

732693

(Requestor's Name)

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PICK-UP WAIT MAIL

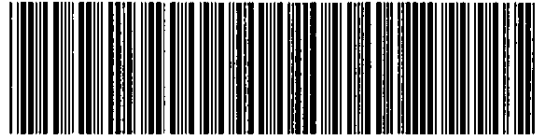
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09 AUG 31 PM 1:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Amend
C.COULLIETTE

SEP 02 2009

EXAMINER

FAITH LUTHERAN CHURCH
551 West Rotonda Boulevard
Rotonda West, Florida, 33947
August 6, 2009

Secretary of State Office
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

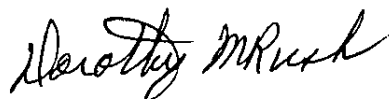
Good Morning:

I am enclosing a copy of Faith Lutheran Church's amended Articles of Incorporation for your approval. These have been approved by the Church Congregation at their meeting on May 3, 2009.

I am also enclosing a check for \$35. to cover cost.

We would appreciate your acceptance of these amendments and notification of the filing of the revisions.

Sincerely,



Dorothy M. Rush
Church Council President



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 11, 2009

FAITH LUTHERAN CHURCH
DORTHY RUSH
551 WEST ROTONDA BLVD
ROTONDA WEST, FL 33947

SUBJECT: FAITH LUTHERAN CHURCH OF ROTONDA/WEST, FLORIDA, INC.
Ref. Number: 732693

We have received your document for FAITH LUTHERAN CHURCH OF ROTONDA/WEST, FLORIDA, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The date of adoption/authorization of this document must be a date on or prior to submitting the document to this office, and this date must be specifically stated in the document. If you wish to have a future effective date, you must include the date of adoption/authorization and the effective date. The date of adoption/authorization is the date the document was approved.

You must have the manner of adoption and the date of adoption showing as part of the amendment document. If you have members, you must say that it was approved by a majority of the members. If you have a board of directors, you must say they approved it and no member vote was required. You will need to remove the language about "forming" a non profit corporation from the beginning paragraph since you are not forming the corporation again, you are only amending.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6903.

Cheryl Coulliette
Regulatory Specialist II

Letter Number: 509A00027307

RECEIVED
2009 AUG 31 11:18:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 26, 2009

Secretary of State Office
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Attn: Cheryl Coulliette
Ref. Number 732693

Good Morning:

I am returning our original document along with a copy of your letter. I am also enclosing a 2nd copy of the Articles of Incorporation with the changes as requested in your letter. I hope we have done it correctly.

We would appreciate your acceptance of these amendments and notification of the filing of the revisions.

Sincerely,



Dorothy M. Rush
Church Council President



Growing Together in Faith

Faith Lutheran Church
551 Rotonda Blvd. West,
Rotonda West, FL, 33947
Ph. 941-697-3313 Fax 941-697-0567
www.faithrotonda@embarqmail.com

AMENDED ARTICLES OF INCORPORATION
OF
FAITH LUTHERAN CHURCH OF ROTONDA WEST, FLORIDA, INC.

We are amending our original Articles of Incorporation of Faith Lutheran Church of Rotonda West, Florida, Inc. The Corporation is not for pecuniary profit under the provisions of Chapter 617 of the Florida Statutes, and we do agree to the following:

FILED
JUG 31 PM 1:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is Faith Lutheran church of Rotonda West, Florida, Inc.

ARTICLE II

The general nature of the objects and purposes of this Corporation shall be as follows:

- A. To own and operate a church and /or churches, and to conduct the usual religious functions incident to the operation of a Christian Church, to do any and everything that churches customarily do in the course of carrying on the Christian purposes of such an institution.
- B. To promote an educational program for religious purposes; to own and operate a parochial school or schools for academic and religious purposes; to sponsor civic projects for the betterment of the community; and to sponsor such social and recreational projects as may seem advisable and helpful to the welfare of the community and the membership; and to serve the community in a manner always consistent with the highest standard of ethics, good morals, and Christian principles.
- C. This corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, that the making of distributions to organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954, (or the corresponding provisions of any future United States Internal Revenue Law) therefore notwithstanding any provisions of this article or any other article contained herein:
 - 1. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting, to influence legislation; nor shall it in any manner or to any extent participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office; nor shall it engage in any activities that are unlawful under the laws of the United States of America, or the State of Florida, or any other jurisdiction where such activities are carried on; nor shall it engage in any transaction defined at the time as "prohibited" under Section 503 of the Internal Revenue Code.
 - 2. This corporation shall never be operated for the primary purpose of carrying on a trade or business for profit. Neither the whole, nor any part or portion, of the assets or net earnings of this corporation shall be used, nor shall this corporation ever be organized or operated, for purposes

that are not exclusively religious, charitable, scientific, literary, or educational within the meaning of Section 501 (c) (3) of the Internal Revenue Code.

3. No compensation or payment shall ever be paid or made to any member, officer, director, trustee, creator, or organizer of this corporation, or substantial contributor to it, except as a reasonable allowance for actual expenditures or services actually made or rendered to or for this corporation; and neither the whole nor any part or portion of the assets or net earnings, current or accumulated, of this corporation shall ever be distributed to or divided among any such person; provided, further, that neither the whole nor any part or portion of such assets or net earnings shall ever be used for, accrue to, or inure to the benefit of any member or private individual within the meaning of Section 501 (c) (3) of the Internal Revenue Code.

