

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

**N94000004281**

Daystar Life Center, Inc.

200002439692-9  
-02/24/98-01106-003  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Art of Inc. File \_\_\_\_\_

LTD Partnership File \_\_\_\_\_

Foreign Corp. File \_\_\_\_\_

L.C. File \_\_\_\_\_

Fictitious Name File \_\_\_\_\_

Trade/Service Mark \_\_\_\_\_

Merger File \_\_\_\_\_

Art. of Amend. File \_\_\_\_\_

RA Resignation \_\_\_\_\_

Dissolution / Withdrawal \_\_\_\_\_

Annual Report / Reinstatement \_\_\_\_\_

Cert. Copy \_\_\_\_\_

Photo Copy \_\_\_\_\_

Certificate of Good Standing \_\_\_\_\_

Certificate of Status \_\_\_\_\_

Certificate of Fictitious Name \_\_\_\_\_

Corp Record Search \_\_\_\_\_

Officer Search \_\_\_\_\_

Fictitious Search \_\_\_\_\_

Fictitious Owner Search \_\_\_\_\_

Vehicle Search \_\_\_\_\_

Driving Record \_\_\_\_\_

UCC 1 or 3 File \_\_\_\_\_

UCC 11 Search \_\_\_\_\_

UCC 11 Retrieval \_\_\_\_\_

Courier \_\_\_\_\_

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR -2 11:11:54

RECEIVED  
98 FEB 24 11:2:30  
DIVISION OF CORPORATION

Signature \_\_\_\_\_

Requested by: Cher

2-24

7:58  
842

Name

Date

Time

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

Amend

03-22-98

CC



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

February 25, 1998

CAPITAL CONNECTION, INC.

TALLAHASSEE, FL

SUBJECT: DAYSTAR LIFE CENTER, INC.  
Ref. Number: N94000004281

We have received your document for DAYSTAR LIFE CENTER, INC. and check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The date of adoption 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 and the effective date. The date of adoption is the date the document was approved.

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) 487-6903.

Cheryl Coulliette  
Document Specialist

Letter Number: 398A00010615

AMENDED AND RESTATED  
ARTICLES OF INCORPORATION

OF

DAYSTAR LIFE CENTER, INC.  
A NON-PROFIT CORPORATION

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
981MR-2 AM 11:54

Pursuant to Chapter 617, of the Florida Statutes, the members of Daystar Life Center, Inc. have amended the Articles of Incorporation in their entirety and have adopted the following Amended and Restated Articles of Incorporation of said Corporation on this 5th day of February, 1998:

ARTICLE I  
NAME

The name of this corporation is DAYSTAR LIFE CENTER, INC. (hereinafter referred to as "the Corporation").

ARTICLE II  
DURATION

The corporation shall have perpetual existence, unless it shall hereafter be dissolved according to law.

ARTICLE III  
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 226 Sixth Street South, St. Petersburg, Florida 33706, and the name of the initial registered agent of this corporation is Sr. Ruth Barthle, Executive Director, and the address of the registered agent is 226 - 6th Street South, St. Petersburg, Florida 33711.

ARTICLE IV  
PURPOSE

The purposes for which the Corporation is formed, and the business and objectives to be carried on and promoted by it, are as follows:

- (A) The specific and primary purpose for which this Corporation is formed is to provide family aid and assistance; provide clothing and food to the needy; provide assistance for transportation problems; provide

financial assistance where possible to help subsidize electrical, gas, water, rent and personal identification, plus other reasonable requests that can be documented.

- (B) The corporation may exercise the powers permitted non-profit corporations under Chapter 617 of the Florida Statutes; provided, however, that this Corporation, in exercising any one or more of such powers shall do so in furtherance of the exempt purpose for which it has been organized as described in Section 501(c)(3) of the Internal Revenue Code.
- (C) The Corporation is irrevocably dedicated to and operated exclusively for non-profit purposes; and no part of the income or assets of the Corporation shall be distributed to, nor inure to the benefit of any individual.

ARTICLE V  
POWERS

The Corporation is empowered:

- (A) To buy, own, sell, convey, assign, mortgage or lease any interest in real estate and personal property, and to construct, maintain and operate improvements thereon necessary or incident to the accomplishment of the purposes set forth in Article IV hereof.
- (B) To borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of its business, and to secure the same by mortgage, pledge, or other lien on the Corporation's property.
- (C) To do and perform all acts reasonably necessary to accomplish the purposes of the Corporation as permitted non-profit corporations under Chapter 617 of the Florida Statutes.
- (D) In the event of dissolution, winding up, or other liquidation of the assets of this Corporation, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any or future law, or to the Federal, State or local government for exclusive public purpose.

- (E) Notwithstanding any other provisions of these articles, this Corporation will not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal Income Tax under section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law or (b) a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law.

