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July 2, 2019

VIA US MAIL

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

Re:

Amended and Restated Articles of Incorporation for the Southside Baptist Church of

Jacksonville, Florida, Inc. a not-for-profit corporation

Document Number: 725482

Response to Letter Number: 319A00012812

Dear Sir/Madam:

I am in receipt of Letter Number: 319A00012812 from Catherine M. Wood regarding the required certificate of approval for the Amended Articles of Incorporation. A copy of the letter is enclosed.

Enclosed please find Amended and Restated Articles of Incorporation for the Southside Baptist Church of Jacksonville, Florida, Inc. containing the requested certificate regarding approval on page 4.

Please note that although the Amended and Restated Articles were adopted on April 26, 2017, nothing in these Amended and Restated Articles is intended to modify or change the information set forth in the corporation's 2019 Annual Report.

Please return all correspondence concerning this matter to the following:

Scott Badgett Southside Baptist Church 1435 Atlantic Blvd. Jacksonville, Florida 32207 scottb@ssbc.org

For further information concerning this matter, please call Scott Badgett at (904) 396-6633. Thank you for your attention to this matter.

Sincerely,

Sadgett Scott Badgett

> 1435 Atlantic Blvd., acksonville FL 32207

904.396.6633 ssbc.ore

Gather • Grow • Go



FLORIDA DEPARTMENT OF STATE Division of Corporations

June 25, 2019

SCOTT BADGETT 1435 ATLANTIC BLVD JACKSONVILLE, FL 32207

SUBJECT: THE SOUTHSIDE BAPTIST CHURCH OF JACKSONVILLE,

FLORIDA, INC.

Ref. Number: 725482

We have received your document for THE SOUTHSIDE BAPTIST CHURCH OF JACKSONVILLE, FLORIDA, 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):

A certificate must accompany the Restated Articles of Incorporation setting forth one of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendments requiring member approval; OR (2) If the restatement contains an amendment requiring member approval, the date of adoption of the amendment by the members and a statement that the number of votes cast for the amendment was sufficient for approval.

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.

Catherine M Wood Regulatory Specialist II

Letter Number: 319A00012812

AMENDED AND RESTATED ARTICLES OF INCORPORATION FOR THE SOUTHSIDE BAPTIST CHURCH OF JACKSONVILLE, FLORIDA, INC. a not-for-profit corporation

ARTICLE I

The name of the Corporation is The Southside Baptist Church of Jacksonville, Florida, Inc. (the "Corporation").

ARTICLE II

Section 2.1 Offices. The principal office and mailing address of the Corporation is:

1435 Atlantic Boulevard Jacksonville, Florida 32207

The Corporation may also have, maintain and operate other offices as shall be proper or advisable in the discretion of the officers or Board of Directors of the Corporation.

<u>Section 2.2</u> <u>Registered Agent</u>. The name and address of the registered agent of the Corporation is:

Gary L. Webber 1435 Atlantic Boulevard Jacksonville, Florida 32207

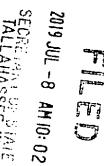
ARTICLE III

Section 3.1 Number and Manner of Electing Directors. The powers of the Corporation shall be vested in the Board of Directors which may also be referred to as the Council of Trustees pursuant to the Bylaws of the Corporation. The number of directors may be increased or decreased pursuant to the Bylaws, but shall never be less than three. The directors shall be elected pursuant to such procedures as are specified in the Bylaws.

<u>Section 3.2 Current Board of Directors</u>. The names and addresses of the Board of Directors of the Corporation are:

Gary L. Webber 1821 San Marco Place Jacksonville, Florida 32207

Shellie Hines 9715 Beauclerc Terrace Jacksonville, Florida 32257



Meloni J. Elkins 4639 Peachtree Circle E Jacksonville, Florida 32207

Karen Bell 5421 Marsh Creek Drive North Jacksonville, Florida 32277

Tom Lee 7609 Tara Lane Jacksonville, Florida 32216

Linda Anderson 9526 Waterford Road Jacksonville, Florida 32257

Sam Clausen 5334 Skylark Manor Drive Jacksonville, Florida 32257

Barbara Carroll 4301 Spoon Hollow Lane Jacksonville, Florida 32217

R. Kevin Martin 4065 Clearwater Oaks Drive Jacksonville, Florida 32223

Jim Price 1253 Tiber Lane Jacksonville, Florida 32207

ARTICLE IV

Section 4.1 Purposes. The purposes for which the Corporation is organized are exclusively charitable, religious, and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code and the Florida Not-For-Profit Corporation Act, F.S.A. § 617.0301 et seq. and include the making of distributions that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

To engage in any or all lawful business purposes or enterprises not for pecuniary profit for which corporations may be organized under the Florida Not-For-Profit Corporation Act and which the Board of Directors may deem to be in the best interests of the Corporation, and to do all other things deemed by the Board of Directors to be necessary or desirable in connection with any of the Corporation's business.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 this Article.

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Notwithstanding any other provision of these articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

Section 4.2 Powers.

- (a) The Corporation shall have all the powers conferred upon a corporation under the provisions of the Florida Not-For-Profit Corporation Act, F.S.A. §617.0302 et seq., and any enlargement of such powers conferred by subsequent legislative acts, and shall have all powers necessary, proper, convenient, or desirable in order to fulfill and further the purposes of the Corporation.
- (b) The Corporation is formed upon the articles, conditions and provisions herein contained and is subject in all particulars to the limitations relative to corporations contained in the general law of this State.
- <u>Section 4.3</u> <u>Indemnification</u>. The Corporation shall indemnify past or present directors and officers of the Corporation in accordance with and to the fullest extent permitted by the Florida Not-For-Profit Corporation Act, as amended from time to time.

ARTICLE V

<u>Section 5.1</u> <u>Duration of Corporation</u>. The Corporation shall have perpetual existence.

Section 5.2 <u>Distribution of Assets Upon Dissolution</u>. Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

<u>APPROVAL</u>

These Amended and Restated Articles of Incorporation were duly adopted pursuant to Fla. Stat. § 617.1002 by the members of the Corporation on April 26, 2017 and the number of votes cast for the amendment was sufficient for approval.

I, the undersigned President of the Corporation, for the purpose of forming a not-for-profit corporation under the laws of the State of Florida, certify that the facts herein stated are true, and have accordingly hereunto set my hand, this ____ day of July, 2019.

THE SOUTHSIDE BAPTIST CHURCH OF JACKSONVILLE, FLORIDA, INC.

Printed Name: Gary L. Webber

As Its: President

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated in Article II of these Amended and Restated Articles of Incorporation, the undersigned individual hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his duties.

Dated this ____ day of July, 2019.

Printed Name: Gary L. Webber