

700068

Florida Department of State
Division of Corporations
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
THE FIRST PRESBYTERIAN CHURCH OF SAFETY HARBOR,
INC.**

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Articles of Amendment
to
Articles of Incorporation
of

THE FIRST PRESBYTERIAN CHURCH OF SAFETY HARBOR, INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

700068

(Document Number of Corporation (if known))

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DEPT OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

FPCSH, INC.

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:
*(Principal office address **MUST BE A STREET ADDRESS**)*

405 2nd Street South, Unit C

Safety Harbor, FL 34695

C. Enter new mailing address, if applicable:
*(Mailing address **MAY BE A POST OFFICE BOX**)*

P.O. Box 948

Safety Harbor, FL 34695

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

405 2nd Street South, Unit C

New Registered Office Address:

(Florida street address)

Safety Harbor
(City)

Florida 34695
(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

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If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:
(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
<u>P</u>	<u>Bragdon, Peter A</u>	<u>405 2nd Street South, Unit C</u> <u>Safety Harbor, FL 34685</u> <u>(change of address)</u>	<input type="checkbox"/> Add <input type="checkbox"/> Remove
<u>S</u>	<u>McAllister, Sandra</u>	<u>405 2nd Street South, Unit C</u> <u>Safety Harbor, FL 34685</u> <u>(change of address)</u>	<input type="checkbox"/> Add <input type="checkbox"/> Remove
<u>T</u>	<u>Agin, Barbara</u>	<u>405 2nd Street South, Unit C</u> <u>Safety Harbor, FL 34685</u> <u>(change of address)</u>	<input type="checkbox"/> Add <input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

Delete all references to "The First Presbyterian Church of Safety Harbor, Inc." in the Restated and Amended Articles of Incorporation filed June 25, 2008, and replace with "FPCSH, Inc.", as noted in the attached Restated and Amended Articles of Incorporation.

Delete in its entirety Article I in the Restated and Amended Articles of Incorporation filed June 25, 2008. Replace the deleted Article I with Article I of the attached Restated and Amended Articles of Incorporation.

Delete in its entirety Article III in the Restated and Amended Articles of Incorporation filed June 25, 2008. Replace the deleted Article III with Article III of the attached Restated and Amended Articles of Incorporation.

Delete in its entirety Article VI in the Restated and Amended Articles of Incorporation filed June 25, 2008. Replace the deleted Article VI with Article VI of the attached Restated and Amended Articles of Incorporation.

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The date of each amendment(s) adoption: March 14, 2010
(date of adoption is required)
Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 03/16/2010

Signature: 

(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

PETER A. BEAGDON Pres.
(Typed or printed name of person signing)

President
(Title of person signing)

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If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:
(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
<u>VP</u>	<u>Jaeger, Charles</u>	<u>405 2nd Street South, Unit C</u> <u>Safety Harbor, FL 34686</u> <u>(change of address)</u>	<input type="checkbox"/> Add <input type="checkbox"/> Remove
<u>D</u>	<u>Eunson, Jack</u>	<u>405 2nd Street South, Unit C</u> <u>Safety Harbor, FL 34686</u> <u>(change of address)</u>	<input type="checkbox"/> Add <input type="checkbox"/> Remove
<u>D</u>	<u>Osborn, Nancy</u>	<u>405 2nd Street South, Unit C</u> <u>Safety Harbor, FL 34686</u> <u>(change of address)</u>	<input type="checkbox"/> Add <input type="checkbox"/> Remove

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**RESTATED AND AMENDED ARTICLES OF INCORPORATION OF
THE FIRST PRESBYTERIAN CHURCH OF SAFETY HARBOR, INC.**

Document No. 700068

(n/k/a FPCSH, INC.)

ARTICLE I.

The name of this corporation shall be and is: FPCSH, INC. The said corporation shall have its principal office at FPCSH, INC. (hereinafter, "the associated congregation"), 405 2nd Street South, Unit C, Safety Harbor, Florida 34695.

ARTICLE II.

The purpose, general nature, and object of this corporation shall be a non-profit religious corporation which shall operate and support its associated religious congregation to promote the Christian faith. The powers of this corporation shall include, but shall not be limited to, the following:

- (A) To acquire, hold and dispose of real estate and personal property, notes, mortgages, stocks, bonds, and securities of all kinds.
- (B) To borrow money and execute notes and/or bonds therefore, and to secure the same by mortgage or deed of trust upon its real and/or personal property.
- (C) To act as Trustee to do all such other things that a non-profit corporation may legally do in the furtherance of its objects and purposes.
- (D) To enjoy and exercise all of the powers provided for in § 617.0302, Florida Statutes, subject only to the limitations of the Amended and Restated Articles of Incorporation.

This corporation has as its specific object the furtherance of the holy, catholic and apostolic Church of Jesus Christ through the religious congregation associated with and operated by the Corporation. In particular, the Corporation shall operate and continue a Church styled "FPCSH, Inc." (or by such other name hereafter duly adopted by the elected Session thereof) for
• the worship of God Almighty, the Maker of heaven and earth,

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- the proclamation of the Good News of Jesus Christ, who is Lord of all as revealed in Scripture, God's Holy, revealed and inerrant Word, the Church's one infallible rule for faith and life, and
- the witness of God's love for the world through service and mission.

