

NO7000001092

Division of Corporations

Page 1 of 1

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H07000226188 3)))



H070002261883ABC1

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850)205-0380

From: **GAIL S. ANDRE**
Account Name : LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P.A.
Account Number : 072720000036
Phone : (407)843-4600
Fax Number : (407)843-4444

PLEASE ARRANGE FILING OF THE ATTACHED ARTICLES OF AMENDMENT AND RETURN CERTIFICATION TO ME AS SOON AS POSSIBLE. THANK YOU FOR YOUR ASSISTANCE IN THIS MATTER.

FILED
07 SEP 11 PM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COR AMND/RESTATE/CORRECT OR O/D RESIGN

CONNECTCITY, INC.

RECEIVED
2007 SEP 11 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$43.75

Electronic Filing Menu

Corporate Filing Menu

*Carlynn
Dun Kls
9-11-07*

H07000226188 3

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
CONNECTCITY, INC.
A FLORIDA NONPROFIT CORPORATION**

In accordance with the Articles of Incorporation of ConnectCity, Inc., a Florida Not for Profit Corporation (the "Corporation"), and the provisions of Sections 617.1002 and 617.1007 of the Florida Not for Profit Corporation Act, the Board of Directors of the Corporation met at a meeting on March 27, 2007 and at the meeting the Board of Directors of the Corporation cast a number of votes sufficient for approval of the amendment and restatement thereof. Accordingly, the Articles of Incorporation of ConnectCity, Inc., a Florida not-for-profit corporation, are hereby amended and restated in their entirety to read as follows:

FILED
07 SEP 11 PM 3:10
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME OF CORPORATION, MAILING ADDRESS
AND ADDRESS OF PRINCIPAL OFFICE

The name of this Corporation shall be **ConnectCity, Inc.** The mailing address of the Corporation is, and its principal office shall be located at 530 Dog Track Road, Longwood, Florida 32750.

ARTICLE II
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation shall be 215 North Eola Drive, Orlando, Florida 32801 and the name of the initial registered agent for the Corporation shall be Dale A. Burket.

ARTICLE III
PURPOSES

Section 1. The specific and primary purpose for which this Corporation is formed is for the purpose of promoting and fostering the assistance and support by individuals and communities of underprivileged and/or impoverished individuals and groups throughout the world community through a network of churches and organizations and to assist other charitable organizations that are exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code").

Such support may be provided by soliciting, receiving and administering gifts and bequests of funds and property, both restricted and unrestricted, for charitable purposes, all for the benefit of other charitable organizations, and to take and hold, absolutely or in trust, for any of such purposes funds and property of every kind, real, personal, tangible and intangible, subject only to any limitations and conditions imposed by law or by the instrument under which received; to sell, lease, convey or otherwise dispose of any such property and to invest and reinvest the proceeds of and earnings from such property in accordance with investment policies established from time to time by the Corporation's Board of Directors; and to exercise any, all and every power, including trust powers, which a corporation not for profit created under the laws of the State of Florida can be authorized to exercise.

H07000226188 3

Section 2. The general purposes for which this Corporation is organized are exclusively charitable purposes within the meaning of the Code or the corresponding provisions of any future federal tax laws.

Section 3. Notwithstanding any other provision of these articles, this Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under the Code, or the corresponding provisions of any future federal tax laws.

Section 4. In the event this Corporation is in any year determined to be a "private foundation" as defined in Section 509(a) of the Code it shall:

- (a) Distribute its income for each tax year at such time and in such manner so that it will not become subject to the tax on undistributed income imposed by Section 4942 of the Code, or the corresponding provisions of any future federal tax laws.
- (b) Not engage in any act of self-dealing as defined in Section 4941(d) of the Code, or the corresponding provisions of any future federal tax laws.
- (c) Not retain any excess business holdings as defined in Section 4943(c) of the Code, or the corresponding provisions of any future federal tax laws.
- (d) Not make any taxable investments as defined in Section 4944 of the Code, or the corresponding provisions of any future federal tax laws.
- (e) Not make any taxable expenditures as defined in Section 4945(d) of the Code, or the corresponding provisions of any future federal tax laws.

ARTICLE IV
POWERS

This Corporation shall be authorized to exercise the powers permitted corporations not for profit under Chapter 617, Florida Statutes; provided, however, that this Corporation, in exercising any one or more of such powers, shall do so in furtherance of the exempt purposes for which it has been organized within the meaning of Section 501(c)(3) of the Code.

ARTICLE V
NO MEMBERSHIP

The Corporation shall not have any members.

