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(Requestor's Name)

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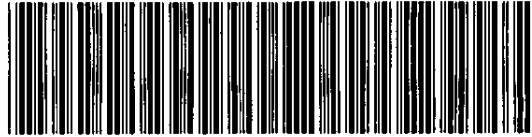
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SEP 13 2015  
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2016 SEP 12 AM 4:22  
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TALLAHASSEE, FLORIDA

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## CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

4KIDS OF SOUTH FLORIDA, INC

Signature \_\_\_\_\_

Requested by: SETH

09/09/16

Name \_\_\_\_\_

Date \_\_\_\_\_

Time \_\_\_\_\_

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

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\_\_\_\_ 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 \_\_\_\_\_

**RESTATED ARTICLES OF INCORPORATION**

**OF**

**4KIDS OF SOUTH FLORIDA, INC.**

The undersigned pursuant to applicable provisions of the Florida Not For Profit Corporation Act, hereby adopts the following Restated Articles of Incorporation.

**ARTICLE 1**

**NAME**

The name of this corporation shall be: **4KIDS OF SOUTH FLORIDA, INC.**

**ARTICLE 2**

**ADDRESS OF PRINCIPAL OFFICE**

The address of the principal office of the corporation shall be 2717 W. Cypress Creek Road, Ft. Lauderdale, Florida 33308.

**ARTICLE 3**

**PURPOSES**

This Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future federal tax code, hereinafter the "Code" including, but not limited to, making of distributions to or on behalf of organizations which qualify as exempt organizations under section 501(c)(3) of the Code.

The Corporation shall have all the rights and powers customary and proper for tax exempt not-for-profit corporations, including the powers specifically enumerated in Section 617.0302 of the Florida Statutes as amended. The Corporation shall have the power to hold or administer property for the purposes stated in this Article Three, including the power to act as trustee.

Notwithstanding any other provision of these articles, the Corporation shall 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 Code or, (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

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#### **ARTICLE 4**

##### **DIRECTORS**

The board of directors shall be elected as provided in the bylaws of the corporation.

#### **ARTICLE 5**

##### **OFFICERS**

The officers shall be elected as provided in the bylaws of the corporation.

#### **ARTICLE 6**

##### **TERM OF EXISTENCE**

The corporation shall have perpetual existence.

#### **ARTICLE 7**

##### **BYLAWS**

The bylaws of the corporation shall be prepared and adopted by the board of directors and may be amended, altered or rescinded as provided for in the bylaws of the corporation.

#### **ARTICLE 8**

##### **AMENDMENTS**

Amendments to the articles of incorporation shall be adopted by a two-thirds (2/3) majority affirmative vote of the board of directors then in office, at any regular or special meeting called for that purpose in which a quorum is present.

#### **ARTICLE 9**

##### **REGISTERED AGENT**

The Registered Agent upon whom service of process against this corporation may be made is Paul R. Alfieri, P.L. The registered agent's office is located at 5143 NW 42 Terrace, Coconut Creek, Florida 33073.

## **ARTICLE 10**

### **EARNINGS AND ACTIVITIES**

The income and assets of the corporation shall be irrevocably dedicated to its exclusive purposes. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 exempt purposes set forth in these Articles.

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 political office.

## **ARTICLE 11**

### **DISSOLUTION**

Upon the dissolution of the corporation, the board of directors shall, after paying or making provision for the payment of all the liabilities of the corporation, shall dispose of all the assets of the corporation exclusively to Calvary Chapel Church, Inc., a Florida Not For Profit corporation as long as it is in existence and qualifies as an exempt organization under Section 501(c)(3) of the Code.

If Calvary Chapel Church, Inc. is not in existence at the time of the dissolution of the corporation or shall no longer be an organization organized and operated exclusively for charitable, religious, educational or scientific purposes as shall qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, then in that event, upon the dissolution of the corporation, the assets of the corporation shall be distributed to an organization organized and operated exclusively for charitable, religious, educational or scientific purposes as shall qualify as an exempt organization or organizations under Section 501(c)(3) of the Code or shall be distributed to the federal government, or to a state or local government.

Any such assets not disposed shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is 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.

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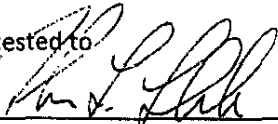
**SIGNATURES ARE ON THE FOLLOWING PAGE**

**CERTIFICATE**

1. This restatement contains amendments to the articles of incorporation that do not require member approval.
2. The restated articles of incorporation as set forth above constitute all of the articles of incorporation of 4KIDS of South Florida, Inc. as amended.
3. The date of adoption of the amendments was the 16 day of AUGUST, 2016.
4. The amendments and the restated articles of incorporation were adopted by the directors in accordance with the bylaws of the corporation and the number of votes cast was sufficient for approval.

IN WITNESS WHEREOF we hereunto set our hands and seals, acknowledged and filed the foregoing restated articles of incorporation under the laws of the state of Florida, this 8 day of SEPTEMBER 2016.

  
\_\_\_\_\_  
David Fee, President

Attested to:  
  
\_\_\_\_\_  
Thomas L. Lukasik, Secretary