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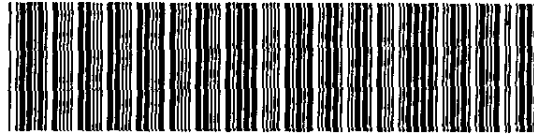
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Rs 10/20/05  
Amend & Restated

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: The South Florida Church of Christ, Inc.

DOCUMENT NUMBER: 724676

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

Please return all correspondence concerning this matter to the following:

Mary Hattaway

(Name of Contact Person)

The South Florida Church of Christ, Inc.

(Firm/ Company)

6851 W. Sunrise Blvd, Suite 150

(Address)

Plantation, FL 33313

(City/ State and Zip Code)

For further information concerning this matter, please call:

Mary Hattaway

(Name of Contact Person)

at ( 954 ) 767-0880

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$35 Filing Fee     \$43.75 Filing Fee & Certificate of Status     \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)     \$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 32399

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**SECOND AMENDED AND RESTATED  
ARTICLES OF INCORPORATION OF THE CORPORATION OF STATE  
SOUTH FLORIDA CHURCH OF CHRIST, INC., LAHASSEE, FLORIDA**

THE UNDERSIGNED, John Brush, President of The South Florida Church of Christ, Inc., a Florida not-for-profit corporation (the Corporation”), for and on behalf of the Corporation, hereby executes these Amended and Restated Articles of Incorporation of the Corporation:

**ARTICLE FIRST:** The name of the Corporation is THE SOUTH FLORIDA CHURCH OF CHRIST, INC.

**ARTICLE SECOND:** The amendment and restatement of the Articles of Incorporation of the Corporation was proposed by the Board of Directors of the Corporation and approved by a two-thirds (2/3) majority vote of the general membership of the Congregation in November, 2004.

**ARTICLE THIRD:** The effective date of these Second Amended and Restated Articles of Incorporation shall be upon the filing thereof with the Florida Department of State.

**ARTICLE FOURTH:** The Second Restated Articles of Incorporation shall provide as follows:

**ARTICLE I.**

**Name**

The name of the corporation is THE SOUTH FLORIDA CHURCH OF CHRIST, INC.

**ARTICLE II.**

**Purposes**

The purposes for which the corporation is organized are:

Religious and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding Section of any future United States Internal Revenue law), including the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law).

The Corporation shall promote, encourage, foster and engage in, the dissemination of religious and moral teaching and instruction for the support of public and worldwide worship in accordance with the teachings of Jesus Christ as found in the Bible, by all legitimate means, such

means to include but not be limited to engaging the services of men and women to carry out the ministry of Jesus Christ and making donations for the purposes of missionary work.

In general, to do any and all acts and things, and to exercise any and all powers which now or hereafter are lawful for the corporation to do or exercise under and pursuant to the laws of the State of Florida for the purpose of accomplishing any of the purposes of the corporation.

The purposes for which this corporation is organized shall be limited to those which are strictly charitable. In no event shall this corporation engage in any activity which would be contrary to the purposes and activities: (1) permitted to be engaged in by any organization the activities of which are exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986; or (2) of a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue code of 1986, as hereafter amended, and the applicable rules and regulations thereunder.

The corporation shall not engage, nor shall any of its funds, property, or income be used, in carrying on propaganda or otherwise attempting to influence legislation, nor shall the corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office, nor shall the corporation engage in subversive activities.

The corporation shall not be operated for the primary purpose of carrying on an unrelated trade or business as defined in Section 513 of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder.

No compensation shall be paid to any member, Officer, Director, trustee, creator or organizer of the corporation or substantial contributor to it except as a reasonable allowance for services actually rendered to or for the corporation.

The corporation is organized to serve public interests. Accordingly, it shall not be operated for the benefit of private interests.

### **ARTICLE III.**

#### **Powers**

The corporation shall have all the powers granted to not for profit corporations under the law of the State of Florida which are necessary or convenient to effect any and all purposes for which the corporation is organized. In no event, however, shall the corporation have or exercise any power which would cause it not to qualify as a tax-exempt organization under Section 501(c)(3) or Section 170 of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder; nor shall the corporation engage directly or indirectly in any activity which would cause the loss of such qualification. No part of the assets or the net earnings, current or accumulated, of the corporation shall inure to the benefit of any private individual.

#### **ARTICLE IV.**

##### **Members**

Any individual may become a member of The South Florida Church of Christ, Inc. regardless of race or nationality. To attain membership an individual must subscribe to the teachings of the New Testament in both form and practice. This includes believing that Jesus Christ is the Son of God, repenting to prior sins, being baptized into Christ and continuing to accept Jesus Christ as the Lord of one's life and being acknowledged by the Elders or Evangelists of the Church to be a member of the Church or in the event no Elders or Evangelists exist, by a majority of the individuals who have been carried on the Church records as members for at least one (1) year.

A Member shall automatically cease to be a Member of the corporation when he or she ceases to be actively involved in the work and worship of The South Florida Church of Christ, Inc. for any reason, or if an individual is no longer recognized as a Member by the Elders or Evangelists, or in the event no Elders or Evangelists exist, by a majority of the individuals who have been shown on the Church records as Members for at least one (1) year.

#### **ARTICLE V.**

##### **Term of Existence**

The corporation shall have perpetual existence.

#### **ARTICLE VI.**

##### **Officers and Directors**

The affairs of the corporation shall be managed by a Board of Directors consisting of not less than three (3). The number of Directors shall be fixed in the Bylaws of this corporation..

