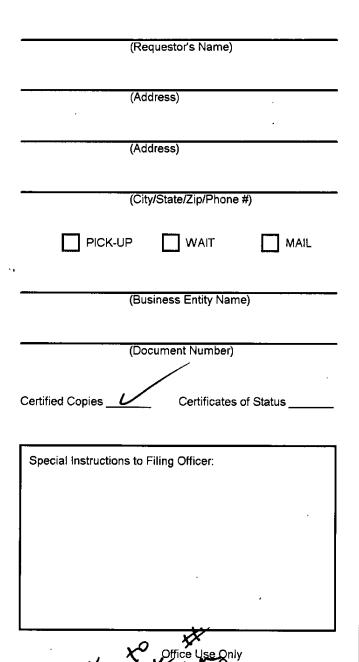
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Amended NIC Pestated NIC

THE DENMAN LAW FIRM

1995 East Oakland Park Boulevard, Suite 105 Fort Lauderdale, Florida 33306 Email: jbdenman@denmanlawfirm.com www.DenmanLawFirm.com

JAMES B. DENMAN Board Certified Aviation Lawyer Board Certified Civil Trial Lawyer

Telephone: (954) 938-9777 Facsimile: (954) 938-9789

June 5, 2007

<u>Sent Via DHL Express</u> <u>Shipment No.: 317244 36516</u>

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

RE:

- 1. Articles of Merger of Fort Lauderdale Community Church, Inc. into Trustees Wilton Manors Baptist Church
- 2. Restated and Amended Articles of Incorporation

Dear Sir or Madam:

Enclosed herewith please find Articles of Merger of Fort Lauderdale Community Church, Inc. into Trustees Wilton Manors Baptist Church, which I request that you kindly accept first for filing before filing the Restated and Amended Articles of Incorporation.

Once the Articles of Merger have been accepted, please kindly accept for filing the Restated and Amended Articles of Incorporation of Trustees Wilton Manors Baptist Church, Inc., which, among other things, changes the name of that entity to Fort Lauderdale Community Church, Inc. Annette, in your Amendment Section, advised me that this would be the proper procedure for merging the two churches and then changing the name to the pre-existing entity, Fort Lauderdale Community Church, Inc.

Please kindly return to me a certified copy of the filed Articles of Merger and Restated and Amended Articles of Incorporation.

Our check in the total sum of \$122.50 is enclosed, constituting \$70 filing fees for the Articles of Merger (\$35 for each entity involved), \$35.00 filing fee for the Restated and Amended Articles, and \$17.50 for certification of both documents.

Thanking you for your anticipated kind cooperation and courtesies, I am

· JBD/mjg Encls.

RESTATED AND AMENDED ARTICLES OF INCORPORATION 07

of

TRUSTEES WILTON MANORS BAPTIST CHURCH

FILED JUN-6 PM 3-47 The Trustees Wilton Manors Baptist Church, Inc., pursuant to §617.1007, files these its restat and amended Articles of Incorporation adopted by its Board of Trustees as follows:

ARTICLE I

Name

The name of this corporation shall be FORT LAUDERDALE COMMUNITY CHURCH.

ARTICLE II

INC.

Address

The principal place of business and mailing address of this corporation shall be: 116 N.E. 24th Street, Wilton Manors, Florida 33305.

ARTICLE III

Purposes

This corporation is organized exclusively for charitable, religious, educational, and scientific purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding provision of any future federal tax code, hereinafter the "Code" including, but not limited to, the conducting of religious worship as an evangelical Christian church and the making of distributions to or on behalf of organizations that qualify as exempt organizations under section 510(c)(3) of the Code.

ARTICLE IV

Powers

Except as limited by these Articles of Incorporation or its by-laws, the Corporation shall have and exercise all rights and powers in furtherance of its purposes as are now or may hereafter be conferred on not-forprofit corporations pursuant to Chapter 617, Florida Statutes and other applicable law.

ARTICLE V

Limitations on Activities

Section 1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any member, director or officer of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation effecting one or more of its purposes as set forth in Article II hereof), and no member, director or officer of the Corporation or any other private individual, shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the Corporation; provided, however, that the Corporation may confer benefits in the form of distributions, in dissolution or otherwise in the manner set forth in Article VI hereof.

