

702832

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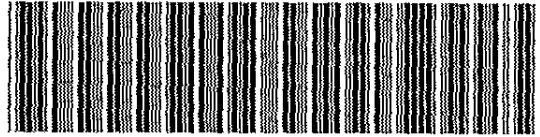
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& rels.



SIDLEY AUSTIN LLP
787 SEVENTH AVENUE
NEW YORK, NY 10019
(212) 839 5300
(212) 839 5599 FAX

dhensley@sidley.com
(212) 839-5731

BEIJING GENEVA SAN FRANCISCO
BRUSSELS HONG KONG SHANGHAI
CHICAGO LONDON SINGAPORE
DALLAS LOS ANGELES TOKYO
FRANKFURT NEW YORK WASHINGTON, DC

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July 20, 2006

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

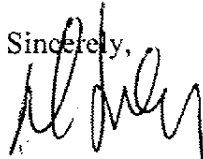
Dear Sir/Madam:

The enclosed Restated Articles of the Articles of Incorporation for Evangelical Homes for Children, Inc. (Document Number: 702832) is resubmitted for filing per Alan Crum's letter dated July 13, 2006 (Letter Number: 606A00045048). A check totaling \$35 was sent to you on June 27, 2006. There are no members entitled to vote on the Restated Articles of the Articles of Incorporation. As a director, I have signed the Restated Articles of the Articles of Incorporation that were adopted by the Board of Directors on May 4, 2006.

Please return all correspondence concerning this matter to me:

Dennis Hensley
Sidley Austin LLP
787 Seventh Avenue
New York, NY 10019

For further information concerning this matter, please feel free to call me at (212) 839-5731.

Sincerely,

Dennis C. Hensley
President Elect

Enclosure



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 13, 2006

DENNIS HENSLEY
SIDLEY AUSTIN LLP
787 SEVENTH AVE.
NEW YORK, NY 10019

SUBJECT: EVANGELICAL HOMES FOR CHILDREN, INC.
Ref. Number: 702832

We have received your document for EVANGELICAL HOMES FOR CHILDREN, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

The date of adoption of each amendment must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6878.

Alan Crum
Document Specialist

Letter Number: 606A00045048

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
EVANGELICAL HOMES FOR CHILDREN, INC.**

Doing business as

AMERICAN FRIENDS OF THE EPISCOPAL DIOCESE OF JERUSALEM

The Undersigned, pursuant to F.S. §617.1007, Not For Profit Law of the State of Florida, does hereby amend and restate the Articles of Incorporation of Evangelical Homes for Children, Inc., doing business as American Friends of the Episcopal Diocese of Jerusalem and does hereby certify and set forth:

Article I: The name of the corporation is Evangelical Homes for Children, Inc. ("the Corporation"). The Corporation is a corporation as defined in subparagraph (4) of Chapter 617.1401 (Definitions) of the Corporations Not For Profit Law.

Article II: The principal office of the Corporation shall be located at:

Christian Resource Management
Suite 108
2322 North Batavia Street
Orange, CA 92865

The mailing address of the principal office shall be:

Christian Resource Management
P.O. Box 2100
Orange, CA 92859

The Corporation may maintain additional offices at such other places as the Board of Directors may designate. The Corporation shall continuously maintain within the State of Florida a registered office at such place as may be designated by the Board of Directors.

Article III: The purpose or purposes for which the Corporation is formed are as follows:

To promote, further and support selected charitable activities through grants, funding and financial assistance to various individuals, institutions and organizations; to aid, encourage, stimulate, foster and promote charitable and benevolent activities through grants, bequests, gifts or otherwise to individuals, groups, institutions and organizations; to accept, hold, invest, reinvest and administer any gifts, bequests, devises, benefits of trusts (but not to act as trustee of any trust), and property of any sort without limitation as to amount or value and to use, disburse or donate the income or principal thereof exclusively for charitable purposes; to raise funds and solicit donations from interested individuals, charitable, educational and scientific organizations and foundations, and other interested organizations and foundations, agencies, institutions,

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associations and corporations and to administer and expend such funds in furtherance of the corporate goals and purposes; to receive, establish and maintain a fund or funds of real or personal property, or both, and subject to any restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and principal thereof exclusively for charitable, scientific and benevolent purposes either directly or by funding programs or projects that accomplish such charitable and benevolent purposes.

In furtherance of its corporate purposes, the Corporation shall have all the general powers enumerated in Chapter 617.0302 of the Corporations Not for Profit Law, together with the power to solicit grants and contributions for the corporate purposes.

Article IV: New members of the Board of Directors will be elected by a majority vote of the Directors present at the meeting if a quorum is then present. Each Director shall serve for a term of three years and until his successor takes office. Each Director is eligible to be re-elected to serve a consecutive three-year term and may stand for re-election as a Director upon the one year anniversary of completing his second term as Director.

Article V: The street and mailing address of the registered office shall be:

334 East Duval Street
Jacksonville, FL 32202

The registered agent at that address shall be:

Mr. Arnold Slott.

Article VI: The names and addresses of the incorporators of the Corporation are as follows:

Mrs. Allene M. Cantey
212 N. Duvall Street
Quincy, Florida

The Rev. Robert L. Grupp
931 Fifth Street
Aurora, Illinois

Miss Sarah C. Key
615 W. Franklin Street
Quincy, Florida

Mr. Audeh Rantisi
325 Fox Street
Aurora, Illinois

Article VII: Said organization is organized exclusively for cultural or charitable purposes and does qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, and shall not carry on any

activities not permitted to be carried on by an organization exempt from federal income tax under Internal Revenue Code § 501(c)(3) or corresponding provisions of any future federal tax code.

Article VIII: No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, Director, or officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation and to make payments in furtherance of the purposes set forth in Article III hereof), and no member, trustee, or officer of the Corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

Article IX: No substantial part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting to influence legislation or participating in, or intervening in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidates for public office.

Article X: In the event of dissolution, 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 XI: The Articles of Incorporation of the Corporation may be adopted, amended or repealed in whole or in part by a majority vote of the directors then in office. The Bylaws of the Corporation may be adopted, amended or repealed in whole or in part by a majority vote of the Board of Directors.

Certificate

The undersigned, being all of the directors of the Corporation, certify as follows:

1. These restated Articles of Incorporation do not contain an amendment to the Articles requiring member approval of amendments to the Articles of Incorporation.
2. The undersigned constitute all present members of the Board of Directors of the Corporation.

IN WITNESS WHEREOF, the undersigned, constituting the entire Board of Directors of the Corporation, have executed these Articles of Reinstatement as of the 4th day of May, 2006.

Rev. Charles Cloughen Jr.

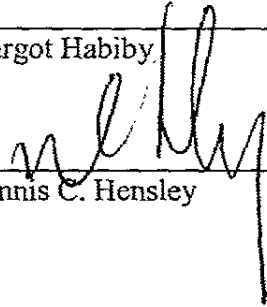
Rev. Jeff Bullock

Kenneth P. Dutter

Phoebe Griswold

Robert L. Grupp

Margot Habiby



Dennis C. Hensley

Judith M. Lidberg

Laird Mortimer

Samira Nasser

The Rev. Canon John
Peterson

Kenneth Quigley

Bob Sessum

Kate Smith

Sue Smock

Having been named as registered agent to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes relative to keeping open said office.

Arnold Slott
REGISTERED AGENT
334 East Duval Street
Jacksonville FL, 32202