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February 24, 2012

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

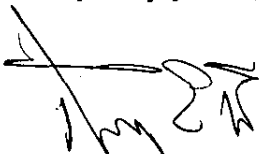
Re: The First Baptist Church of Palmetto, Inc.

To Whom It May Concern:

Enclosed please find the original Amended and Restated Articles of Incorporation for the above referenced corporation, along with a check in the amount of \$35.00 for filing fee. Please file this document and send to us the certificate of filing at your earliest convenience.

If you have any questions in this regard, please do not hesitate to contact me.

Very truly yours,



RONALD E. WITT

REW/sw
Enclosures

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

THE FIRST BAPTIST CHURCH OF PALMETTO INC.

Pursuant to Section 617.1002, Florida Statutes, the articles of incorporation of the above named corporation are amended and restated in their entirety, and the corporation adopts the following amended and restated articles of incorporation for such corporation.

ARTICLE I: NAME

The name of this corporation shall be The First Baptist Church of Palmetto Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal office of this corporation shall be located at 1020 4th Street West, Palmetto, Florida 34221.

ARTICLE III: PURPOSE

This corporation is organized as a church exclusively for charitable, religious and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States revenue law, including, but not limited to, such purposes as establishing and maintaining religious worship; building churches, parsonages, schools, chapels, radio stations, television stations, rescue missions, print shops, day-care centers and camps; evangelizing the unsaved by proclaiming the Gospel of the Lord Jesus Christ; educating believers in a manner consistent with the requirements of Holy Scripture, both in Sunday and weekday schools of Christian education; and maintaining missionary activities in the United States and any foreign country.

ARTICLE IV: EXISTENCE

The existence of this corporation shall be perpetual.

ARTICLE V: RESTRICTIONS

A. **No Private Inurement.** No part of the earnings or assets of the corporation shall inure to the benefit of, or be distributable to, its 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

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furtherance of the purposes set forth in Article III hereof. The corporation shall not have capital stock or shareholders.

B. No Substantial Lobbying. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation.

C. No Political Campaigning. 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.

D. Irrevocable Dedication. The income and assets of the corporation shall be irrevocably dedicated to its exclusive purposes.

ARTICLE VI: DIRECTORS

A. Number. The directors of the corporation shall consist of not fewer than three (3) directors and not more than a maximum number determined by the corporation's bylaws as amended from time to time. Initially, there shall be three (3) directors. One director shall be the person serving as chairman of Deacons. One director shall be the person serving as treasurer. One director shall be the person serving as secretary. Any other directors serving from time to time shall be elected or appointed as set forth in the corporation's bylaws as amended from time to time.

B. Powers. The directors shall govern the corporation and shall have all the rights and powers granted to it as outlined in the corporation's bylaws.

C. Term. The term of each director shall be as established in the corporation's bylaws.

D. Election. The method of electing the directors shall be contained in the corporation's bylaws.

ARTICLE VII: OFFICERS

The officers of the corporation shall be as set forth in and whose appointment, term and duties shall be determined by the corporation's bylaws as amended from time to time.

ARTICLE VIII: DISSOLUTION

Upon the dissolution of the corporation, the corporation's assets remaining after payment of all costs and expenses of such dissolution shall be distributed to an entity or entities described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code.

ARTICLE IX: MEMBERS

The qualifications of the members of the corporation, the manner of their admission, voting and other rights and privileges of members shall be regulated by the corporation's bylaws.

ARTICLE X: POWERS

A. General. The corporation shall have all the rights and powers customary and proper for tax-exempt nonprofit corporations, including the powers specifically enumerated in Section 617.0302, Florida Statutes, as amended.

B. Restrictions. Notwithstanding any other provisions of the articles of incorporation, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or by a corporation to which contributions are deductible under Sections 170(b)(1)(A) or (B) and 170(c)(2) of the Internal Revenue Code or the corresponding provisions of any future United States internal revenue law.

C. Charitable Trusteeship, etc. The corporation shall be empowered to hold or administer property for the purposes stated in Article III of the articles of incorporation, including the power to act as trustee.

ARTICLE XI: AMENDMENTS

A. Bylaws. Amendments to the corporation's bylaws may be made at any regular business meeting or special properly called meeting of the membership provided each amendment shall have been presented in writing to the membership at a previous business meeting and notice requirements being fulfilled, including making copies of the proposed amendment available at the church to the membership not less than two (2) weeks prior to any vote on the proposed amendment. Amendments shall be by two-thirds (2/3) vote of members present and voting.

B. Articles of Incorporation. Amendments to the articles of incorporation may be made at any regular business meeting or special properly called meeting of the

membership, provided each amendment shall have been presented in writing to the membership at a previous business meeting and notice requirements being fulfilled, including making copies of the proposed amendment available at the church to the membership not less than two (2) weeks prior to any vote on the proposed amendment. Amendments shall be by two-thirds (2/3) vote of members present and voting.

Pursuant to the corporation's current articles of incorporation, bylaws and Section 617.1002, Florida Statutes, these amended and restated articles of incorporation were proposed to the members of the corporation and the number of votes cast for this amended and restated articles of incorporation by the members were sufficient for approval on Sunday, January 29, 2012.

The First Baptist Church of Palmetto Inc.

By: *James Stinton*
Print Name: James Stinton
Chairman of Deacons
President of the corporation

By: *J. William Robey*
Print Name: J. WILLIAM ROBEE
Chairman of Stewardship Committee
Treasurer of the corporation

M. Charlene Keller - Notary
February 20, 2012

