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Andrew Robert
1/15/14

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Florida Christian Center, Inc.

DOCUMENT NUMBER: 719892

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Mary Dohr

(Name of Contact Person)

Spencer Fane Britt & Browne LLP

(Firm/ Company)

1 N. Brentwood Blvd., Suite 1000

(Address)

St. Louis, MO 63105

(City/ State and Zip Code)

director@flchristiancenter.org

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Mary Dohr

(Name of Contact Person)

314 863-7733

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
Enclosed) |
|---|--|---|--|

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 31, 2013

MARY DOHR
1 N. BRENTWOOD BLVD., STE 1000
ST. LOUIS, MO 63105

SUBJECT: FLORIDA CHRISTIAN CENTER, INC.
Ref. Number: 719892

We have received your document for FLORIDA CHRISTIAN CENTER, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document is missing page 5. Please either renumber the pages or insert page 5 within the Articles.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Carol Mustain
Regulatory Specialist II

Letter Number: 013A00029421

1/10/14
RECEIVED
JAN 14 8:35
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
I have removed the Consent from the original set of documents. Please file Certificate and Amended and Restated Articles of Incorporation.

Mary Su Doh

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
FLORIDA CHRISTIAN CENTER, INC.**

FILED
14 JAN 10 PM 1:35
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

ARTICLE ONE

- Section 1.** The name of the Corporation is Florida Christian Center, Inc.
- Section 2.** The Corporation shall have perpetual existence.
- Section 3.** The Corporation is organized pursuant to the Florida Not for Profit Corporation Act.

Section 4. The address of the Corporation's current registered office is 155 Arne Plaza Dr., Tallahassee, FL 32301 and the name of the Corporation's current registered agent at such address is National Corporate Research LTD, INC.

ARTICLE TWO

- Section 1.** The Corporation shall have no members.
- Section 2.** The Board of Directors shall be of such number and constituted in such manner, and for terms of such length and number, as shall be set forth in the Bylaws of the Corporation.

ARTICLE THREE

This Corporation is organized and operated exclusively for charitable, religious and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Internal Revenue Code"). In furtherance, but not in limitation, of such charitable, religious and educational purposes, and subject to the limitations and restrictions set forth in Article four hereof, the corporation may:

a) Provide for the physical, moral, emotional, intellectual and spiritual wants of those who may seek or need its protection or aid, including, but not limited to, older adults. In order to so provide, the Corporation may provide such supplementary services and/or support, as may be conducive to those ends, and undertake such other charitable, benevolent, educational, religious, social welfare and health services, programs and/or support as may from time to time be considered appropriate and desirable.

b) Solicit and receive gifts, contributions, bequests, devises and grants of property, whether real or personal, from individuals, foundations, partnerships, associations, governmental agencies or units and private corporations.

- c) Hold, administer, use and apply the funds and properties received by it.
- d) *Borrow funds and obligate itself to repay funds borrowed by it and for such purposes, the Corporation may enter into and execute notes, loan agreements, indentures, mortgages or other documents.*
- e) Do any and all things of every character and kind that may from time to time be necessary in the proper management and administration of the affairs of the Corporation, including, but not by way of limitation, the holding, purchase, lease, sale, exchange and receipt of property, real and personal, in the manner and subject to the restrictions set forth in the bylaws of the Corporation.

ARTICLE FOUR

This Corporation shall have, and may exercise, all powers and rights conferred upon corporations organized and existing under the laws of the State of Florida, including, without limitation, the powers set forth in the Florida Not for Profit Corporation Act, and any additional powers and rights conferred upon such corporations by subsequent legislative acts, subject only to the following:

- a) No substantial portion of the activities of the Corporation shall include the carrying on of propaganda or otherwise attempting to influence legislation. The Corporation shall not participate in or intervene in any political campaign on behalf of any candidate for public office (including the publishing or distribution of statements).
- b) The corporation is not organized, and shall not be conducted, for pecuniary profit, and no part of its funds, however acquired, shall inure to the benefit of, or be distributed to, its directors or other individuals, 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 herein.
- c) The Corporation shall not carry on any other activity not permitted to be carried on i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States internal revenue law), or ii) by a corporation, contributions to which are deductible under Section 170(c) of the Internal Revenue Code (or the corresponding provision of any future United States internal revenue law).

