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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: VERO CHRISTIAN CHURCH, INC.

DOCUMENT NUMBER: 720857

The enclosed *Amended and Restated Articles of Incorporation* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

John Martinelli
Vero Christian Church, Inc.
3250 9th Street, SW
Vero Beach, FL 32968

Email Address: tcollins@hcb-cpas.com to be used for future annual report notification)

For further information concerning this matter, please call:

John Martinelli at (772) 567-1368

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

\$52.50 Filing Fee
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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

**Amendments and Restatement
of
Articles of Incorporation
for**

FILED
14 JUN 27 PM 1:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VERO CHRISTIAN CHURCH, INC.

(Name of Corporation as currently filed with the Florida Department of State)

720857

(Document Number of Corporation)

Pursuant to the provisions of section 617.1006, Florida Statutes, this **Florida Not For Profit Corporation** adopts the following amendments and restatement of its Articles of Incorporations:

- A. Name amendment: N/A
- B. New principal office address: N/A
- C. New mailing address: N/A
- D. Amending the registered agent and/or registered office address in Florida: N/A

If amending the Officers and/or Directors, enter the title and name of each officer/director being changed and title:

Please note the officer/director title by the first letter of the office title:

E = Elder; C = Chairman; V = Vice Chairman; S = Secretary; T = Treasurer

- 1) ☒ Change EC Martinelli, John 445 38th Square, SW
Vero Beach, FL 32968
- 2) ☒ Change EVT Barlow, Steven D. 935 24th Avenue
Vero Beach, FL 32960
- 3) ☒ Change ES Lane, Raymond K. 2917 15th Street
Vero Beach, FL 32960
- 4) ☒ Change E Watkins, Terry 1445 11th Lane
Vero Beach, FL 32960

If amending and restating Articles, enter restatement here:

(No amendments were made to Article III, Paragraph one, or Article V of these *Articles of Incorporation*. Those articles cannot be amended.) The restatement is also attached as a separate document.

ARTICLES OF INCORPORATION
INCLUDING AMENDED VI, VII, VIII, IX, X
(Approved on October 6, 2013)
VERO CHRISTIAN CHURCH, INC.

We, the undersigned, hereby associate ourselves for the purpose of forming and organizing a non-profit corporation under the laws of the State of Florida, and do hereby adopt, subscribe and declare the following as the Charter and Articles of Incorporation:

ARTICLE I – Name

The name of this corporation shall be VERO CHRISTIAN CHURCH, INC.

ARTICLE II – Purpose

The purpose of this corporation shall be to establish and maintain a Christian Church, patterned after the plan set forth in the New Testament; to promote Christian worship and religious instruction and to provide facilities therefore, and for other Christian activities which may be desired, such as a Kindergarten and Day School. The organization may adopt and establish By-Laws, and make all rules and regulations necessary and expedient for the management of its affairs, in accordance with the law and not inconsistent with these Articles of Incorporation.

In accordance with the desire to be patterned after the Church set forth in the New Testament, the general program of the Church shall be evangelistic and shall provide opportunity in the Sunday worship services for the observance of the Lord's Supper, for prayer, for preaching and teaching of the Bible, for instrumental music, for singing of hymns and Christian songs and for the giving of offerings."

ARTICLE III – Membership

Membership shall consist of those people desiring membership who have complied with the following terms as revealed in the New Testament:

- (A) Belief in Jesus of Nazareth as the Christ, the Son of God, and acknowledgment thereof;

- (B) Repentance – the decision to accept Jesus Christ as the Lord of one's life and to obey His revealed will to the best of one's ability;
- (C) Baptism by immersion in obedience to Jesus Christ, and in keeping with the example and teaching found in the New Testament.

Any person may become a member of this church upon his statement that he has complied with all of the terms of this Article III.

ARTICLE IV – Term of Existence

This corporation shall have perpetual existence.

ARTICLE V – Authority and Autonomy

This corporation recognizes the Bible as the Word of God and the New Testament as its authority in matters pertaining to the church. It declares itself to be a free and autonomous body, claiming the right of free government and recognizing no outside religious authority or control.

ARTICLE VI – Government

When the church membership deems it advisable, it shall elect two (2) or more Elders and two (2) or more Deacons. The Elders are the permanent governing body known as the "Elders." The minister or ministers shall function in an ex-officio status acting in the advisory capacity to the Elders.