The Officers of the corporation shall be selected by the Board of Directors and shall consist of a President, Vice President, Secretary and Treasurer. Each Officer shall serve for a term of one (1) year, beginning the 1<sup>st</sup> day of the month immediately following his election by a majority of the Board of Directors at the annual meeting of the Board of Directors. Annual elections of Officers will be held by the Board of Directors

Officers may be re-elected to serve subsequent terms. In the event of a vacancy on the Board of Directors or in any office for any reason, the Board of Directors shall fill such vacancy for the unexpired term.

**ARTICLE VII.**  
**Names of Officers**

The names of the Officers who are to serve until the next election pursuant to these Second Amended and Restated Articles of Incorporation are as follows:

<u>Name</u>	<u>Office</u>
John Brush	President
Dan Allison	Vice President
Allen Growdon	Treasurer
Mary Hattaway	Secretary

**ARTICLE VIII.**  
**Board of Directors**

The number of persons constituting the Board of Directors shall be nine (9). The number of Directors may be increased or decreased from time to time in a manner provided by the Bylaws, but there shall never be less than three (3). The names and address of the persons serving as Directors until the next election pursuant to these Second Amended and Restated Articles of Incorporation are as follows:

<u>Name</u>	<u>Full Address</u>
Evenette Agama	14201 SW 41 <sup>st</sup> , Miramar, FL 33027
Dan Allison	8581 NW 17 <sup>th</sup> Street, Plantation, FL 33322
John Brush	1800 NW 119 Terrace, Pembroke Pines, FL 33026
Matthew Crabtree	9301 SW 92 <sup>nd</sup> Ave, C420, Miami, FL 33176
Jorge Garcia-Bengochea	6196 Ellis Lane, Loxahatchee, FL 33470
Allen Growdon	1151 N. Atlantic Blvd, Unit 7B, Ft. Lauderdale, FL 33304
Mary Hattaway	1485 SW 97 <sup>th</sup> Way, Davie, FL 33324
Carol Narsiah	13009 Odessa Trail, Royal Palm Beach, FL 33414

**ARTICLE IX.**

**Bylaws**

The By-Laws of the corporation shall be initially approved by a majority vote of the Board of Directors and thereafter may be altered or rescinded by a majority vote of the Board of Directors or a majority vote of the Members at the annual meeting of the Directors or the Members or at a duly called meeting of the Directors or the Members in accordance with the Bylaws.

**ARTICLE X.**

**Amendments to the Articles of Incorporation**

This non-profit corporation reserves the right to amend or repeal any provisions contained in these Amended and Restated Articles of Incorporation or any amendment hereto. Said amendment shall be proposed either by (a) petition of twenty-five percent (25%) of the members of the congregation and approved by a majority vote of the general membership of the congregation or (b) by a majority of the Board of Directors of the Congregation and approved by a majority vote of the general membership of the Congregation. No amendment shall be allowed which would in any way jeopardize the corporation's tax exemption under Section 501 of the 1954 Internal Revenue Code or its successors.

**ARTICLE XI.**

**Dissolution**

Upon the liquidation or dissolution of the corporation, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the corporation, shall be distributed according to the provisions set forth in F.S. 617.1406. No part of the assets or the net earnings, current or accumulated, of the corporation shall inure to the benefit of a private individual.

**ARTICLE XII.**

**Registered Office and Agent**

The street address of the registered office of this Corporation is:  
6851 W. Sunrise Blvd Ste 150, Plantation, FL 33313

The name of the registered agent is:

Mary Hattaway

ARTICLE XIII.

Corporation's Principal Office and/or Mailing Address

The principal office and/or mailing address of this corporation is:  
6851 W. Sunrise Blvd Ste 150, Plantation, FL 33313

IN WITNESS WHERE, I have set my hand and seal this 4 day of November, 2004.

THE SOUTH FLORIDA CHURCH OF CHRIST, INC.

By: John Brush  
John Brush, President

ATTEST:

M. Hattaway  
Mary Hattaway, Secretary



**AMENDMENTS TO THE ARTICLES OF INCORPORATION  
for The South Florida Church of Christ, Inc.**

The following is an explanation of the proposed changes to the Articles:

**Article I.** There are no changes to this Article

**Article II.** In this Article we are removing the references to "The International Churches of Christ". Add the phrase starting with "by all legitimate means..." in the third paragraph.

**Article III.** There are no changes to this Article

**Article IV.** There are no changes to this Article

**Article V.** There are no changes to this Article

**Article VI.** Again, in this Article, we are changing the name "Trustees" to "Directors". In the first sentence of the second paragraph, we are using the word "by" instead of "from" indicating that the OFFICERS of the Board of Directors will be selected BY the Board of Directors.

**Article VII.** This is a listing of the current Officers of the Board of Directors. Again, in this Article, we are changing the name "Trustees" to "Directors".

**Article VIII.** Again, in this Article, we are changing the name "Trustees" to "Directors".

On this document, for security purposes, we are citing the city only as the address. The full address will be added when this is submitted to the State of Florida.

**Article IX.** There are no changes to this Article

**Article X.** This Article discusses the mechanism for changing an Article (as we are doing tonight). As the Articles stand today, a "2/3 majority" of the entire South Florida Church of Christ membership is required to amend an Article. This is being changed to "a majority".

**Article XI.** This Article addresses the unlikely event of the dissolution of the South Florida Church of Christ, Inc. This Article is required by State Law. References to ICOC and/or CSA have been removed in favor of the phrase, "distributed according to the provisions set forth in F.S. 617.1406" which refers to laws set by the State of Florida.

**Article XII.** The Registered Address was updated.

**Article XIII.** The Registered Address was updated.



The date of adoption of the amendment(s) was: November 4, 2004

Effective date if applicable: as filed  
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signature

M. Hattaway  
(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Mary Hattaway

(Typed or printed name of person signing)

Secretary

(Title of person signing)

FILING FEE: \$35