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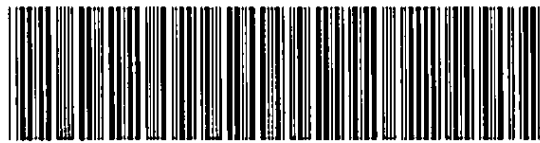
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R. WHITE
MAY 20 2019

FOSTER AND FOSTER
Attorneys and Counselors at Law

DAVID L. FOSTER
D. WILLIAM FOSTER

560 FIRST AVENUE NORTH
ST. PETERSBURG, FLORIDA 33701

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EMAIL ADDRESS:
FOSFOS@AOL.COM

April 24, 2019

Florida Department of State
Division of Corporations
Corporate Filings
P. O. Box 6327
Tallahassee, Florida 32314

Re: Restated Articles of Incorporation of:
CHRIST UNITED METHODIST CHURCH, INC.

Greetings:

Enclosed is the original Restated Articles of Incorporation of the above named proposed corporation.

Please approve these Articles of Incorporation and file the original.

Enclosed is a check for \$70.00 for the filing fee and designation of Registered Agent fee.

Very truly yours,

FOSTER AND FOSTER

A handwritten signature in black ink, appearing to read 'D. William Foster', is written over the printed name.

D. William Foster

DWF/wh
Enclosures
Check: \$70.00

RESTATED ARTICLES OF INCORPORATION
OF
CHRIST UNITED METHODIST CHURCH, INC.

The undersigned, being the Chairman of the duly elected Board of Trustees of CHRIST UNITED METHODIST CHURCH, INC, A Florida Not-For-Profit Corporation, upon approval by the Board of Trustees, does hereby adopt these Restated Articles of Incorporation pursuant to Section 617.1007 of the Florida Statutes, and under the provisions of the Statutes of the State of Florida applicable to corporations not for profit.

ARTICLE I. NAME

The name of the corporation shall be:

CHRIST UNITED METHODIST CHURCH, INC.

ARTICLE II. PRINCIPAL OFFICE OF CORPORATION

The principal office and mailing address for the Corporation shall be 467 First Avenue North, St. Petersburg, Florida 33701.

ARTICLE III. REGISTERED OFFICE AND AGENT

The street address of the registered office of this corporation at the adoption of these Restated Articles of Incorporation is 560 First Avenue North, St. Petersburg, Florida 33701, and the name of the registered agent of the corporation at that address is DAVID W. FOSTER.

ARTICLE IV. DURATION

The corporation shall have perpetual existence.

ARTICLE V. PURPOSE

This corporation is a not for profit corporation, and shall be operated exclusively for charitable, religious and educational purposes within the definition of "non-profit organizations" as

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defined by the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations described under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, which purposes shall include the following:

(A) The specific and primary purpose of this corporation is to operate for the advancement of Christianity, education and for other charitable purposes by the distribution of its funds for such purposes, and particularly for assistance in the fulfillment of the Great Commission of our Lord Jesus Christ according to the Holy Scriptures by providing a channel through which the members of His Body may send forth workers to establish an effective Gospel witness, and to preach the Gospel by personal and public evangelism, and to teach the Christian faith as contained in the Holy Scriptures. The Corporation will further be governed by the Book of Discipline of the United Methodist Church (2016).

(B) The general purpose for which this corporation is organized is to operate exclusively for such charitable, religious and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

(C) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene, by publication or distribution of any statements or otherwise, in any political campaign on behalf of any candidate for public office.

ARTICLE VI. MEMBERSHIP

The corporation is organized upon a nonstock basis as defined in Section 617.011 of the Florida Statutes. The corporation shall have a membership distinct from the Board of Trustees. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the voting and other rights and privileges of members, shall be as regulated in the bylaws. However, no member shall have any vested right, interest or privilege in or to the assets, income or property of the corporation, and no part of the

income or assets of the corporation shall be distributable to or for the benefit of its members, except to the extent permissible under these Articles, under law and under Section 501(c)(3) of the Internal Revenue Code. Members of this Corporation shall not be personally liable for the debts, liabilities, or obligations of the Corporation, and shall not be subject to assessments.

ARTICLE VII. BOARD OF TRUSTEES

(A) The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of Trustees. The number of Trustees of the corporation shall be a minimum of three (3), provided, however, that such number may be increased by a bylaw duly adopted pursuant to the bylaws of this corporation.

