

N98000002548

Department of State
Division of Corporations
Corporate Filings
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Amended Articles of Incorporation for Apple Seeds Christian Growing Center, Inc.

Enclosed is an original and one (1) copy of the Amended Articles of Incorporation and a check for \$35.00.

FROM: Stephen E. Shade

357 Foxcroft Drive East

Palm Harbor, FL 34683

(727) 796-0911 (Daytime)

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-03/21/00--01124--003
*****35.00 *****35.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 12 PM 1:06

Amend
LFS
11.13.7000



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 6, 2000

Stephen E. Shade
357 Foxcroft Drive East
Palm Harbor, FL 34683

SUBJECT: APPLE SEEDS CHRISTIAN GROWING CENTER, INC.
Ref. Number: N98000002548

We have received your document for APPLE SEEDS CHRISTIAN GROWING CENTER, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 700A00019004

STEPHEN E. SHADE
357 FOXCROFT DRIVE EAST
PALM HARBOR, FL 34683
(727) 784-6384

April 10, 2000

Ms. Louise Flemming-Jackson
Corporate Specialist Supervisor
Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: Apple Seeds Christian Growing Center, Inc.
Ref Number N98000002548

Dear Ms. Flemming-Jackson:

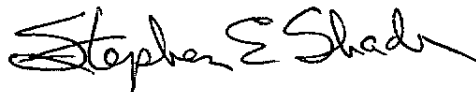
As you requested in your letter (copy attached) I have revised the Amended Articles of Incorporation for Apple Seeds Christian Growing Center, Inc. The revised copies are enclosed.

I would appreciate your expedient handling of this matter as we have filed an application for tax exempt status with the Internal Revenue Service and their deadline is quickly approaching. We will need a copy of the accepted Amended Articles of Incorporation for this application.

Should you need to contact me during the day, I can be reached at 727-796-0911. If it would be possible to fax me a copy of the accepted Amended Articles of Incorporation, my fax number is 727-796-0585. Please send it to me attention.

Thank you for your help.

Sincerely,

A handwritten signature in black ink that reads "Stephen E. Shade". The signature is written in a cursive, flowing style with a large initial 'S'.

Stephen E. Shade

AMENDED ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be:

Apple Seeds Christian Growing Center, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**C/o St. Andrews Presbyterian Church
705 Michigan Boulevard
Dunedin, Florida 34698**

ARTICLE III PURPOSE

The specific purpose for which the corporation is organized is:

The purpose of the Apple Seeds Christian Growing Center, Inc. is to provide excellent childcare and education for children ages two through the fifth grade. The overriding principles and theme of the Apple Seeds Christian Growing Center, Inc. will be to provide a sound Christian experience for these children.

Apple Seeds Christian Growing Center, Inc. is organized exclusively for religious and educational purposes including for such purposes, the making of distributions to organizations under section 501(c)(3) of the Internal Revenue code (or the corresponding section of any future Federal tax code.)

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of section 501(c)(3) purposes. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue code (or corresponding section of any future Federal tax code).

ARTICLE IV DISSOLUTION OF THE CORPORATION

Upon the dissolution of this corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal tax code, or shall be distributed to the Federal government or to a state or local government for a public purpose

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SECRETARY OF STATE
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ARTICLE V MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is:

The Directors of the Corporation will be elected by the Session of St. Andrews Presbyterian Church,
Dunedin, Florida

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is:

William Hupp
705 Michigan Avenue
Dunedin, FL 34698

ARTICLE VI INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are:

Stephen E. Shade
357 Foxcroft Drive East
Palm Harbor, FL 34683

Stephen E. Shade
Signature

4/10/2000
Date

There are no members of this organization entitled to vote. Only the Board of Directors may vote on any matter concerning the school and/or the Corporation. At a meeting held on March 27, 2000 at 7:30 p.m. in classroom 10 of the Church, the amendment was presented to the Board for approval. With a quorum present including all officers, the Board unanimously approved the amendment and directed it's chairman to file it with the State of Florida.

Stephen E. Shade, Chairman
Signature & Treasurer

4/10/2000
Date