ARTICLE FIVE

Upon dissolution and liquidation of the Corporation, all assets of the Corporation remaining after all liabilities and obligations of the Corporation have been paid, satisfied and discharged or adequate provisions have been made therefor, shall be transferred, conveyed and distributed to The National Benevolent Association of the Christian Church (Disciples of Christ) or its corporate successor, so long as such corporation, or its corporate successor, is qualified as an exempt organization under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States internal revenue law). If, on the date of such proposed distribution, The National Benevolent Association of the Christian Church (Disciples

of Christ) or its corporate successor shall no longer be in existence or shall not qualify for exempt status under Section 501(c)(3) of the Internal Revenue code (or the corresponding provision of any future United States internal revenue law), the remaining assets of the Corporation, upon its dissolution and liquidation, shall be transferred conveyed and distributed to the Christian Church (Disciples of Christ) or its corporate successor. If on the date of such proposed distribution, the Christian Church (Disciples of Christ) or its corporate successor shall no longer be in existence or shall not qualify for exempt status under Section 501(c)(3) of the Internal Revenue code (or the corresponding provision of any future United States internal revenue law), the remaining assets of the Corporation, upon its dissolution and liquidation, shall be transferred, conveyed and distributed to such other nonprofit organization(s) as may be specified in or provided for under the plan of distribution adopted by the Corporation, provided, however, that such distributee organization shall be qualified as an exempt organization under the provisions of Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States internal revenue law).

ARTICLE SIX

The Corporation shall, to the fullest extent permitted by the Florida Not for Profit Corporation Act, as from time to time amended, indemnify any individual who is a party to a proceeding by reason of the fact that the individual is or was a Director and/or an officer of the Corporation. Such rights of indemnification shall accrue only to the individuals who are Directors and/or officers of the Corporation as of the date these Amended and Restated Articles of Incorporation become effective, and to the individuals who succeed them as Directors and/or officers.

ARTICLE SEVEN

The Board of Directors of the Corporation may, by two-thirds (2/3) majority vote of all Directors then in office and having a right to vote, at a duly called and convened meeting of the Board of Directors approve an amendment to these Articles of Incorporation; provided that no amendment to Articles Three or Five of these Articles of Incorporation may be made without the written consent of the National Benevolent Association of the Christian Church (Disciples of Christ).

IN WITNESS WHEREOF, the undersigned Corporation has caused these Amended and Restated Articles of Incorporation to be executed in its name by its President and its Secretary as of the 26th day of NOVEMBER, 2013.

FLORIDA CHRISTIAN CENTER, INC.

By: M. Z. McKee
President

By: Nancy J. Sprague
Secretary

VERIFICATION

State of Missouri

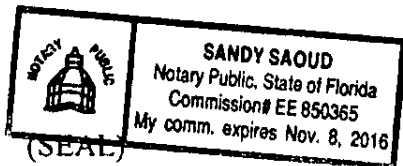
Florida


County of Duval

ss

I, the undersigned, a Notary Public, do hereby certify that on the 26 day of November, 2013, Nancy Sprague and Milton Mikesell personally appeared before me, and being first duly sworn by me, severally acknowledged that they signed the foregoing document as their free act and deed and in their respective capacities as set forth above, and declared that the statements therein contained are true, to their best knowledge and belief.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year above written.




Notary Public

My commission expires:

Consent of National Benevolent Association of the Christian Church (Disciples of Christ) to the Amended and Restated Articles of Incorporation of Florida Christian Center, Inc.

The National Benevolent Association of the Christian Church (Disciples of Christ) hereby consents to and approves the foregoing Amended and Restated Articles of Incorporation of Florida Christian Center, Inc. effective as of December 31, 2013 at 11:59 p.m.

National Benevolent Association of
The Christian Church (Disciples of Christ)

By: _____
Mark D. Anderson, President

CERTIFICATE TO

AMENDED AND RESTATED ARTICLES OF INCORPORATION

FLORIDA CHRISTIAN CENTER, INC.

Florida Christian Center, Inc. (formerly The Florida Christian Home, Inc.) (the "Corporation") a corporation non-for-profit under Chapter 617, Florida Statutes, files this Amended and Restated Articles of Incorporation ("the Articles"). The Corporation was initially chartered on January 7, 1953, said charter being recorded in Corporation Book 36, Page 133, of the public records of Duval County, Florida, and was reincorporated on December 17, 1970. The execution hereof by the undersigned subscribers and officers of the Corporation indicate the approval of two-thirds (2/3) of the Board of Directors of the Corporation to this Amended and Restated Articles of Incorporation. The duly adopted Articles supersede the original articles of incorporation and all amendments to them. These Articles shall become effective on December 31, 2013 at 11:59 p.m.