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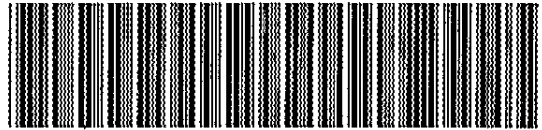
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FILED
03 JUN 10 AM 10:52
SECRETARY OF STATE
HALLMARK CENTER

Amend
T. Lewis 6/13/03

FIRST BAPTIST CHURCH
123 S. Seminole Avenue
Inverness, Florida 34452-4735
Phone (352) 726-1252

June 6th, 2003

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Amendment

Greetings:

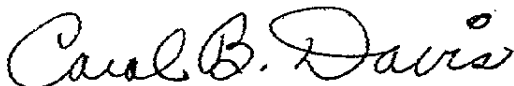
Enclosed please find original copy of the Articles of Amendment of the Articles of Reincorporation as presently constituted, regarding First Baptist Church of Inverness, Inc. A Corporation Not For Profit, which has been voted on by the church, executed and notarized.

Also enclosed is a check in the amount of \$38.75 together with a \$5.00 money order, totaling \$43.75, which represents payment for the filing fee of the amendment of \$35.00 and \$8.75 fee for sending us back a certified copy.

Thanking you in advance, we are

Yours very truly,

FIRST BAPTIST CHURCH OF INVERNESS, FLORIDA INC.



Carol B. Davis
Corporation Secretary

cad/s

encls. 3

**ARTICLES OF AMENDMENT
Of
THE ARTICLES OF REINCORPORATION
As presently constituted,
Regarding
FIRST BAPTIST CHURCH OF INVERNESS, INC.
A Corporation Not For Profit**

FILED
03 JUN 10 AM 10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to a properly noticed meeting of the members of the First Baptist Church of Inverness, Inc., a not for profit corporation, located and situated in the City of Inverness, County of Citrus, State of Florida, held on the 16th day of April, 2003, in accordance with the requirements of Florida Statutes, the membership of the corporation, by a sufficient number of votes needed for approval, adopted the below stated Articles of Amendment to the Articles of Reincorporation dated October 30, 1961:

**ARTICLE I
Name of the Corporation**

The name of the corporation shall continue to be First Baptist Church of Inverness, Inc., a corporation not for profit.

**ARTICLE II
Principal Location of Operation and Mailing Address**

The principal location for the operations of the corporation as well as the present mailing address shall continue to be 123 South Seminole Avenue, Inverness 34452, County of Citrus, State of Florida. Said location may change from time to time pursuant to a majority vote of the membership (congregation) as determined in accordance with the corporation's Bylaws.

**ARTICLE III
Duration of Corporation**

This corporation's existence shall be perpetual.

**ARTICLE IV
Purposes of the Corporation**

This not for profit corporation is formed without any purpose of pecuniary profit and shall have no capital stock. The primary purposes of this not for profit corporation shall be for religious, benevolent and educational reasons within the meaning of Section 501 (c) (3) of the Internal Revenue Code of the United States, as periodically amended (or the corresponding provision of any future United States Revenue Law).

These purposes of this corporation shall also include, but are not limited to, religious worship and instruction, the establishment, maintenance, and operation of

churches, schools, parsonages, chapels, day-care centers, radio shows and stations, television shows and stations, print shops, and other mission endeavors. As such, the corporation shall have all the rights and powers incidental to not for profit corporations of like kind and purpose in the State of Florida. However, the corporation shall not be empowered, and is prohibited from, engaging in any activity which is not allowed pursuant to Section 501(c) (3) and Section 179 (c) (2) of the Internal Revenue Code of the United States, as periodically amended.

This corporation shall exist primarily for the greater glory of God and for the public and private worship of God, according to the teachings of the Holy Bible. The members of the corporation shall earnestly seek to promote the unity of the membership in the operation of the corporation according to Florida law and in a Scriptural manner of Godly love, respect and faithful voluntary cooperation.

This corporation shall be affiliated with the Southern Baptist Convention, Florida Baptist Convention, and the local Southern Baptist Association. It is the intent of this corporation to always remain a cooperating Southern Baptist church according to the practices followed by churches that are members in good standing with the Southern Baptist Convention, Florida Baptist Convention, and the local Southern Baptist Association so long as such practices do not conflict with the provisions of Chapter 617 of Florida Statutes and Section 501(c) (3) of the Internal Revenue Code of the United States, as periodically amended.

ARTICLE V

Powers of the Corporation

The corporation's powers shall include, but are not limited to, the power and right to adopt and use a corporate seal; to operate under the present name; to receive tithes, offerings and property, both personal and real, by gift, devise and bequeath, subject to the laws pertaining to the transfer of property by gift or will; and to purchase, own, acquire (by gift, devise, purchase or otherwise) real property and personal property for the use and benefit of the corporation.

