

734211

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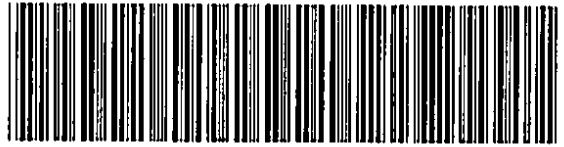
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2020 JUL 28 AM 9:32

SECRETARY OF STATE
TALLAHASSEE, FL

*APX same as
usual*

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: CLASSIS OF FLORIDA, REFORMED CHURCH IN AMERICA, INC.

DOCUMENT NUMBER: 734211

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

Please return all correspondence concerning this matter to the following:

Wayne Van Regenmorter

(Name of Contact Person)

(Firm/ Company)

16511 Rivers Reach Blvd.

(Address)

Parrish, FL 34219

(City/ State and Zip Code)

wregen@rsmam.org

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

GREGORY LIGHT, ESQ.

754

900-6545

at

(Name of Contact Person)

(Area Code) (Daytime Telephone Number)

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

- | | | | |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Articles of Amendment
to
Articles of Incorporation
of

2020 JUL 28 AM 9:32
SECRETARY OF STATE
TALLAHASSEE FL

FILED

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

CLASSIS OF FLORIDA, REFORMED CHURCH IN AMERICA, INC.

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

CLASSIS DE LAS NACIONES, REFORMED CHURCH IN AMERICA, INC.

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

16511 Rivers Reach Blvd

Parrish, FL 34219

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

16511 Rivers Reach Blvd

Parrish, FL 34219

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

Wayne Van Regenmortel

16511 Rivers Reach Blvd

(Florida street address)

New Registered Office Address:

Parrish


(City)

Florida 34219

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position



Signature of New Registered Agent (if changing)

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

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

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change. Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add

Example:

<input checked="" type="checkbox"/> Change	PT	John Doe
<input checked="" type="checkbox"/> Remove	V	Mike Jones
<input checked="" type="checkbox"/> Add	SV	Sally Smith

Type of Action (Check One)	Title	Name	Address
1) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	CT	Wayne Van Regenmorter	16511 Rivers Reach Blvd Parrish, FL 34219
2) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	P	David Hubbardt	12470 Memorial Hwy. Tampa, FL 33635
3) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	VP	Lionel Rogers	580 Caledonia Place Sanford, FL 32746
4) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	CT	Don MacDonald III	P.O. BOX 5 DANFORTH, IL 60930
5) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove			
6) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove			

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary) (Be specific)

See attached Amended and Restated Article of Incorporation of Classis de las Naciones, Reformed Church in America, Inc.

[illegible]

The date of each amendment(s) adoption: June 25, 2020, if other than the date this document was signed.

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

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.

- ☒ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 6-30-2020

Signature Wayne Van Regenmorter

(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)

WAYNE VAN REGENMORTER

(Typed or printed name of person signing)

CLERK/TREASURER

(Title of person signing)

AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
CLASSIS DE LAS NACIONES, REFORMED CHURCH IN AMERICA, INC.
Formerly Known As Classis of Florida, Reformed Church in America, Inc.

WHEREAS the original Articles of Incorporation of Classis of Florida, Reformed Church in America, Inc. were filed with the Secretary of state on or about October 30, 1975; and

WHEREAS these Amended and Restated Articles of Incorporation were approved by an affirmative vote of not less than two-thirds of the entire membership at a membership meeting held on the 25th day of June, 2020.

NOW, THEREFORE, the following are the Amended and Restated Articles of Incorporation of CLASSIS DE LAS NACIONES, REFORMED CHURCH IN AMERICA, INC.

Pursuant to the provisions of Chapter 617, the Florida Not for Profit Corporations Act, the undersigned corporation executes the following articles: — <

ARTICLE I

The name of the corporation shall be Classis de las Naciones, Reformed Church in America, Inc.

ARTICLE II

The corporation shall be a constituent of the Reformed Church in America, and shall be located in Parrish, Florida. The corporation shall be formed, maintained, and operated for religious purposes as provided in section 501 (c)(3) of the Internal Revenue Code of 2020, as amended, or the corresponding provisions of any future Internal Revenue Code. Also, all assets of the corporation shall be dedicated to the exempt purposes provided in these Articles of Incorporation.

ARTICLE III

The general purposes, objective, and powers of the corporation shall be governed and controlled by the constitution of the Reformed Church in America and the Bylaws of the corporation. The corporation shall be a part of the REGIONAL SYNOD OF MID-AMERICA, R.C.A., which is a designated unit of the Reformed Church in America, a group which constitutes a Synod and the sum total of Synods constitutes the General Synod of the Reformed Church in America. The corporation is organized as part of the general plan of the Reformed Church in America and under direct authority and supervision of the REGIONAL SYNOD OF MID-AMERICA, R.C.A., to teach and promulgate the religious beliefs and principles of the Reformed Church in America.

ARTICLE IV

The address of the registered office is 16511 Rivers Reach Blvd, Parrish, FL 34219

The name of the registered agent at the registered office is Wayne Van Regenmorter.

The duration of the corporation shall be perpetual.