**ARTICLE VI**  
**DIRECTORS AND MEMBERS**

The affairs of the Corporation shall be managed by a Board of Directors, consisting of not less than five (5) nor more than twenty (20) in number who shall be elected by the members of the Corporation at the Annual Meeting. The Directors of the Corporation must, at all times, be members of the Corporation. No non-member of the Corporation may sit as a Director. The names and post office addresses of the persons who shall serve as \_\_\_\_\_ Directors until their successors are duly qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Richard B. McManus	6132 Leeland St. So. St. Petersburg, FL 3715
Basil J. Weedon	128 Sands Point Dr. Tierra Verde, FL 33715
William Schoen	7642 17th Ave. No. St. Petersburg, FL 33710
Mary Venezia	1235 Cordova Blvd. NE St. Petersburg, FL 33704
Raymond Hempel ✓	12205 Gulf Blvd. Treasure Island, FL 33706
Glenn Berns	3617 Casablanca Ave St. Pete Beach, FL 33706
Kevin W. Korth, Esq.	100 - 2nd Ave. So. St. Petersburg, FL 33701
Fr. Bernardine Smith, DOR	515 4th St. So. St. Petersburg, FL 33701

Robert J. Harren

6060 Seashore Blvd. So., #800  
Gulfport, FL 33707

Directors shall serve without compensation.

Membership and Directors of the Corporation shall at all times be limited to individuals approved by the Bishop of the Catholic Diocese having jurisdiction of Pinellas County, Florida; however, such individuals need not be of the Catholic faith. Further, the Bishop of the Catholic Diocese having jurisdiction of Pinellas County, Florida, shall also be permitted to name an ex-officio member and director. In the event that the aforesaid approval by such Bishop is withdrawn, then this shall constitute automatic resignation as a member and director of the Corporation.

**ARTICLE VII**  
**OFFICERS**

The officers of the Corporation as provided by the By-Laws of the Corporation shall be elected by the Directors of the Corporation in the manner therein set out, and shall serve until their successors are elected. The Directors shall elect the regular officers of the Corporation at the annual meeting for terms of two years.

The following officers who will serve until the first meeting of the Board of Directors are:

<u>NAME</u>	<u>OFFICE</u>
Richard B. McManus	President
William Schoen	Secretary
Basil J. Weedon	Treasurer

**ARTICLE VIII**  
**SUBSCRIBERS**

The subscribers to these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Richard B. McManus	6132 Leeland St. So. St. Petersburg, FL 3715
Basil J. Weedon	128 Sands Point Dr. Tierra Verde, FL 33715
William Schoen	7642 17th Ave. No. St. Petersburg, FL 33710

**ARTICLE IX**  
**BY-LAWS**

By-Laws of the Corporation may be adopted, made, altered, or rescinded by the Directors at any regular meeting or any special meeting called for that purpose, so long as they are not inconsistent with the provisions of these Articles.

**ARTICLE X**  
**AMENDMENTS**

Amendment to the Articles of Incorporation may be proposed by any Director, subject to approval by the Bishop of the Diocese having jurisdiction over Pinellas County, Florida, at a regular or special business meeting of the Board of Directors at which a majority is present and must be adopted by a two-thirds vote of the Board of Directors present and voting at such meeting properly called and noticed as provided in the By-Laws.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on this 5th day of February, 1998.

Richard B. McManus  
Richard B. McManus  
 William A. Schoen  
William Schoen  
Basil J. Weedon  
Basil J. Weedon

STATE OF FLORIDA     )  
COUNTY OF PINELLAS )

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Richard B. McManus, who is personally known to me and who executed the foregoing instrument and acknowledged before me that he executed the same freely and voluntarily.

WITNESS my hand and official seal on the 5th day of February, 1998.

Dolores A. Engel  
Notary Public  
Print Name: Dolores A. Engel  
My Commission Expires:



Dolores A. Engel  
MY COMMISSION # CC635734 EXPIRES  
June 5, 2000  
BONDED THRU TROY FAIN INSURANCE, INC.

STATE OF FLORIDA )  
COUNTY OF PINELLAS )

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Williams Schoen, who is personally known to me and who executed the foregoing instrument and acknowledged before me that he executed the same freely and voluntarily.

WITNESS my hand and official seal on the 5th day of February, 1998.

Dolores A. Engel  
Notary Public  
Print Name: Dolores A. Engel  
My Commission Expires:



Dolores A. Engel  
MY COMMISSION # CC535734 EXPIRES  
June 5, 2000  
BONDED THRU TROY FAIR INSURANCE, INC.

STATE OF FLORIDA )  
COUNTY OF PINELLAS )

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Basil J. Weedon, who is personally known to me and who executed the foregoing instrument and acknowledged before me that he executed the same freely and voluntarily.

WITNESS my hand and official seal on the 5th day of February, 1998. DOE

Dolores A. Engel  
Notary Public  
Print Name: Dolores A. Engel  
My Commission Expires:



Dolores A. Engel  
MY COMMISSION # CC535734 EXPIRES  
June 5, 2000  
BONDED THRU TROY FAIR INSURANCE, INC.

**ACCEPTANCE BY DESIGNATED REGISTERED AGENT**

DAYSTAR LIFE CENTER, INC., having designated Sr. Ruth Barthle, Executive Director as its Registered Agent at the address located at 226 6th Street South, St. Petersburg, Florida, and Sr. Ruth Barthle, as having been so named to accept service for the above-named corporation at the place above indicated, does hereby accept the designation as Registered Agent.

Dated this 6 day of February, 1998.

Sr Ruth Barthle  
Registered Agent