

733940

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

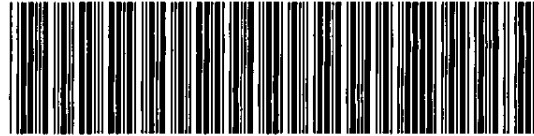
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

FILED BY COURT ORDER
through Dept. of Financial
SERVICES - Fee Waived
CC

Office Use Only



200120828792

FILED
08 APR 30 PM 3:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMEND
CC 4/30

A Certified Copy
Attest:

Bob Inzer

Clerk Circuit Court
Leon County, Florida



By Manlene Bines

A. STATE OF FLORIDA, ex rel., the
DEPARTMENT OF FINANCIAL
SERVICES OF THE STATE OF FLORIDA,

Relator,

v.

CASE NO.: 2008-CA 868

ORLANDO LUTHERAN TOWERS, INC.,
a Florida non profit corporation,

Respondent.

**ORDER APPOINTING APPROVING DEPARTMENT'S MOTION FOR APPROVAL
OF AMENDED PLAN OF REHABILITATION,**

THIS CAUSE was considered on the Department's Motion for Approval of Amended Plan of. The Court having reviewed the pleading of record and otherwise being fully informed the premises:

IT IS ORDERED AND ADJUDGED that:

- A) The Department is appointed as Receiver of OLT for the sole purpose of implementing the Amended Plan of Rehabilitation;
- B) The Department's Amended Plan of Rehabilitation is approved;
- C) The amended Bylaws and Articles of Incorporation as outlined in the Amended Plan of Rehabilitation are approved and implemented effective as of the date the Order of Rehabilitation is entered;
- D) The reconstituted Board of Directors appointed by the Receiver, which was previously approved by the Office of Insurance Regulation, is hereby confirmed;
- E) OLT shall reimburse the Department for all actual, necessary, and reasonable expenses related to the receivership, whether incurred prior to or subsequent to the Order

LEON COUNTY, FLORIDA

08 APR 30 PM 3:51

FILED
08 APR 30 PM 3:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



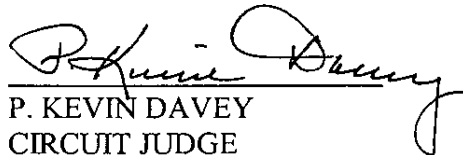
of Rehabilitation being entered;

F) Without further order of this court, the final discharge of the Receiver of its responsibilities in the receivership estate is effective immediately upon the approval and implementation of the amended Bylaws and Articles of Incorporation, as well as the appointment of the new Board of Directors;

G) The hearing on the Order to Show Cause that is set for April 29, 2008 is cancelled; and

H) This Court shall retain jurisdiction of this cause for the purpose of granting such other and further relief as from time to time shall be deemed appropriate.

DONE and ORDERED in Chambers at the Leon County Courthouse in Tallahassee, Leon County, Florida, this 28th day of April, 2008.


P. KEVIN DAVEY
CIRCUIT JUDGE

APPROVED

APR 29 2008

**SECOND AMENDMENT TO THE
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
ORLANDO LUTHERAN TOWERS, INC.**

Dictated by: cm

Pursuant to the provisions of Section 617.1002 of the Florida Statutes, the undersigned Florida corporation hereby adopts the following Second Amendment to its Amended and Restated Articles of Incorporation of ORLANDO LUTHERAN TOWERS, INC. (the "Corporation"):

ARTICLE I - NAME

The name of the corporation is ORLANDO LUTHERAN TOWERS, INC. (hereinafter referred to as the "Corporation").

ARTICLE II - ADOPTION AND TEXT OF AMENDMENTS

Articles III, VI, IX and X of the Amended and Restated Articles of Incorporation have been amended pursuant to the Order of the Circuit Court of the Second Judicial Circuit in and for Leon County, Florida.

The following is a true and correct copy of the resolution amending Articles III, VI, and IX of the Articles of Incorporation:

FILED
08 APR 30 PM 3:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RESOLVED, that Articles III, VI, IX and X of the Amended and Restated Articles of Incorporation of the Corporation be amended in its entirety to read as follows:

"ARTICLE III - MEMBERSHIP

The Corporation shall have no members.

ARTICLE VI - MANAGEMENT

The management of the corporation shall be vested in a Board of Directors. The Board of Directors shall consist of no more than nine (9) and no less than seven

(7), two (2) of whom shall be residents of Orlando Lutheran Towers, which will be nominated by the resident's organization as defined in Section 651.081, Florida Statutes, two (2) of whom shall be nominated by the Florida-Bahamas Synod Council of the ELCA. The number of directors may be increased or decreased from time to time by resolution of a majority of the Board of Directors; provided, however, that the Board of Directors shall consist of not less than seven (7) directors or more than nine (9) directors and no decrease in the number of directors shall have the effect of shortening the term of an incumbent director.

ARTICLE IX - AMENDMENTS

These Articles of Incorporation may be amended at a meeting of the Board of Directors by a vote of at least two-thirds (2/3) of the entire Board of Directors.

ARTICLE X- AFFILIATION

It is the intent of the Orlando Lutheran Towers, Inc. to be affiliated with the Florida-Bahamas Synod of the Evangelical Lutheran Church of America (ELCA). This is a spiritual affiliation and not a financial one. Orlando Lutheran Towers, Inc. will be open and accepting of all persons regardless of race, creed, or national origin.

EFFECTIVE DATE OF AMENDMENT

The effective date of the amendments to the Amended and Restated Articles of Incorporation of the Corporation set forth herein will be as of the date Order of the Circuit Court of the Second Judicial Circuit in and for Leon County, Florida.

Dated this _____ day _____, 2008.

ORLANDO LUTHERAN TOWERS, INC.

By: _____