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February 18, 1998

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

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-02/23/98--01105--016
*****87.50 *****87.50

Re: Nativity Lutheran Church, Inc., of Palm Beach Gardens, Inc.

Ladies and Gentlemen:

Enclosed herewith for filing are the Articles of Incorporation of Nativity Lutheran Church, Inc., of Palm Beach Gardens, Inc., together with a copy to be certified and returned to this office.

Also enclosed is our check in the amount of \$87.50 to cover the cost of the filing and certification fees of this corporation.

Thank you for your assistance in this matter.

Sincerely,

Maryann S. Peterson

Maryann S. Peterson
Secretary to Andrew Helgesen

Enclosure

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FILED
98 FEB 23 PM 1:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amended

TLL FEB 24 1998

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
NATIVITY LUTHERAN CHURCH, INC., OF PALM BEACH GARDENS, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 617.1002 and Section 617.1006, the corporation hereby submits the following Articles of Amendment:

1. The name of the corporation is Nativity Lutheran Church, Inc., of Palm Beach Gardens, Florida.
2. The following amendments to the Articles of Incorporation were adopted by the members of the corporation on January 14, 1997, and by the members of the congregation on the 27 day of APRIL, 1997, in accordance with the Articles of Incorporation:

- a. The name of the corporation is changed to: **Nativity Lutheran Church of Palm Beach Gardens, Inc.**

- b. Article III is amended to read as follows:

The qualification of members and the manner of their admission shall be as set forth in the Constitution and Bylaws of Nativity Lutheran Church Incorporated of Palm Beach Gardens, Florida (n/k/a Nativity Lutheran Church of Palm Beach Gardens, Inc.), hereinafter referred to as the "Constitution and Bylaws".

- c. Article VI is hereby amended to read as follows:

The number of directors of the corporation shall be as set forth in the Constitution and Bylaws, but there shall at all times be at least the number of directors required by Florida law. The powers the duties of the directors shall be as set forth in the Constitution and Bylaws and as set forth in Chapter 617 of the Florida Statutes (as amended from time to time). In the event of any conflict between the requirements of Florida law and the Constitution and Bylaws, the requirements of Florida law shall prevail.

The officers of the corporation shall be determined in the manner set forth in the Constitution and Bylaws, but the corporation shall always have such officers as may be required by Chapter 617 of the Florida Statutes (as amended).

d. Article VIII is hereby amended to read as follows:

The Bylaws of the corporation shall be adopted, amended, modified, or rescinded as set forth in the Constitution and Bylaws, or if no manner is set forth therein, by the Board of Directors by majority vote.

e. Article IX is hereby amended to read as follows:

The Articles of Incorporation may be amended or restated in the manner set forth in the Constitution and Bylaws, or, if no provision is set forth therein, in the manner provided by Chapter 617 of the Florida Statutes (as amended).

f. Article X is deleted in its entirety.

g. Article XI is hereby amended to read as follows:

The purchase, sale, mortgage, pledge, encumbrance, or any other transaction involving the real property of the corporation shall be approved in the manner set forth in the Constitution and Bylaws, or in the manner set forth in Chapter 617 of the Florida Statutes (as amended) if no manner is set forth in the Constitution and Bylaws. Provided, however, any bona fide purchaser or encumbrancer for value shall be entitled to rely upon any instrument prepared and executed by or on behalf of the corporation by its president or any other officer authorized to execute such documents under the applicable provisions of Chapter 617 of the Florida Statutes (as amended).

h. Article XII is hereby amended to read as follows:

In the event of the dissolution of the corporation, all of its property, real and personal, after provision is made for the payment of any and all debts of the corporation, shall be paid, transferred, or applied as directed by the Constitution and Bylaws, or if there is no provision of the Constitution and Bylaws then in effect directing the disposition of such real and personal property, such direction shall be made by a two-thirds majority vote of the members of the congregation who are present and voting at a special meeting legally called for such disposition.

3. The above stated amendments shall become effective on the 14
day of JANUARY, 1997.

IN WITNESS WHEREOF, the undersigned officers of the corporation have
executed these Articles of Amendment on the 13 day of MAY, 1997.

Nativity Lutheran Church, Inc., of
Palm Beach Gardens, Florida

By [Signature]
its president

Attest Linda Cooper
its secretary

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 13 day of
MAY, 1997, by HERBERT SCHALL, as president of Nativity Lutheran
Church, Inc., of Palm Beach Gardens, Florida. He/she is personally known to me or has
produced _____ as identification.

Notary signature

Notary print name

file\gen\Nativity\ArtAmend.Inc.