(B) Members of the Board of Trustees shall be Members of CHRIST UNITED METHODIST CHURCH, INC., and shall be elected by the Members of the Church at an Annual Meeting for the purpose of electing Trustees for the next year. Said meeting shall be held in the fourth quarter of each year and the Chairman shall notify all Members of the date, time, and place of such meeting. The election procedure for the election of Trustees shall be in accordance with the By-laws, and as provided in the rules and discipline of the Church.

(C) Members of the Board of Trustees shall be further governed by the provisions set forth in The Book of Discipline of the United Methodist Church, as from time to time may be amended by the General Conference of the United Methodist Church.

(D) The Board of Trustees may designate and elect from their own membership a Chairman, Vice Chairman, Secretary and Treasurer of said Board, and may authorize any officer to carry out any business or matter within the purpose of the Corporation.

(E) Each Trustee shall hold office until a qualified successor is duly elected.

(F) Any action required or permitted to be taken by the board of Trustees under any provision of law may be taken without a meeting if all the members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the

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same force and effect as if taken by unanimous vote of the Trustees. Any certificate or other document filed under any provision of law that relates to action so taken shall state that the action was taken by unanimous written consent of the board of Trustees without a meeting and that the articles of incorporation and bylaws of this corporation authorize the Trustees to so act. Such a statement shall be prima facie evidence of such authority.

(g) The names and addresses of the members of the Board of Trustees of this corporation at the adoption of these Restated Articles of Incorporation are as follows:

RICHARD FRAZE 8065 - 52 nd Lane North Pinellas Park, Florida 33781	-	Chairman
STEVEN DOCKWEILER 5275 Coquina Drive SE #D St. Petersburg, Florida 33705	-	Vice Chairman
JANICE SWARTZ 1257 Fairway Circle South St. Petersburg, Florida 33705	-	Secretary
MARK BUEHRLE 1938 Glen Lakes Circle North St. Petersburg, Florida 33702	-	Treasurer
LUANNA LEONARD 5929 - 29 th Avenue North St. Petersburg, Florida 33710		
PATRICIA EVANS 9305 - 41 st Street Pinellas Park, Florida 33782		
JIM NORRED 2350 Burlington Avenue North St. Petersburg, Florida 33713		

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MICHAEL PASSMAN
8765 - 58th Way
Pinellas Park, Florida 33782

GAIL VAZZANO
1659 Watermark Circle NE
St. Petersburg, Florida 33702

ARTICLE VIII. POWERS

(A) This Corporation shall have the power to acquire and hold title in fee simple by bequest, devise, gift, grant, donation, contribution, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, improve, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, encumber, convey, option, donate or otherwise dispose of the property and the income, principal and proceeds of the property; to borrow money; to execute notes, bonds, and other evidences of indebtedness and to secure the same by mortgages and deeds of trust, annuity bonds and other instruments of indebtedness and to pay interest thereon; to improve, adapt, and use its personal property or the income therefrom in its charitable activities.

(B) To engage in and transact any other lawful activity, solely in furtherance of the above purposes, for which nonprofit corporations may be incorporated under the Florida Not-for-Profit Corporation Act, and any successor or amendment to the Florida Not-for-Profit Corporation Act, and it shall not have any power that would disqualify it as a non-profit corporation under either state or federal law.

(C) The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever be distributed to its members or Trustees, except that the Corporation may pay reasonable compensation to its members or Trustees for services rendered, and may confer benefits upon its members in fulfillment of its purpose.

ARTICLE IX. BY-LAWS

The Board of Trustees of this Corporation may provide such By-Laws for the conduct of its

business and the carrying out of its purpose as it may deem necessary from time to time. Subject to the limitations contained in the bylaws and any limitations set forth in the Not For Profit Corporation Act of Florida described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of Trustees or by following the procedure set forth therefor in the bylaws.

