

706678

Florida Department of State
Division of Corporations
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

MERGER OR SHARE EXCHANGE
First Baptist Church of West Palm Beach, Florida

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Merger

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09/10/14

ARTICLES OF MERGER
(Not for Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Not For Profit Corporation Act, pursuant to section 617.1105, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>First Baptist Church of West Palm Beach, Florida</u>	<u>Florida</u>	<u>706678</u>

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Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>Grace Pointe, Inc.</u>	<u>Florida</u>	<u>N30900</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State

OR ____/____/____ (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date).

(Attach additional sheets if necessary)

Fifth: ADOPTION OF MERGER BY SURVIVING CORPORATION
(COMPLETE ONLY ONE SECTION)

SECTION I

The plan of merger was adopted by the members of the surviving corporation on August 20, 2014.
The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows:
124 FOR 0 AGAINST

SECTION II

(CHECK IF APPLICABLE) The plan or merger was adopted by written consent of the members and executed in accordance with section 617.0701, Florida Statutes.

SECTION III

There are no members or members entitled to vote on the plan of merger.
The plan of merger was adopted by the board of directors on _____. The number of directors in office was _____. The vote for the plan was as follows: _____ FOR _____ AGAINST

Sixth: ADOPTION OF MERGER BY MERGING CORPORATION(S)
(COMPLETE ONLY ONE SECTION)

SECTION I

The plan of merger was adopted by the members of the merging corporation(s) on March 16, 2014. The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: 20 FOR 12 AGAINST

SECTION II

(CHECK IF APPLICABLE) The plan or merger was adopted by written consent of the members and executed in accordance with section 617.0701, Florida Statutes.

SECTION III

There are no members or members entitled to vote on the plan of merger.
The plan of merger was adopted by the board of directors on _____. The number of directors in office was _____. The vote for the plan was as follows: _____ FOR _____ AGAINST

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of the chairman/
vice chairman of the board
or an officer.

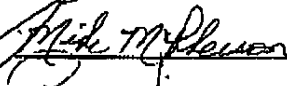
Typed or Printed Name of Individual & Title

First Baptist Church of West Palm Beach, Florida



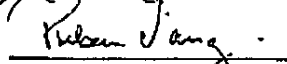
Jon Dickinson, President

First Baptist Church of West Palm Beach, Florida



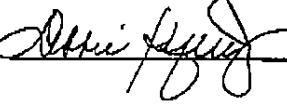
Mike McPherson, Vice President

Grace Pointe, Inc.



Preben Vang, President

Grace Pointe, Inc.



Debbie Hefley, Treasurer

PLAN OF MERGER

The following plan of merger is submitted in compliance with section 617.1101, Florida Statutes and in accordance with the laws of any other applicable jurisdiction of incorporation.

The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>
<u>First Baptist Church of West Palm Beach, Florida</u>	<u>Florida</u>

The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
<u>Grace Pointe, Inc.</u>	<u>Florida</u>
<u> </u>	<u> </u>
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The terms and conditions of the merger are as follows:

1. Grace Pointe, Inc. will be merged into First Baptist Church of West Palm Beach, Florida d/b/a/ Family Church (FBC) and FBC will be the surviving corporation.
2. The effective date of the merger is the date the Articles of Merger between FBC and Grace Pointe, Inc. are filed with the Florida Secretary of State.

A statement of any changes in the articles of incorporation of the surviving corporation to be effected by the merger is as follows:

There will be no changes to the Articles of Incorporation of FBC as a result of the merger.

Other provisions relating to the merger are as follows:

The members of Grace Pointe, Inc. will be encouraged to apply for membership in FBC.