ARTICLE III

This Congregation shall consist of its Pastor or Pastors and other Baptized persons within its fellowship.

Each applicant for adult membership shall have been properly instructed in the word of God and the faith of the Lutheran Church prior to his her reception.

All applications for such membership shall be submitted to and require approval of the Congregation Council.

ARTICLE IV

The names and addresses of the subscribers are as follows:

Carl F. Kaltreider	57 Oakland Hills Place, P.O. Box 514 Rotonda/West, Florida 33947
Alfred Mills, Jr.	239 Caddy Road, P.O. Box 352 Rotonda/West, Florida 33947
Edwin Dodds	23 Caddy Road, P.O. Box 73 Rotonda/West, Florida 33947

ARTICLE V

The officers of the corporation shall be a President, a Vice President, a Secretary, a Treasurer, and such other officers as may be provided in the Bylaws.

ARTICLE VI

Section 1. The business affairs of this corporation shall be managed by a Congregation Council which shall consist of the Pastor, and not less than three (3) nor more than fifteen (15) other persons.

Section 2. The members of the Congregation Council shall be confirmed members in good standing.

Section 3. Members of the Congregation Council shall be elected, hold office, perform duties and be removed as provided for in the Bylaws of the corporation.

ARTICLE VII

The location of this corporation shall be at 551 Rotonda Blvd, Rotonda-West, County of Charlotte, State of Florida. The Congregation Council may from time to time move the location of this corporation to any address in Charlotte County, Florida.

ARTICLE VIII

Should the Corporation cease to act and be dissolved, all of its property and assets remaining after the payment of its liabilities shall be paid and distributed to the Evangelical Lutheran Church in America, a Minnesota non-profit corporation, or its successor or assign, provided, however, that payment shall be made hereunder only to corporations, trusts, foundations, or other organizations which are organized and operated exclusively for charitable or religious purposes and which shall then be exempt from Federal income tax under Section 501 (a) of the Internal Revenue Code of 1954, as amended, as organizations described in Section 501 (c) (3) thereof (references to include corresponding provisions of any future revenue law). In the event that the Evangelical Lutheran Church in America or its successor or assign, shall not then be so described, such property and assets shall, on the basis of written approval of the member judicatories, be paid and distributed to one or more organizations as shall then be so described.

ARTICLE IX

Section 1. This corporation may provide such Bylaws for the conduct of its business and the attainment of its purposes as they may deem necessary from time to time.

Section 2. Amendment to the Bylaws may be made at any meeting of the membership of the corporation by a majority of the eligible members in good standing who are present and voting provided that such amendments have been proposed in writing by at least ten (10) voting members in good standing or by the Congregation Council. Proposals must be filed in writing with the Congregation Council 60 days before formal consideration by this congregation at a regular or special Congregation Meeting called for that purpose. The Congregation Council shall notify the congregation's members by mail of the proposal together with the council's recommendations at least 30 days in advance of the meeting. Following the adoption of an amendment to the Bylaws, the Secretary of this corporation shall forward a certified copy thereof to the President of the Florida-Bahamas Synod. The amendment shall become effective within 120 days from the date of the receipt of the notice by the synod unless the synod informs this congregation that the amendment is in conflict with the constitution

and bylaws of the Evangelical Lutheran Church in America or the constitution of the Florida-Bahamas Synod of the ELCA.

Section 3. Amendment to the Articles of Incorporation may be made at any meeting of the membership of the corporation by a two-thirds (2/3) vote of the eligible members in good standing who are present and voting provided that such amendments have been proposed in writing by at least ten (10) voting members in good standing at the meeting of the congregation held at least ninety (90) days earlier, or provided that they have been approved by the Congregation Council and by it submitted by mail to all confirmed members in good standing at least thirty (30) days prior to the meeting at which the final action is to be taken. Following the adoption of an amendment to the Articles of Incorporation, the Secretary of this corporation shall forward a certified copy thereof to the President of the Florida-Bahamas Synod. The amendment shall become effective within 120 days from the date of the receipt of the notice by the synod unless the synod informs this congregation that the amendment is in conflict with the constitution and bylaws of the Evangelical Lutheran Church in America or the constitution of the Florida-Bahamas Synod of the ELCA.

We, the undersigned, being the original subscribers and incorporators of the foregoing corporation, do hereby certify that the foregoing constitutes the Charter of the above corporation.

The amended Articles of Incorporation have been approved by a majority of the members of the Church Congregation of the Faith Lutheran Church of Rotonda West, FL, Inc. at a Special Meeting on May 3, 2009 and are effective as of May 3, 2009.

The date of each amendment(s) adoption: May 3, 2009

(date of adoption is required)

Effective date if applicable: May 3, 2009

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

Dated August 31, 2009

Signature *Dorothy M. Rush*

(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)

Dorothy M. Rush
(Typed or printed name of person signing)

President of Faith Lutheran Church of Rotonda West
(Title of person signing)