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SECRETARY OF STATE OF STATE OF CONFIGURATION AND THE \$3

Amend addis

# COLLEGE ROAD CHURCH OF CHRIST

400 College Road P O Box 1371 Palatka, Florida 32178 Phone 386-328-1880

Staff@collegeroadchurchofChrist.comcastbiz.net

Elders: Danny Brineman C. L. Overturf, Jr. Sam Wimberly Ray Russell

June 5, 2014

To Whom It May Concern

Enclosed you will find the amendments to the articles of incorporation for the College Road Church of Christ, Inc. and the by-laws. A check in the amount of \$45 is also enclosed.

Please expedite the processing of said documents as they are needed for us to complete the 501c3 application for IRS.

Thank You

Steve Overturf

Secretary for the Corporation

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#### ARTICLES OF AMENDMENT

TO

### ARTICLES OF INCORPORATION

#### OF COLLEGE ROAD CHURCH OF CHRIST

### **ARTICLE 1 - NAME**

The name of the Corporation (also referred to as the "Church") is College Road Church of Christ, Inc.

#### ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation is organized exclusively for charitable, religious and religious-educational purposes, including for in-kind purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code which governs non-profit corporations.

#### **ARTICLE 3 - PROHIBITIONS**

No part of any earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons for any reason not authorized by the Board of Elders, except that the corporation shall be authorized and empowered to pay reasonable, measurable and verifiable competitive compensation for services rendered to the corporation and to make payments and distributions in furtherance of the purposes set forth in Article 2 hereof. No substantial part of the activities of College Road Church of Christ shall be dedicated to, or otherwise attempt to influence United States State or Federal legislation, and the corporation shall not participate or intervene in any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permissible (A) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or (B) by a corporation, contributions to which are deductible under section 1: 70(c)(2) of the Internal Revenue Code.



#### **ARTICLE 4 - DIRECTORS**

The Board of Elders shall function as the legally constituted Board of Directors of the corporation. The Elders shall be elected by a majority vote of the Members of this Church as defined by process in the By-laws of the corporation.

#### **ARTICLE 5 - TERM OF EXISTENCE**

This Church shall have perpetual existence.

#### ARTICLE 6 - CAPITAL STOCK

This Church shall issue no capital stock and shall be composed of members rather than stockholders.

# **ARTICLE 7 - QUALIFICATIONS OF MEMBERSHIP**

The categories of membership, qualifications for membership and the manner of admission shall be as set forth in and regulated by the By-laws of the Church.

#### **ARTICLE 8 - VOTING RIGHTS**

Members of the Church will have such voting rights as are defined in the By-laws of the Church.

# **ARTICLE 9 - LIABILITIES FOR DEBTS**

Neither the members nor the members of the Board of Elders or officers of the Church shall be liable for the debts of the Church.

# ARTICLE 10 - REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the registered agent of this Church is:

Sam Wimberly 190 Roddy Road Palatka, FL 32177

# **ARTICLE 11 - PRINCIPAL OFFICE**

The address of the principal office and the mailing address of this Church is:

400 College Road Palatka, FL 32177

#### **ARTICLE 12 - AMENDMENTS**

These Articles of Incorporation may be amended at any time in the manner provided by the laws adherent to the jurisdiction of the State of Florida. Every amendment shall be approved by the Board of Elders, proposed by them to the voting members, and approved at a members meeting by a quorum of the Members as defined by the By-laws of the Elders.

#### **ARTICLE 13 - INDEMNIFICATION**

The Church may indemnify an individual made a party to a proceeding(s) because the individual is or was an Elder, officer, employee or agent of the Church, against liability if authorized in the specific case, after determination in the manner required by the Board of Elders, that indemnification of the Elder, officer, employee or agent, is permissible in the circumstances because the Elder, officer, employee or agent has met the standard of conduct set forth by the Board of Elders, officers, employees and agents of the Church. The Church also may pay for or reimburse the reasonable attorney fees and expenses incurred by an Elder, officer, employee or agent of the Church who is a party to a proceeding in advance of final disposition of the proceeding. The Church also may purchase and maintain insurance on behalf of an individual arising from the individual's status as an Elder, officer, employee, or agent of the Church, whether or not the Church would have power to indemnify the individual against the same liability under the law.

Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was an Elder, officer, employee, or agent of the Church or the ability of the Church otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "Elder", "officer", "employee", and "agent" shall include the heirs, estates, administrators, executors, and personal representatives of such persons.

# **ARTICLE 14 - DISSOLUTION**

Upon dissolution of the Church, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or shall be distributed to the federal government, or so disposed of shall be disposed of by Court of Competent Jurisdiction of the county in which the principal officer of the corporation is then located, exclusively for such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned, as President, has executed the foregoing
Articles of Amendment to Articles of Incorporation this 4 day of,
A. D. 2014.
Raymond Russell, President  The undersigned, having been named to accept service of process for the above Church at the place indicated in the foregoing Articles of Incorporation, does hereby agree to act in said capacity, and agrees to comply with the provisions of the Florida Statutes relative to keeping open said office.
Sam Wimberly Resident Agent
STATE OF FLORIDA COUNTY OF PUTNAM
The foregoing instrument was acknowledged before me this the day of June, A. D. 2014, by Raymond Russell and Sam Wimborly, who is personally known to me or who has produced as identification and who executed the foregoing under oath.
My Commission expires:  Notary Public
CHERYL THOMAS MEEKS

MY COMMISSION #FF004653 EXPIRES April 3, 2017

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