ARTICLE V

The names and addresses of the incorporators are as follows:

President	David Hubbart, 12470 Memorial Hwy, Tampa, FL 33635
Vice President	Lionel Rogers, 580 Caledonia Place, Sanford, FL 32746
Treasurer/Clerk	Wayne Van Regenmorter, 16511 Rivers Reach Blvd, Parrish, FL 34219

ARTICLE VI

No part of the net earnings of the corporation shall be used for the benefit of, or be distributable to, its members, directors, officers, or other private persons. However, the corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Articles II and III. No substantial part of the corporation's activities shall be in attempt to influence legislation. Additionally, 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 (1) by a corporation exempt from income tax under IRC 501(c)(3) or the corresponding section of any future Internal Revenue Code or (2) by a corporation whose contributions are deductible under IRC 170(c)(2) or the corresponding section of any future Internal Revenue Code.

ARTICLE VII

Upon dissolution of the corporation and after paying or providing for the payment of all of the liabilities of the corporation, the remaining assets of the corporation shall be distributed to the REGIONAL SYNOD OF MID-AMERICA, R.C.A. of which the corporation is a member. The REGIONAL SYNOD OF MID-AMERICA, R.C.A. being a non-profit corporation which is organized and operated exclusively for charitable and religious purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code so long as it is in existence and exempt under Section 501(c)(3) at the time of dissolution. If the REGIONAL SYNOD OF MID-AMERICA, R.C.A. is not in existence or exempt at the time of dissolution then any remaining assets shall be distributed to another organization for one or more exempt purposes within the meaning of Section 501(c)(3), or the corresponding section of any future Internal Revenue Code. Any assets not disposed of shall be disposed of by the circuit court of the county in which the registered office or the corporation is then located, exclusively to such organization or organizations that the court shall determine are organized and operated exclusively for charitable and religious purposes.

Notwithstanding anything to the contrary in this Amended and Restated Articles of Incorporation, this corporation is a member of the REGIONAL SYNOD OF MID-AMERICA, R.C.A. in the Reformed Church in America; is (and at all times shall be) subject to and governed by the Constitution of the Reformed Church in America; and agrees that the provisions of this article shall not be amended or modified in any manner without the prior written consent of the REGIONAL SYNOD OF MID-AMERICA, R.C.A. of which this corporation is a member.

ARTICLES VIII

No member of the board of directors of this corporation who is a volunteer director, as that term is defined in the Florida Not For Profit Corporations Act (the "Act"), or volunteer officer shall be personally liable to the corporation or its members for monetary damages for a breach of the directors or officers fiduciary duty. This provision does not eliminate or limit the liability of a director or officer for any of the following:

1. A breach of the director/officer's duty of loyalty to the corporation or its members.
2. Acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of the law.
3. A violation of Chapter 617, the Florida Not For Profit Corporations Act.
4. A transaction from which the director or officer derived an improper personal benefit.
5. An act or omission occurring before the effective date of the provision granting limited liability
6. An act or omission that is grossly negligent.
7. The election of directors shall be done in accordance with the Bylaws.

The corporation shall assume all liability to any person other than the corporation or its members for all acts or omission of a volunteer director, as defined by the Act, or a volunteer officer incurred in the good faith performance of the director's or officer's duties. However, the corporation shall not be considered to have assumed any liability to the extent that such assumption is inconsistent with the status of the corporation as an organization described on section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future Internal Revenue Code.

Any repeal or modification of this article shall not adversely affect any right or protection of any director or officer of the corporation existing at the time of, or with respect to, any acts or omissions occurring before such repeal or modification.

ARTICLE IX

The corporation shall assume the liability for all acts or omissions of a volunteer if all of the following are met:

1. The volunteer was acting or reasonably believed he or she was acting within the scope of his or her authority.
2. The volunteer was acting in good faith.
3. The volunteer's conduct did not amount to gross negligence or willful and wanton misconduct.
4. The volunteer's conduct was not an intentional tort
5. The volunteer's conduct was not a tort arising out of the ownership, maintenance, or use of a motor vehicle for which tort liability may be imposed as provided in the Florida Statutes.

ATTEST:

CLASSIS DE LAS NACIONES,
REFORMED CHURCH IN AMERICA, INC.

By: Wayne Van Regenmorter

Wayne Van Regenmorter, Secretary

By: David Hubbartt

David Hubbartt, President

WITNESSES:

Fredy A. Gutierrez

Printed Name: FREDY A. GUTIERREZ

Ryan McBride

Printed Name: Ryan McBride

STATE OF FLORIDA)

COUNTY OF)

I HEREBY CERTIFY that on this day before me, a Notary Public in and for the State of Florida at large, personally appeared David Hubbartt as President and Wayne Van Regenmorter as Secretary, of Classis de las Naciones, Reformed Church in America, Inc., and they acknowledged before me that they are such officers of said corporation; and they executed the foregoing Certificate of Amendment to the Amended and restate Articles of Incorporation on behalf of said corporation, and affixed thereto the corporate seal of said corporation; that they are authorized to execute said Certificate of Amendment to the Amended and Restate Articles of Incorporation and that the execution thereof is the free act and deed of said corporation. They are personally known to me or have produced their driver's licenses as identification and did not take an oath.

WITNESS my hand and official seal at Bradenton, Manatee County, Florida this 30th day
of June, 2020.

Maria Paccaro
Printed Name: Maria Paccaro
Notary Public Commission #: GG041053

