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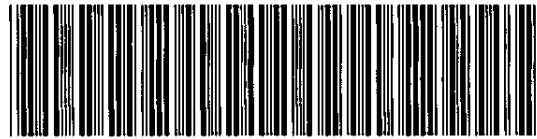
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*Amended*

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*Restated*

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

08 SEP -2 AM 11:33

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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*DR*  
*9/2/08*

GRAY | ROBINSON  
ATTORNEYS AT LAW

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FAX 850-577-3311 MIAMI  
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ORLANDO  
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jmcfarland@gray-robinson.com TAMPA

September 2, 2008

Florida Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

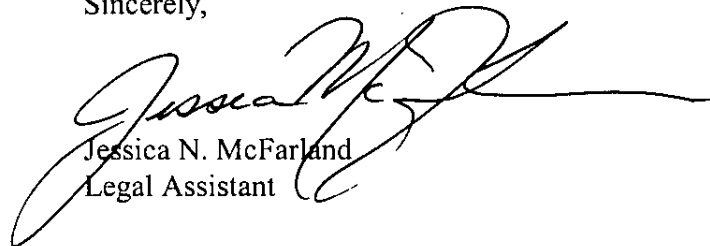
Re: South Lakeland Church of God, Inc.  
Our File No. 410501-1

Dear Madam or Sir:

Enclosed for filing are an original and two (2) copies of the Amended and Restated Articles of Incorporation of **SOUTH LAKELAND CHURCH OF GOD, INC. PLEASE FILE THESE ARTICLES AND ISSUE A CERTIFIED COPY.** A check in the amount of \$78.75 is enclosed. Upon receipt of this request, please date-stamp the copy of these Articles, and call me when the certified copy is ready to be picked up.

Thank you for your assistance in this matter.

Sincerely,

  
Jessica N. McFarland  
Legal Assistant

Enclosures

**FILED**

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
SOUTH LAKELAND CHURCH OF GOD, INC.**

2008 SEP -2 PM 1:58

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THESE ARE THE AMENDED AND RESTATED ARTICLES OF INCORPORATION OF SOUTH LAKELAND CHURCH OF GOD, INC., a Florida not-for-profit corporation (Document Number 704626) and are as follows:

**ARTICLE I - NAME**

The name of this Corporation is SOUTH LAKELAND CHURCH OF GOD, INC. ("Corporation").

**ARTICLE II - ADDRESS**

The street address of the principal office and mailing address of the Corporation is 5330 Lakeland Highlands Road, Lakeland, Florida 33813.

**ARTICLE III - PURPOSE**

The purpose for which this Corporation has been formed is to impact the world by helping people discover real life in Jesus Christ. The vision is to glorify God by bringing life to the world through a love for God and others.

**ARTICLE IV - DIRECTORS**

The business and affairs of the Corporation shall be managed by a Board of Directors who shall be selected from time-to-time in accordance with the provisions of the Bylaws. The number of Directors, which shall be no less than three (3), shall be determined in accordance with the provisions of the Bylaws. The names and addresses of the initial Directors were set forth in the Articles of Incorporation of the Corporation at the time of the initial filing of the Articles and are not necessary to be set forth in these Amended and Restated Articles.

**ARTICLE V - REGISTERED AGENT AND REGISTERED OFFICE**

The Corporation's current Registered Office and the name of the new Registered Agent at such address are as follows:

**Registered Agent:**

Bryan Legg

**Registered Office:**

5330 Lakeland Highlands Road  
Lakeland, Florida 33813

## **ARTICLE VI - MEMBERSHIP**

The rights, duties and responsibilities of the Members, the requirements for membership and other provisions with respect to membership are set forth in the Bylaws.

## **ARTICLE VII - OFFICERS**

The Officers of the Corporation are to be selected by the Directors and their qualification for office, duties, responsibilities and method of election of the Officers are set forth in the Bylaws.

## **ARTICLE VIII - BYLAWS**

The Bylaws shall be adopted, altered, amended and repealed by the affirmative vote of not less than seventy-five percent (75%) of the Directors present and voting at any special or regular meeting of the Directors at which a quorum is present and which is duly called in accordance with the Bylaws.

## **ARTICLE IX - POWERS**

The Corporation shall have all powers as provided by Chapter 617 of the Florida Statutes as amended from time-to-time, and as otherwise provided by law for not-for-profit corporations, except to the extent limited as set forth in these Articles of Incorporation or as limited by any provision of the Bylaws.

## **ARTICLE X - LIMITATION**

The Corporation is not formed for pecuniary profit and no part of the income, profit or net earnings of the Corporation shall inure to benefit of or shall be distributable to its Members, Directors or Officers, except to the extent permitted by law, but the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes. No part of the activities of the Corporation shall be used the carrying on of propaganda, or otherwise attempting to influence legislation (except to the extent permitted by the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United State Internal Revenue law), and the Corporation shall not participate in or intervene in any political campaign on behalf of any candidate for public office. In addition, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended).

## **ARTICLE XI - AMENDMENTS**

Amendments to these to Articles must be approved by not less than three-fourths (3/4ths) vote of the Directors at a regular or special meeting at which a quorum is present and which is duly called and held in accordance with the Bylaws; and must also be approved by three-fourths

(3/4ths) vote of the members of the Church at a regular or special meeting of the Members duly called and held in accordance with the Bylaws at which a quorum is present as provided for in the Bylaws.

### ARTICLE XII - INDEMNIFICATION

The Corporation shall indemnify each Officer, Director, employee and agent, including former Officers, Directors, employees and agents, to the fullest extent permitted by Chapter 617 and Chapter 607 of the Florida Statutes.

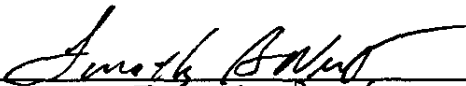
### ARTICLE XIII - DISSOLUTION

Upon the dissolution of the Corporation, all liabilities of the Corporation shall be paid in full and all assets of the Corporation shall be transferred to an organization which is an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and fulfills the purpose for which this Corporation was formed, including, in the discretion of the Directors, Florida Church of God Ministries, Inc.

The undersigned certifies that these Amended and Restated Articles of Incorporation were duly adopted and approved by the Board of Directors of the Corporation and were duly adopted by not less than a three-fourths (3/4ths) vote of the membership of the Corporation at a special meeting of the Corporation duly called and held in accordance with the Articles of Incorporation, Bylaws and applicable law on August 24, 2008, and all provisions of the Articles of Incorporation, Bylaws and applicable law were complied with in connection with the adopted of these Amended and Restated Articles of Incorporation.

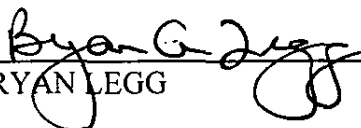
SIGNED this 28<sup>th</sup> day of August, 2008.

SOUTH LAKELAND CHURCH OF GOD, INC.

By:   
Print Name: Timothy B. WEST  
its: President

### ACCEPTANCE BY REGISTERED AGENT

The undersigned, being the person appointed in the foregoing Articles of Incorporation as the Registered Agent for SOUTH LAKELAND CHURCH OF GOD, INC., hereby accepts such appointment this 28<sup>th</sup> day of August, 2008.

  
BRYAN LEGG