Additional powers of the corporation shall include, but are not limited to, the following powers:

a). The power to enter into, make, perform and carry out contracts of every kind for any lawful purpose without limit as to amount, unless provided for otherwise in these Articles, with any person, firm, association or corporation;

b). The power to borrow and loan money and to give and to receive evidence of indebtedness and security therefore, to draw, make, accept, endorse, execute, and issue promissory notes, warrants, mortgages and other debentures of the corporation, to make guarantees of every kind and secure any or all obligations of the corporation by mortgage, trust deed or otherwise without limit as to amount, unless provided for otherwise in these Articles;

c). The power to own, hold, occupy, use, enjoy, manage, improve, develop, grant, sell, exchange, lease, erect, construct, modify, alter, repair, destruct, provide for, maintain and equip, use and otherwise dispose of real property, buildings, other structures, improvements and personal property including every right, interest and estate therein, wheresoever the same may be situated and without limit as to the amount thereof, unless provided for otherwise in these Articles; all for the use and benefit of First Baptist Church of Inverness, Inc., a not for profit corporation, in the

course of its primary purpose for existence as well as all other powers granted to a not for profit corporation under Chapter 617 of Florida Statutes;

d). The power to use any and all media, including but not limited to, print, television and radio, in the furtherance of its nonprofit, tax-exempt purposes;

e). The power to hire, employ, retain, supervise, oversee, direct, terminate or otherwise utilize both a paid and volunteer staff; to be utilized as appropriate, all for the use and benefit of First Baptist Church of Inverness, Inc.'s purposes for existence and in furtherance of the Word of God;

f). The power to do any lawful act or activity for which not for profit corporations may be organized under the laws of the State of Florida, as periodically amended; and

g). The power to exercise such other and incidental powers as may be reasonably necessary for which the corporation is established, provided that such incidental powers shall be exercised in a manner consistent with its tax exempt status as a religious organization set forth in Section 501(c) (3) of the Internal Revenue Code, as periodically amended.

ARTICLE VI **Debt Service Limits**

The total amount of all debt service for the corporation in a given year shall be limited to no more than twenty (20%) percent of the previous year's receipts of income by the corporation.

(Example: Previous Year's Annual Income Receipts = \$1,000,000. Therefore, \$1,000,000 X 20% = \$200,000. Thus \$200,000 would be the maximum amount allowed in the corporation's current year annual budget for debt service).

ARTICLE VII **Manner of Election of Members of the Board of Directors (Trustees) and Officers of the Corporation**

The manner and process in which the membership (congregation) elects the members of the corporation's Board of Directors (Trustees) and its Officers shall be set forth in the corporation's Bylaws.

ARTICLE VIII **Appointment of a Registered Agent**

The name and street address of the duly appointed Registered Agent is: George B. Radford, 6800 E. Queensbury Lane, Inverness, Florida 34452

ARTICLE IX **Present Board of Directors (Trustees)**

There are currently nine (9) Director (Trustee) positions for this corporation. The number of Directors (Trustees) of the corporation may be either increased or decreased from time to time as set forth in the corporation's Bylaws, but shall never be less than three (3). The current duly and properly elected Board of Directors of

the corporation are as follows:

George B. Radford
6800 E. Queensbury Lane
Inverness, Florida 34452

Carol B. Davis
10591 E. Balsam
Inverness, Florida 34452

John D. Sullivan
808 W. Dampier Street
Inverness, Florida 34450

Wann Robinson
2419 E. Hampshire Street
Inverness, Florida 34453-9501

Art Kelley
6608 S. Duval Island Dr.
Floral City, Florida 34436-2408

Ogden Breckenridge
309 Hemlock Street
Inverness, Florida 34452

David Therrien
2922 S. Jean Ave.
Inverness, Florida 34450

Don Sonnemaker
3246 E. Quail Court
Inverness, Florida 34452

Homer Loomis
311 Hunting Lodge Drive
Inverness, Florida 34450

ARTICLE X **Membership**

The qualifications for members of the corporation (congregation) and the manner of their admission and expulsion shall be regulated as provided for in the corporation's Bylaws.

ARTICLE XI **Membership Voting**

Membership voting rights of the members of the corporation (congregation) shall be regulated as provided for in the corporation's Bylaws.

ARTICLE XII **Board of Directors (Trustees) Compensation**

Members of the Board of Directors (Trustees) shall not receive any compensation for services rendered by them to or on behalf of the corporation.

ARTICLE XIII **Board of Directors (Trustees) Membership Requirements**

Any person serving as a member of the Board of Directors (Trustees) shall be at least eighteen (18) years of age, a member of good standing of the corporation, a resident of the State of Florida, and shall not be found guilty of a felony or any crime involving moral turpitude by a court of law regardless of the jurisdiction.

