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BASIC AMENDMENT

FAITH CHRISTIAN CENTER CHURCH, INC.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$35.00

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
FAITH CHRISTIAN CENTER CHURCH, INC.**

Pursuant to Section 617.1007 of the Florida Not For Profit Corporation Act, the Articles of Incorporation of Faith Christian Center Church, Inc. are amended and restated as follows:

**ARTICLE I.
NAME**

The name of the corporation is Faith Christian Center Church, Inc.

**ARTICLE II.
ADDRESS**

The street address of the principal office of the corporation is 2251 St. Johns Bluff Road, Jacksonville, Florida 32246.

The mailing address of the corporation is 2251 St. Johns Bluff Road, Jacksonville, Florida 32246.

**ARTICLE III.
DURATION**

The corporation will exist perpetually.

**ARTICLE IV.
PURPOSE**

The corporation is organized as a corporation not for profit, exclusively for charitable, religious, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, including, but not limited to, the operation of a church and all activities incidental or related thereto.

**ARTICLE V.
LIMITATIONS ON CORPORATE POWER**

The corporate powers of the corporation are as provided in Section 617.0302, Florida Statutes, except to the extent such powers are limited by the following provisions of this Article:

PREPARED BY CRYSTAL J. ADKINS, ESQ.
Holland & Knight LLP (904) 353-2000
50 North Laura Street, Suite 3900
Jacksonville, FL 32202
Florida Bar No. 0014044

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(a) No part of the assets or net earnings of the corporation shall inure to the benefit of, or be distributable to its members, 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 the purposes set forth in Article IV hereof.

(b) No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except to the extent permitted pursuant to an election made under Section 501(h) of the Internal Revenue Code), and the corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

(c) Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (i) by a corporation qualifying for exemption from federal income tax as an organization described in Section 501(c)(3) of the Internal revenue Code, or the corresponding section of any future federal tax code, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VI. MEMBERS

The corporation will have no members.

ARTICLE VII. REGISTERED OFFICE AND AGENT

The corporation designates 2251 St. Johns Bluff Road, Jacksonville, Florida 32246 as the street address of the registered office of the corporation and names George L. Davis the corporation's registered agent at that address to accept service of process within this state.

ARTICLE VIII. BOARD OF DIRECTORS

The corporation's board of directors will be known as the Board of Trustees.

The corporation has four (4) Trustees. The number of Trustees may be either increased or diminished from time to time, as provided in the bylaws, but will never be less than three (3). The method of election or appointment of the Trustees shall be as provided in the bylaws. The names of the Trustees are:

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George L. Davis
April R. Davis
Deshaun L. Davis
E. Shawn Ashley

ARTICLE IX. DISSOLUTION

Upon the dissolution of the 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 the 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. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE X. INDEMNIFICATION

(a) The corporation shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a trustee or officer of the corporation or of any corporation not for profit of which the corporation is a member, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a trustee or officer of the corporation or of any corporation not for profit of which the corporation is a member. To the fullest extent not prohibited by law, the corporation shall advance indemnification expenses for actions taken in the capacity of such person as an officer or trustee, within twenty (20) days after receipt by the corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.

(b) The corporation by action of its Board of Trustees, in its sole discretion, may indemnify any person who is or was a party to any proceeding, by reason of the fact that such person is or was an employee or agent of the corporation or of any corporation not for profit of which the corporation is a member, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as an employee or agent of the corporation or of any corporation not for profit of which the corporation is a member. The corporation by action of its Board of Trustees, in its sole discretion, may advance indemnification expenses for actions

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taken in the capacity of such person as an employee or agent, after receipt by the corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses. Absent specific action by the Board of Trustees, the authority granted to the Board of Trustees in this paragraph (b) shall create no rights in the persons eligible for indemnification or advancement of expenses and shall create no obligations of the corporation relating thereto.

The foregoing Amended and Restated Articles of Incorporation were adopted and approved by the Board of Trustees of the corporation on Dec. 15, 2000. There are no members of the corporation entitled to vote on such Amended and Restated Articles of Incorporation.

FAITH CHRISTIAN CENTER CHURCH, INC.

By: Rev. Print Name: REV. GEORGE L. DAVISTitle: SENIOR PASTOR / PRESIDENT

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