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First Christian Church of Cocoa Beach
P.O. Box 320807
Cocoa Beach, FL 32932

February 14, 2000

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32314

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Dear Records Manager:

Please find enclosed an original and one copy of the newly approved and executed Amended and Restated Articles of Incorporation for the First Christian Church of Cocoa Beach, Florida, Inc. with certification that appropriate voting requirements were met. Find enclosed a check number 1141 in the amount of Forty-Three Dollars and Seventy-Five Cents (\$43.75) as payment for the \$35.00 filing fee and \$8.75 for a certified copy.

If there are any problems or should you have any questions, please contact First Christian Church at 321.783.4303. Thank you for your attention to this matter.

Sincerely,

William Farmer

William Farmer, Elder

Enclosures as stated

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 FEB 16 PM 4:30

FILED

2/29
at 1:50 PM
checked
certified

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
FIRST CHRISTIAN CHURCH OF COCOA BEACH, FLORIDA, INC.
A FLORIDA NOT FOR PROFIT CORPORATION**

FILED
00 FEB 16 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned Elders, of the First Christian Church of Cocoa Beach, Florida, Inc., a Florida not for profit corporation, (the "Corporation"), do hereby certify to the Secretary of State, State of Florida, that on the 30th day of January, 2000, the following resolutions amending and restating the Articles of Incorporation were approved by a two-thirds vote of the members present and voting at the meeting duly called for such purpose and in accordance with all notice requirements, that said number of votes cast for the amendment was sufficient for approval and is pursuant to the provisions of Florida Statutes.

We, the undersigned subscribers, hereby associate ourselves together for the purpose of becoming incorporated under the laws of the State of Florida, applicable to corporations not for profit, under the following charter.

Amended

ARTICLE I: NAME and ADDRESS

The name of this corporation shall be:

First Christian Church of Cocoa Beach, Florida, Inc.

Its principal place of business is 470 South Brevard Avenue, Cocoa Beach, FL 32931 and its mailing address is P.O. Box 320807, Cocoa Beach, FL 32932

The Registered Agent of the corporation is William Farmer, 319 Dorset Drive, Cocoa Beach, FL 32931

Amended

ARTICLE II: PURPOSE

Section 1. The general nature and purposes of this Corporation shall be to preach the gospel of Christ and to restore the New Testament Church as set forth in the Holy Scriptures.

Section 2. No part of the income of the corporation shall inure to the benefit of, or be distributed 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 purposes set forth elsewhere. No substantial part of the activities of the corporation shall be for 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 campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any activities not permitted by a corporation exempt from Federal Income Tax under the Internal Revenue Code or by a corporation to which contributions are tax deductible under the Internal Revenue Code.

Restated

ARTICLE III: MEMBERSHIP

The membership of this Church shall consist of immersed believers in Christ, who unite with it by the terms outlined in the New Testament or by statement, or letter showing that this has been accomplished. A person shall not become a member of this Corporation until he had professed faith before the congregation and been received and enrolled in the fellowship of this assembly. The present membership of the unincorporated organization, and those hereafter admitted to membership, shall constitute the membership of this Corporation.

Amended

ARTICLE IV: TERM

Section 1. This Corporation shall have perpetual existence.

Section 2. In the event this corporation should be permanently dissolved the Elders as trustees shall, after paying or making provisions for the payment of all liabilities of the corporation, dispose of all remaining assets of the corporation to other Christian, not for profit organizations as defined by Article 501 (c) (3) of the Internal Revenue Code. In such event, no portion of the assets of the corporation shall inure to the benefit of, or be distributed to, its members, trustees, officers or other private person.

Amended

ARTICLE V: ELDERS and OTHER OFFICERS

Section 1. The affairs of this Corporation shall be managed by the governing board, called the Board of Elders, who shall be elected at the regular annual meeting of the members of this Corporation. Vacancies in the Board of Elders may be filled until the next annual meeting in such manner as shall be provided by the By-laws.

Section 2. The officers shall be: At least three Elders, Deacons as determined by the Elders, a Clerk, a Secretary and a Treasurer. The officers shall be elected by the members of this Corporation as provided in the By-laws, and the officers shall perform such duties, hold office for such terms, and take office as such time as shall be provided in the By-laws of this Corporation.

Amended

ARTICLE VI: CURRENT OFFICERS

The names of the officers of the corporation at the time of the adoption of these Amended and Restated Articles of Incorporation are:

Elders: William Farmer, David Headley, Danny Jordan

Deacons: David Cornell, Richard Enos, George Freeman, David Jackson, Jeff Landers,
William Levinson, Ralph Martinez, Ray Perry.

Secretary: David Headley

Treasurer: Richard Enos

Amended

ARTICLE VII: SUBSCRIBERS

The names and residence of the subscribers to these Amended and Restated Article of Incorporation are as follows:

William Farmer	Cocoa Beach, Florida
David Headley	Cocoa, Florida
Danny Jordan	Cocoa, Florida

Restated

ARTICLE VIII: BY-LAWS

The By-laws of this Corporation shall be made, altered, or rescinded by a majority of the voting membership of this Corporation at any duly called meeting of the membership of this Corporation , and the By-laws shall state the manner in which special meetings of the Corporation may be called.

Amended

ARTICLE IX: POWERS

This Corporation shall have the following powers:

1. All Corporate powers as provided in Section 617.0302, Florida Statutes (1998).
2. The power to delegate to the Board of Elders, as trustees, full discretionary power of admitting or expelling members.
3. The power to provide in its By-laws that a member shall not have any vested rights, interest or privilege of, in or to the assets, functions, affairs or franchises of the Corporation, or any right, interest or privilege which may be transferable or inheritable, or which shall continue if his membership ceases, or while he is not in good standing; provided however, that before his membership cease against his consent, he shall be given an opportunity to be heard.
4. The power to exercise all powers necessary or convenient to effect any or all of the purposes for which the Corporation is organized.

Restated

ARTICLE X: AMENDMENTS

These Articles of Incorporation may be amended by a two-thirds vote of the membership present and voting at any duly called meeting of the Corporation, provided, however, that these Articles of Incorporation shall not be amended unless notice of the proposed amendment is given to the members of the Corporation in the manner provided in the By-laws of the Corporation.

WITNESS the hands and seals of the undersigned subscribers in the County of Brevard and

State of Florida this 9th day of February, 2000.

William Farmer (L.S.)
WILLIAM FARMER, ELDER

David Headley (L.S.)
DAVID HEADLEY, ELDER

Danny R. Jordan (L.S.)
DANNY JORDAN, ELDER

STATE OF FLORIDA)
) SS:
COUNTY OF BREVARD)

BEFORE ME, the undersigned authority on the 9th day of February, 2000, personally appeared WILLIAM FARMER, DAVID HEADLEY and DANNY JORDAN, known to me or who did supply otherwise known to me for identification purposes to be the persons described in the foregoing Amended and Restated Articles of Incorporation as subscribers thereto, and who signed the same as such subscribers, and they each acknowledge to me that they executed the same freely and voluntarily and for the purposes and uses therein expressed.

WITNESS my hand and official seal this the 9th day of February, 2000.

Notary Seal

Lorna P. Hall
NOTARY PUBLIC

MY COMMISSION EXPIRES