ARTICLE XIV

Limitations on the Powers of the Board of Directors (Trustees)

The Board of Directors (Trustees) shall have no power to buy, sell, build, mortgage, pledge, create a security interest in, lease, exchange, transfer or dispose of any assets owned by the corporation of any description or to enter into a contract obligating the corporation to a third party (except for professional services dealing with legal and accounting issues of the corporation) without first obtaining a two-thirds (2/3rds) majority vote of the eligible members of the corporation (congregation) entitled to vote present at a duly noticed meeting authorizing each action.

ARTICLE XV

Officers of the Corporation

The officers of the corporation shall be members of the Board of Directors (Trustees) and shall consist of a President, Vice President, Secretary, and Treasurer. The duties and responsibilities of the Officers shall be set forth in the corporation's Bylaws. The current duly and properly elected Officers of the corporation are as follows:

President:	George B. Radford 6800 E. Queensbury Lane Inverness, Florida 34452
Vice President:	John D. Sullivan 808 W. Dampier Street Inverness, Florida 34450
Secretary:	Carol B. Davis 10591 E. Balsam Inverness, Florida 34450
Treasurer:	Wann Robinson 2419 E. Hampshire Street Inverness, Florida 34453-9501

ARTICLE XVI

Indemnification

Section 1 – Action Subject to Indemnification

The corporation may indemnify any person who is made, or is threatened to be made a party to any threatened, pending or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, including all appeals (other than an action by or on behalf of the corporation against any such person) by reason of that person currently being or previously being a pastor, deacon, officer, director (trustee), employee, or agent of the corporation, for any and all expenses incurred by said person, including but not limited to, attorneys'

fees, judgments, fines, and amounts paid in settlement, actually and reasonably incurred by him or her in connection with any such claim, action, suit, appeal or proceeding, arising out of his or her duties and responsibilities in such capacities so long as that person acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the corporation, and whose conduct was in compliance with Florida Statutes 617.0830, to the extent that any and all such expenses are not covered by an umbrella liability insurance policy owned and maintained by the corporation.

Section 2 – Expenses Requiring Indemnification

To the extent that a past or current pastor, deacon, officer, director (trustee), employee, or agent of the corporation has been successful on the merits in defense of any claim, action, suit, appeal or proceedings referred to in Section 1 above, he or she may be indemnified for any and all expenses incurred by said person, including but not limited to, attorneys' fees, judgments, fines, and amounts paid in settlement, actually and reasonably incurred by him or her in connection with any such claim, action, suit, appeal or proceeding, arising out of his or her duties and responsibilities in such capacities, to the extent that any and all such expenses are not covered by an umbrella liability insurance policy owned and maintained by the corporation.

Section 3 - Limitations on Indemnification

Any indemnification made under Section 1 above shall be made by the corporation only as authorized in the specific case pursuant to a determination that indemnification of any past or current pastor, deacon, officer, director (trustee), employee, or agent of the corporation is proper under the circumstances because he or she has met the applicable standard of conduct set forth in Section 1 above. The determination shall be made (a) by a two-thirds (2/3rds) vote of at least six (6) members of the Board of Directors (Trustees) and the senior Pastor who were not and are not parties to, or threatened with, the claim, action, suit, appeal or proceeding or (b) if the described number of votes is unobtainable or if a majority vote of the disinterested Board of Directors (Trustees) and the senior Pastor so directs, then such determination shall be made by: (1) independent legal counsel hired by the corporation in a written opinion or (2) by a majority vote of the eligible members of the corporation (congregation) entitled to vote.

Section 4 – Timing of Indemnification

Expenses of each person seeking indemnification under this Article may be paid by the corporation as such expenses are incurred; in advance of the final disposition of any claim, action, suit, appeal or proceeding, as authorized by the Board of Directors (Trustees) and the senior Pastor in the specific case; or on receipt of an undertaking by or on behalf of the past or current pastor, deacon, officer, director (trustee), employee, or agent to repay the amount if it is ultimately determined that he or she is not qualified to be indemnified by the corporation.

Section 5- Extent of Indemnification

Except as provided for in Section 2 above, the indemnification provided for in this Article shall be deemed discretionary as determined by the corporation as described in Section 3 above, unless otherwise required as a matter of law or under

any agreement or insurance provided by the corporation, as to the actions of each person seeking indemnification under this Article, and may continue as to a person who has ceased to be a pastor, deacon, officer, director (trustee), employee, or agent of the corporation and may inure to the benefit of the heirs, executors, and administrators of that person.