Section 2. The Corporation shall not, as a substantial part of its activities, carry on propaganda, lobby, or otherwise attempt to influence legislation. The Corporation shall not participate in any political campaign on behalf of (or in opposition to) any candidate for public office.

Section 3. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities which may not be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Code or by an organization contributions to which are deductible by the donor under Section 170(c)(2) of the Code.

ARTICLE VI

Dissolution

Upon the dissolution of the Corporation, the Directors of the Corporation shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, distribute all residual assets of the Corporation to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes which, at the time of such disposition, qualify as an exempt organization or organizations under Sections 501 (c)(3) and 170(c)(2) of the Code or to the government of the United States, the state of Florida or any city or county within the state of Florida exclusively for public purposes. Any assets not so distributed shall be distributed by a court of competent jurisdiction exclusively for the aforementioned purposes, or to such organization and operated exclusively for the aforementioned purposes.

ARTICLE VII

Terms of Existence

This Corporation shall have perpetual existence, unless dissolved according to law.

ARTICLE VIII

Non-Stock Corporation

This Corporation shall not have or issue shares of stock. It may have and issue membership certificates that shall state prominently on the face of such certificate that such certificates are not transferable and that the Corporation is a not-for-profit organization.

ARTICLE IX

Membership

The qualifications for Membership, the manner of admission to Membership, shall be governed and regulated by the by-laws of the Corporation.

ARTICLE X

Board of Directors

- <u>Section 1.</u> The business and affairs of this Corporation shall be managed by a Board of Directors, whose members are referred to herein as Directors.
- <u>Section 2.</u> The number of Directors of the Corporation shall not be less than five. Subject to the foregoing, the number of Directors may be changed from time to time as provided in the by-laws.
- <u>Section 3.</u> Directors shall be elected, removed and hold office as provided in the by-laws.

ARTICLE XI

Officers

- <u>Section 1.</u> The officers of the Corporation shall include a President, a Vice-President, a Secretary, a Treasurer and other officers as designated in the by-laws. The same individual may simultaneously hold more than one office.
- <u>Section 2.</u> The officers shall have such powers and responsibilities and shall be elected, removed and hold office as provided in the by-laws.

ARTICLE XII

Registered Office and Agent

- <u>Section 1.</u> The street address of the registered office of this Corporation is 1995 East Oakland Park Boulevard, Suite 105, Fort Lauderdale, Florida 33306.
- Section 2. The name of the registered agent of this Corporation located at the address of the registered office is James B. Denman.
- Section 3. I hereby state that I, James B. Denman, am familiar with and accept the duties and responsibilities as registered agent.

ARTICLE XIII

By-Laws

The power to adopt, alter, amend or repeal by-laws for the Corporation shall be vested only in the Directors, as more specifically provided in the by-laws.

ARTICLE XIV

Amendment to Articles of Incorporation

These Articles of Incorporation may be amended by the Directors in accordance with the procedure set forth in Chapter 617 of the Florida Statutes, as amended. Those Articles, however, pertaining to dissolution of the Corporation shall not be amended in such a way as to allow or cause any member (unless such member is exempt from taxation under Section 501(c)(3) of the Code), director, or officer of the Corporation or any other person to share in any of the Corporation's assets.

EXECUTED by the undersigned at Fort Lauderdale, Broward County, Florida on this 3th day of June, 2007.

DONALD LIEN, Chairman of the Board of Trustees Member approval was not required.

STATE OF FLORIDA **COUNTY OF BROWARD**

PERSONALLY appeared Donald Lien before the undersigned authority on this 5th day of June, 2007 before me a Notary Public duly authorized in the State and County of aforesaid to take acknowledgments, who is [X] personally known to me, and who is known to be the person described as a subscriber in the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to and executed said Articles of Incorporation and who [] did [] did not take an oath.

WITNESS my hand and official seal the day and year last afgresaid.

James B. Denman

Commission #DD263779 Expires: Dec 26, 2007 Bonded Thru Atlantic Bonding Co., Inc.

James B. Denman, Notary Public Commission No.: DD263779

My Commission Expires: December 26, 2007