ARTICLE VI
TERM

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

ARTICLE VII
NAME AND ADDRESS OF INCORPORATOR

H07000226188 3

The name and address of the initial incorporator of this Corporation is as follows:

Dale A. Burket

215 North Eola Drive
Orlando, Florida 32801

ARTICLE VIII
BOARD OF DIRECTORS

Section 1. Number. The Board of Directors for the Corporation shall be known as the "Board of Trustees". The Board of Trustees shall be as determined and fixed by the bylaws of the Corporation as amended from time to time; provided, however, that the Board of Trustees shall never consist of fewer than three (3) members.

Section 2. Powers. The Board of Trustees shall manage the civil activities and affairs of the Corporation, and shall have all the rights and powers of a board of directors under the laws of the State of Florida and of the United States, as well as such other rights and authority as are herein granted. Such rights and powers shall include, but not be limited to, the buying, selling and mortgaging of property for the Corporation, the acquiring and conveying of title to such property, the holding and defending of title to the same, the managing of any permanent special funds entrusted to them for the furtherance of the purposes of the Corporation. In buying, selling, and mortgaging real property the Trustees shall act solely under the authority of a corporation, granted in a duly constituted meeting of the Corporation.

Section 3. Election, Qualifications, and Term. The method of election, the qualifications, and the term of each member of the Board of Trustees shall be as established in the Bylaws.

Section 4. Officers. The Board of Trustees may elect such officers as the Bylaws may specify, who shall have such titles and exercise such duties as the Bylaws may provide.

Section 5. Initial Trustees. Except for the initial Board of Trustees of the Corporation, whose names are set forth below, the Board of Trustees shall be as determined and fixed by the bylaws of the Corporation; provided, however, that there shall never be less than three (3) trustees.

Michael VanHuis	530 Dog Track Road Longwood, Florida 32750
Chirs Willard	4400 South Orange Avenue Orlando, Florida 32806
David Valesques	280 S. Ronald Reagan Blvd., Suite 205 Longwood, Florida 32750
Twila Roberts	530 Dog Track Road Longwood, Florida 32750

10085035

H07000226188 3

H07000226188 3

Paul Rahill -	530 Dog Track Road Longwood, Florida 32750
Gretchen Kerr	530 Dog Track Road Longwood, Florida 32750
Sylvester Robinson	2019 West Church Street Orlando, Florida 32805
Steve Groves	300 Main Street Windermere, Florida 34786

ARTICLE IX
DEDICATION OF ASSETS AND DISSOLUTION

Section 1. The property of this Corporation is irrevocably dedicated to the purposes set forth herein and no part of the net earnings or assets of this Corporation shall inure to the benefit of any officer or director of the Corporation or to the benefit of any private individual. When appropriate, the Board of Trustees may determine to reasonably compensate any officer or director of the Corporation in accordance with and commensurate with the services performed by such person.

Section 2. Upon the dissolution and winding up of this Corporation, the Board of Trustees shall make provision for the payment of all of the liabilities of the Corporation and its assets remaining after payment or provision for payment of its debts and liabilities shall be distributed to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) of the Code, or the corresponding provisions of any future federal tax laws, or to or among, the United States, the State of Florida or any local government(s) for exclusive public purposes.

ARTICLE X
BYLAWS

Subject to any limitations contained herein or at any time contained in the Bylaws of this Corporation and in Chapter 617, Florida Statutes, Bylaws of this Corporation may be adopted, altered, amended or rescinded, and new Bylaws adopted, either by resolution of the Board of Trustees or in the manner at any time provided in the Bylaws. The Board of Trustees shall have the power to adopt and amend the Bylaws by a majority vote, in any way not inconsistent with these Articles of Incorporation, or the laws of the State of Florida and the laws of the United States.

ARTICLE XI
AMENDMENT OF ARTICLES


These Articles of Incorporation may be amended or amended and restated pursuant to a resolution adopted by the Board of Trustees.

H07000226188 3

ARTICLE XII
INDEMNIFICATION

The Corporation shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or contemplated action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that he is or was a director, employee, officer or agent of the Corporation, against expenses (including attorney's fees and appellate attorney's fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with the action, suit or proceeding if he acted in good faith and in a manner he reasonably believed to be in, or not opposed to, the best interest of the Corporation; and with respect to any criminal action or proceeding, if he had no reasonable cause to believe his conduct was unlawful; except that no indemnification shall be made in respect to any claim, issue or matter as to which such person shall have been adjudged to be liable for gross negligence or willful misfeasance or malfeasance in the performance of his duty to the Corporation, unless and only to the extent that the court in which the action or suit was brought shall determine, upon application, that despite the adjudication of liability, but in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses that the court shall deem proper.

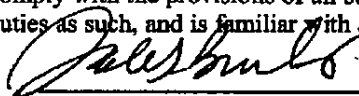
IN WITNESS WHEREOF, the undersigned has hereto set his hand and seal on this the 15th day of August, 2007.



Michael VanHuis, President

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of **CONNECTCITY, INC.** and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties as such, and is familiar with and accept the obligations of his position as registered agent.



Dale A. Burket