Section 6 – Liability Insurance

The corporation shall maintain an umbrella liability insurance policy insuring any person who is a pastor, deacon, officer, director (trustee), employee, or agent of the corporation against any liability asserted against him or her in carrying out the duties and responsibilities of any such position.

ARTICLE XVII **Tax-exempt Provisions**

Section 1 – Private Inurement

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members (congregation), officers, directors (trustees), employees, pastors, 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 in Article IV hereof.

Section 2 – Political Involvement

No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation. The corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of any candidate for public office.

ARTICLE XVIII **Bylaws**

The membership (congregation), pursuant to the procedures set forth in the corporation's Bylaws, shall establish, and amend when necessary, reasonable Bylaws, rules and regulations for the conduct and operation of this corporation.

ARTICLE XIX **Dissolution**

Upon two-thirds (2/3rds) of all of the eligible members of the corporation (congregation) entitled to vote signing a written resolution calling for the dissolution of the corporation, the Board of Directors (Trustees), in compliance with Florida Statutes Sections 617.1402 and 617.1406, shall submit the proposed dissolution to a vote of the eligible members of the corporation (congregation), and if approved by at least three-fourths (3/4ths) of all of the eligible members of the corporation (congregation) entitled to vote, the Board of Directors (Trustees) shall adopt a plan for the distribution of the assets of the corporation. The plan of distribution of the assets, however, shall provide that the assets of the corporation may only be

distributed to such organization or organizations formed and operated exclusively for religious purposes. The organization(s) must qualify as an exempt organization(s) under 501(c) (3) of the Internal Revenue Code of the United States (or the corresponding provision of any future United States Internal Revenue Law). Additionally, the corporate assets may only be distributed to organizations that agree, in writing, with the corporation's Statement of Faith as set forth in the corporation's Bylaws.

ARTICLE XX
Amendment to the Articles of Incorporation

The Articles of Incorporation of the corporation may be amended by a two-thirds (2/3rds) majority vote of the eligible members of the corporation (congregation) entitled to vote present and voting at a regular or specially called business meeting, subject to the notice requirements of Florida Statutes 617.1002.

However, for the above referenced vote to take place, there must be at least one hundred fifty (150) eligible members of the corporation (congregation) entitled to vote present at said meeting. Additionally, prior to the proposed amendment being submitted to a vote, the entire proposed amendment in written form must be distributed with the Sunday church bulletin for two (2) consecutive Sundays prior to the regular or specially called business meeting at which the amendment will be voted on. The meeting's date and time for action on the proposed amendment must be properly noticed in the Sunday church bulletin for two (2) consecutive Sundays and must be announced from the pulpit prior to the regular or specially called business meeting at which the amendment will be voted on..

Amendments to the Articles of Incorporation, once approved by the corporation's eligible membership (congregation), shall then be filed as soon as possible by the corporation's Secretary with the Florida Division of Corporations.

ARTICLE XXI
Replacement of Prior Documents

This document shall constitute a full and complete replacement of any and all prior Articles of Incorporation or Articles of Reincorporation of this corporation previously filed with the Florida Division of Corporations. If there is any language existing in any prior document of this corporation previously filed with the Florida Division of Corporations that is not dealt with specifically in this document, then any such language in any previously filed document shall be deemed to have been rejected in its entirety, and any such language shall be considered *null and void*, effective the date that this document's is accepted by the Florida

Department of Corporations.

This Articles of Amendment to the Articles of Reincorporation dated October 30, 1961 have been executed this 29th day of May, 2003.

George B. Radford
GEORGE B. RADFORD, Director
President

Carol B. Davis
CAROL B. DAVIS, Director
Secretary

John D. Sullivan
JOHN D. SULLIVAN, Director
Vice President

Wann V. Robinson
WANN ROBINSON, Director
Treasurer

Art Kelley
ART KELLEY, Director

Ogden Breckenridge
OGDEN BRECKENRIDGE, Director

David Therrien
DAVID THERRIEN, Director

Don Sonnemaker
DON SONNEMAKER, Director

HOMER LOOMIS, Director

STATE OF FLORIDA
COUNTY OF CITRUS

Be it remembered that on the 29th day of May, 2003, personally appeared before me, a Notary Public, in and for the State of Florida at large, George B. Radford President, and Carol B. Davis Secretary, and Wann Robinson Treasurer, of FIRST BAPTIST CHURCH OF INVERNESS, a nonprofit corporation, parties to the foregoing Articles of Reincorporation, each of whom is personally known to me or who have produced _____ as identification, and they severally acknowledge said Amended Articles and Certification of Reincorporation to be their act of deed, and that the facts stated therein are true.

In witness whereof, I have hereunto set my hand and seal at Inverness, County of Citrus, and State of Florida, and on the day and year first above written.

Mary M. Shields
Notary Public