- (A) The Elders shall bear the responsibility for the oversight of the church. The Deacons shall serve as assistants to the Elders, and shall meet with the Elders at meetings so designated but without voting privileges.
- (B) The qualifications and the duties of the Elders and Deacons shall be patterned after those found in the New Testament.
- (C) Elders and Deacons shall be elected for a three-year term terminating at the time of the annual meeting. An elder may serve two sequential terms followed by at least one (1) year sabbatical from office.
- (D) The Elders shall meet regularly to conduct the business of the Church. They may have the privilege of seeking congregational action on any matter; and they shall be required to seek congregational action on the calling of a minister, the acquiring or disposal of real estate, mortgaging, and arranging of loans.
- (E) The Elders shall appoint from the Eldership a Chairman, Vice-Chairman, Church Treasurer, Secretary, and other officers deemed advisable. The

Chairman of the Elders shall automatically serve as Chairman of the congregation. These officers shall serve for the Church year or until their successors are elected not to exceed three (3) consecutive years.

(F) The Elders shall determine rules for their own proceedings and for the conducting of Church elections. If a vacancy occurs among the Elders and/or Deacons, the Elders may appoint someone to fill said vacancy until a replacement for said position is elected.

Voting privileges shall be accorded to all active members of the Church eighteen years or over.

ARTICLE VII – Business Meeting

An annual meeting of the church membership for the purpose of evaluating the progress of the previous year, planning for the future and transacting business shall be held in the first month of the church year at a time determined by the Elders. Notice of such meeting shall be by public announcement at two (2) Sunday morning services other than the date of the meeting.

A special meeting of the church membership for the transaction of church business may be held at the call of the Chairman of the Elders or upon the written request, to the Elders, of ten (10) per cent of the active members of the church. The call shall be by public announcement, at two (2) Sunday morning services immediately preceding the meeting, and this announcement shall state the purpose of the meeting.

At all business meetings of the church membership, a quorum shall consist of twenty (20) per cent of the active membership.

ARTICLE VIII – By-Laws

By-Laws, or amendments thereto, may be submitted by the Elders to the members at any business meeting duly called. To become effective, they must be approved by two-thirds (2/3) of the members present and voting.

ARTICLE IX – Amendments

These Articles of Incorporation may be amended at any business meeting of the church, by two-thirds (2/3) vote of the active members present and voting, provided that notice of the proposed amendment, or amendments, has been

made available in writing for four (4) consecutive Sundays immediately preceding the date on which the vote is to be taken.

(A) EXCEPTION: Article III, Paragraph one, and Article V, of these Articles of Incorporation, cannot be amended. Any attempt to amend the provision regarding membership violates the intent of the founders, and anyone attempting such action shall forfeit the right to membership in the Vero Christian Church, Inc.

ARTICLE X – Dissolution

Upon dissolution of this organization, all of its assets remaining after payment of all costs and expenses of dissolution shall be divided between Lake Aurora Christian Camp, Lake Wales, Florida, and Johnson University Florida, Kissimmee, Florida, which have qualified for exemption under Section 501 (c) (3) of the Internal Revenue Code, for public purpose, and none of the assets will be distributed to any member, officer, or trustee of this organization.

ARTICLE XI – Initial Subscribers

The initial subscribers to these Articles of Incorporation are the members of the Vero Christian Church as of March 28, 1971, the date of adoption. They are as follows: Herbert A. Owens, Doris J. Owens, 506 1st Street, Lot 9, Vero Beach; Ercel W. Wilburn, Shelby B. Wilburn, 1829 26th Ave., Vero Beach; Clarence Hall, Mabel Hall, Wabasso, FL, P.O. Box 28; Edward S. Miller, Reva E. Miller, P.O. Box 548, Wabasso, FL; Bonnie Perrin, Gustav Perrin, 2403 3rd St., S.W., Vero Beach; Naomi R. Schnell, Fred Schnell, Henry Schnell, Karen Schnell, Frederick J. Schnell, Tim Schnell, P.O. Box 2192, Vero Beach; Carl Jacobson, Thelma L. Jacobson, 112 Southgate Village, Vero Beach; H.T. Aldhizer III, Carolyn Aldhizer, 1941 1st Place S.W., Vero Beach; Mary Ellen Lathim, 2387 Seville Ave., Vero Beach; Lorene Southard, George E. Southard, Rt. 1, Box 508, Vero Beach.

ADOPTION OF AMENDMENTS AND RESTATEMENT CERTIFICATE

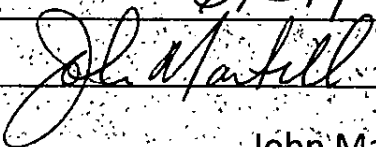
The date each amendment(s) adoption: October 6, 2013

Effective Date of each amendment(s): October 6, 2013

The amendments were adopted by the members and the number of votes cast for the amendments were sufficient (unanimous) for approval.

Dated

Signature

6/24/2014


John Martinelli
Elder and Chairman