ARTICLE III.

The members of this corporation shall be all of the active members of the body professing Christians known as The First Presbyterian Church of Safety Harbor who were on the membership rolls on March 13, 2010 and all of the active members of the body of professing Christians known as Safety Harbor Covenant Church as of March 14, 2010, and all such other persons as may become members of the Safety Harbor Covenant Church. If any member of the Safety Harbor Covenant Church shall cease to be an active member in good standing in Safety Harbor Covenant Church, such person shall cease to be a member of this corporation.

ARTICLE IV.

This corporation shall have perpetual existence.

ARTICLE V.

The officers of the corporation shall be those officers currently serving under the Restated and Amended Articles of Incorporation in effect at the time of the adoption of these Restated and Amended Articles of Incorporation.

ARTICLE VI.

The affairs of this corporation shall be conducted by a Board of Directors who shall after March 14, 2010 be the active members of the Board of Directors of the Safety Harbor Covenant Church and the duly elected officers of the corporation known as Safety Harbor Covenant Church, Inc.

The elected officers of such corporation shall be members of the corporation and shall be nominated and elected to serve by the members of the corporation. The election shall be held at a duly called meeting of the corporation. A majority of the members present at the meeting of the corporation shall be sufficient to confirm the election of the officers. Elected officers of the

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corporation shall be (1) President, (2) Vice-President and (3) Secretary.

Elected officers of the corporation shall serve until replaced by the members of the corporation at a duly called meeting of the corporation.

The Treasurer and Assistant Treasurer of the corporation shall be appointed to serve by the Board of Directors. It shall not be a requirement that the Treasurer and/or Assistant Treasurer be a member of the corporation.

The Registered Agent of the corporation shall also be appointed by the Board of Directors.

The annual meeting of the Directors shall be held at the second regular meeting of the Elders held after the annual meeting of the congregation of the FPCSH.

The Board of Directors shall have fully discretionary powers in transacting and managing all business of the corporation, and a majority of such members of the Board at a regularly called meeting shall constitute a quorum.

The Board of Directors shall consist of not less than seven (7) members. The Board of Directors of the corporation serving under the Articles of Incorporation at the time of the adoption of these Restated and Amended Articles of Incorporation shall continue to serve as such under these Restated and Amended Articles of Incorporation until the expiration of their terms of office or in the case of the elected officers when they are replaced thru election by the members of the corporation at a meeting of the corporation.

ARTICLE VII.

The By-Laws of the Corporation shall be adopted by the Board of Directors. The power to alter, amend, or repeal the By-Laws or to adopt new By-Laws shall also be vested in the Board of Directors.

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ARTICLE VIII.

Amendments to these Restated and Amended Articles of Incorporation may be proposed and adopted by a majority vote of members of the corporation at any regular meeting thereof or at any special meeting thereof called for that purpose; *provided, however,* the notice of such meeting shall be given on two consecutive Sundays from the pulpit and shall also be set forth in the bulletin at such worship services. The meeting may be held at any time after the conclusion of the last worship service of the congregation on the Sunday of the second notice of the meeting from the pulpit.

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IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals at Safety Harbor, Florida this 16th day of March, 2010.

THE FIRST PRESBYTERIAN CHURCH OF SAFETY HARBOR, INC.

By: *Peter Bradford*, President

ATTEST:

Spencer M. Alketer

Secretary of the Corporation

STATE OF FLORIDA:

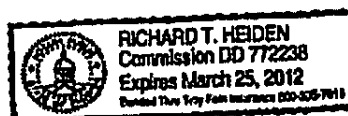
COUNTY OF PINELLAS:

Personally appeared before me, the undersigned authority, *Peter Bradford* and _____ to me known and known to be the individuals described in and who executed the foregoing Second Amended and Restated Articles of Incorporation, and they acknowledged before me that they executed the same in their capacities as President and Secretary of the Corporation for the purposes therein expressed.

WITNESS my hand and official seal this 16th day of March, 2010 in the State and County aforesaid.

Richard T. Heiden
Notary Public

My Commission Expires: .



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THE FIRST PRESBYTERIAN CHURCH OF SAFETY HARBOR, INC.

CERTIFICATE

In accordance with Florida Statutes, §§ 617.1001, 617.1002, 617.1006, and 617.1007, I hereby certify that the foregoing RESTATED AND AMENDED ARTICLES OF INCORPORATION OF THE FIRST PRESBYTERIAN CHURCH OF SAFETY HARBOR, INC., contains one or more amendments to the Articles requiring member approval. I further certify that on the 14th day of March, 2010, the amendments were adopted by the members of the corporation and that the number of votes cast for the amendment was sufficient for approval, as is reflected in the minutes of the meeting at which the RESTATED AND AMENDED ARTICLES OF INCORPORATION were adopted.

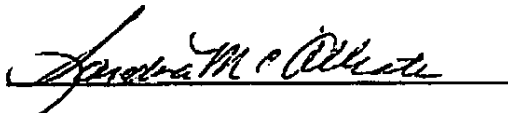
Dated this 16th day of March, 2010.

THE FIRST PRESBYTERIAN CHURCH OF
SAFETY HARBOR, INC.

By 

President

ATTEST:



Secretary of the Corporation