wesley Jamison, President

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

I hereby certify that I am familiar with and accept the duties and responsibilities as registered agent for the First Baptist Church of Micanopy Inc

Dated this 2nd day of March, 2008.



Eric M. Redmond, Registered Agent

Articles of Amendment
to
Articles of Incorporation
of

First Baptist Church of Micanopy, Inc

(Name of corporation as currently filed with the Florida Dept. of State)

704293

(Document number of corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

(See attached Amended and Fully Restated Articles of Incorporation of First Baptist


Church of Micanopy Inc)

The date of adoption of the amendment(s) was: March 2, 2008

Effective date if applicable: March 2, 2008
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signature  4/20/08
(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Wesley Jamison
(Typed or printed name of person signing)

President
(Title of person signing)

FILING FEE: \$35