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TALLAHASSEE, FLORIDA

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- ☐ **CERTIFIED COPY** _____
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- XX** **CUS** CERTIFICATE OF GOOD STANDING
- XX** **FILING** AMENDED AND RESTATED

1. ISLAND VIEW BAPTIST CHURCH, INC.
(CORPORATE NAME AND DOCUMENT #)
2. _____
(CORPORATE NAME AND DOCUMENT #)
3. _____
(CORPORATE NAME AND DOCUMENT #)
4. _____
(CORPORATE NAME AND DOCUMENT #)
5. _____
(CORPORATE NAME AND DOCUMENT #)
6. _____
(CORPORATE NAME AND DOCUMENT #)

**SPECIAL
INSTRUCTIONS:**

Effective Jan. 1st

NOPROMARTcdt
ISLANDARTSskd

EFFECTIVE DATE

Jan 1, 2020

AMENDED AND RESTATED

ARTICLES OF INCORPORATION

OF

ISLAND VIEW BAPTIST CHURCH, INC.,

A FLORIDA NOT FOR PROFIT CORPORATION

NKA

ISLAND VIEW CHILD CARE, INC.,

A FLORIDA NOT FOR PROFIT CORPORATION

FILED
2019 DEC 18 AM 8:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 617, Florida Statutes, as amended, the undersigned Florida not for profit corporation, Island View Baptist Church, Inc., adopts the following Amended and Restated Articles of Incorporation. This Corporation's Articles of Incorporation were filed on December 16, 1966; Document Number 711962.

ARTICLE I - NAME

The name of this Corporation shall become:

Island View Child Care, Inc.

(hereinafter referred to as the "Corporation")

ARTICLE II - EMPLOYER IDENTIFICATION NUMBER

The Corporation's Federal Employer Identification

Number is as follows:

59-1310919

ARTICLE III - PRINCIPAL OFFICE

The current principal place of business of the Corporation is as follows:

900 Park Avenue
Orange Park, Florida 32073

The current mailing address of the Corporation is as follows:

900 Park Avenue
Orange Park, Florida 32073

ARTICLE IV - DURATION

This Corporation commenced its corporate existence on December 16, 1966. These Amended and Restated Articles of Incorporation shall have an effective date of January 1, 2020. This Corporation shall exist perpetually.

ARTICLE V - PURPOSES

A. This Corporation was formed pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, (the "Code"), and shall operate in such a manner as will qualify it as a tax exempt organization thereunder.

B. Further, this Corporation shall operate in such a manner as will qualify it under Section 501(k) of the Code, as amended.

C. This Corporation is organized to own and operate a child care center with educational purposes.

D. This Corporation shall offer its services to the general public.

E. This Corporation shall offer its services such that it enables individuals to be gainfully employed.

ARTICLE VI - REGISTERED AGENT AND OFFICE

The name of the current registered agent and the street address of the current registered agent of this Corporation is as follows:

Donald G. Masden
900 Park Avenue
Orange Park, Florida 32073

ARTICLE VII - MEMBERSHIP

This not for profit Corporation shall have no Members.

ARTICLE VIII - BOARD OF DIRECTORS

A. Board of Directors. The powers of this Corporation shall be exercised by, its properties managed and controlled by, and its business and affairs conducted by, a Board of Directors. Pursuant to Section 617.0803, Florida Statutes, as amended, said Board of Directors shall consist of not less than three (3) persons. The number of Directors of the Corporation, and their tenure and manner of election, shall be as designated in the

Bylaws of the Corporation. Any and all powers and duties conferred on or imposed upon this Board of Directors, shall be by a duly adopted resolution of the Directors or contained within the duly adopted Bylaws of the Corporation.

B. The names and addresses of the current Directors are as follows:

Director: Donald G. Masden
900 Park Avenue
Orange Park, Florida 32073

Director: Gregory K. Rogers
900 Park Avenue
Orange Park, Florida 32073

Director: Nancy E. Westberry
900 Park Avenue
Orange Park, Florida 32073

ARTICLE IX - EARNINGS AND ACTIVITIES OF CORPORATION

A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its Directors, Officers 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 V hereof.

B. No part of the activities of the Corporation shall include the publishing or distribution of statements or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

C. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a Corporation organized pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

D. Notwithstanding any other provision of these Articles, this Corporation shall not, except to a de minimis degree, engage in any activities or exercise any powers that are not in furtherance of the purpose of this Corporation.

ARTICLE X - DEDICATION OF ASSETS

The property of this Corporation is irrevocably dedicated to the purpose set out in Article V hereinabove, and no part of the net income or assets of this Corporation shall ever inure to the benefit of any Director, Officer or to the benefit of any private individual.

ARTICLE XI - DISTRIBUTION OF ASSETS

Upon dissolution, liquidation and winding up of the affairs of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, distribute all of the remaining assets of the Corporation to such organization or organizations as shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction, in the county in which the principal office of the Corporation is then located, to such organization or organizations as such court shall determine.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be repealed, altered or amended, and new provisions adopted, by a two-thirds (2/3) majority vote (greater than 66.66%) of the Directors present at any regular meeting of the Directors, or at any special meeting of the Directors called for that purpose, at which a quorum is present.

These Amended and Restated Articles of Incorporation were adopted and approved by a unanimous vote of the Directors of the Corporation on December 8, 2019. The above mentioned vote of

the Directors was a sufficient number to approve these Amended and Restated Articles of Incorporation.

These Amended and Restated Articles of Incorporation were adopted and approved, on December 15, 2019, by a greater than two-thirds (2/3) vote of all Members present and entitled to vote. The above mentioned vote of the Members was a sufficient number to approve these Amended and Restated Articles of Incorporation.

No other or further votes or approvals of the Directors or of the Members were necessary.

IN WITNESS WHEREOF, the undersigned authorized Officers and Directors have executed these Amended and Restated Articles of Incorporation on behalf of the Corporation and in their capacity as Officers and Directors on this 15 day of December, 2019.

Island View Baptist Church, Inc.,
a Florida not for profit corporation
NKA

Island View Child Care Inc.,
a Florida not for profit corporation

BY: Donald G. Masden, President
Donald G. Masden, President

BY: Donald G. Masden, Director
Donald G. Masden, Director

BY: Gregory K. Rogers, Director
Gregory K. Rogers, Director

BY: Nancy E. Westberry, Director
Nancy E. Westberry, Director

**CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT
FOR NOT-FOR-PROFIT CORPORATION**

Pursuant to Section 48.091 and Section 617.0501, Florida Statutes, the following is submitted:

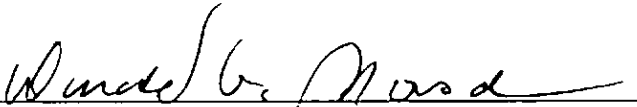
Island View Child Care, Inc.

desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the State of Florida, has named as its agent to accept service of process within this State:

Donald G. Masden
900 Park Avenue
Orange Park, Florida 32073

ACKNOWLEDGEMENT:

Having been named as Registered Agent to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby acknowledge that I am familiar with said laws of the State of Florida, and I hereby agree to act in this capacity, and I agree to comply with the provisions of said laws.


Donald G. Masden