ARTICLE X. NON PROFIT STATUS

The corporation is a not-for-profit corporation under Chapter 617 of the Florida Statutes. The corporation is not formed for pecuniary profit. Anything in these articles of incorporation to the contrary notwithstanding, the purpose or purposes for which this corporation is organized are limited to those that will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws. No part of the income or assets of this Corporation may inure or be paid to any member of the Corporation, Trustee, or private individual, provided however, that goods and services may be purchased and paid for by this Corporation at their fair market value in any bona fide transaction, and only to the extent permissible under these articles, under law and under Section 501(c)(3) of the Internal Revenue Code. It is intended that the corporation shall have and continue to have the status of a corporation that is exempt from federal income taxation under Section 501(a) as an organization described in Section 501(c)(3). These articles shall be construed accordingly, and all powers and activities of the corporation shall be limited accordingly. All references in these articles to sections of the Internal Revenue Code shall be considered references to the Internal Revenue Code of 1986, as from time to time amended, and to the corresponding provisions of any similar law subsequently enacted.

ARTICLE XI. DISTRIBUTION OF ASSETS IN THE EVENT OF DISSOLUTION

Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the corporation, distribute all of the assets of the corporation exclusively for charitable, religious or educational purposes in such manner and to such

qualified organization or organizations as the Board of Trustees shall determine. Any of the assets not so distributed shall be distributed in accordance with the direction of any court having jurisdiction in the county in which the principal office of the corporation is then located, exclusively for the above purposes of the corporation or to a qualified organization or organizations as the court shall determine. For purposes of this article, an organization is a "qualified organization" only if, at the time of receiving the assets, it is operated exclusively for the purposes described in 26 U.S.C.A. §170(c)(1) or 26 U.S.C.A. §170(c)(2)(B) and is described in 26 U.S.C.A. §509(a)(1), (2) or (3), as from time to time amended, and to the corresponding provisions of any similar law subsequently enacted. None of the assets will be distributed to any member or Trustee of this Corporation. **This Article shall be irrevocable and not subject to amendment.**

ARTICLE XII. AMENDMENTS

These Articles of Incorporation, with the exception of Articles X and XI, may be amended at a special meeting of the Board of Trustees called for that purpose, by a two-thirds (2/3) vote of those Board members present and voting.

ARTICLE XIII. INDEMNIFICATION AND CIVIL LIABILITY IMMUNITY

The corporation shall indemnify each Trustee and officer, including former Trustees and officers, to the fullest extent allowed by law, including but not limited to Florida Statutes Chapter 617. It is intended that the corporation be an organization the officers and Trustees of which are immune from civil liability to the extent provided under Florida Statutes Chapter 617 and other similar laws.

ADOPTION OF RESTATEMENT OF ARTICLES

This restatement contains amendments to the articles of incorporation requiring approval by the Board of Trustees, and this Restatement, and all amendments to the Articles therein, were properly adopted by the members of the Board of Trustees of the Corporation on April 17.

CHRIST UNITED METHODIST CHURCH, INC.
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2019, and the number of votes cast for the restatement were sufficient for approval.

IN WITNESS WHEREOF, **RICHARD FRAZE, as the Chairman of the Board of Trustees**, have hereunto set my hand and seal this 17 day of April A. D. 2019.

Richard D. Frazee (SEAL)
RICHARD FRAZE, Chairman

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me, the undersigned authority duly authorized by law to administer oaths and take acknowledgments, personally appeared **RICHARD FRAZE, Chairman of the Board of Trustees**, to me well known and known to me to be the person described herein and who executed the foregoing Restated Articles of Incorporation of **CHRIST UNITED METHODIST CHURCH, INC.**, a Corporation Not For Profit, and before me, took an oath and acknowledged the same to be his free act and deed for the uses and purposes therein stated.

WITNESS my hand and official seal at St. Petersburg, Pinellas County, Florida, this 17 day of April, 2019.

Notary Public David L. Foster




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ACCEPTANCE BY REGISTERED AGENT

I HEREBY CERTIFY that I am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation beginning this 24 day of April, 2019.

 (SEAL)
DAVID W. FOSTER, REGISTERED AGENT

STATE OF FLORIDA)
COUNTY OF PINELLAS)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to administer oaths and take acknowledgments, personally appeared **DAVID W. FOSTER**, who is personally known to me and known to me to be the person described in and who executed the foregoing **ARTICLES OF INCORPORATION**, as the **Registered Agent** of said corporation, who after being by me first duly sworn depose and says that the statements contained in said instrument are true and he acknowledged that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 24 day of April, 2019.

Notary Public: (Signature) 