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ACCOUNT NO. : 072100000032
REFERENCE : 063500 80981A
AUTHORIZATION : Patricia Pigot
COST LIMIT : \$ 43.75

ORDER DATE : December 14, 1998
ORDER TIME : 10:47 AM
ORDER NO. : 063500-005
CUSTOMER NO: 80981A

Amended &
Restated w/
Name Change
200002711422--0

CUSTOMER: John Paul Parks, Esq
Wendel Chritton & Parks
5300 S. Florida Avenue
Lakeland, FL 33813

DOMESTIC AMENDMENT FILING

NAME: ST. LUKE'S FREEWILL BAPTIST CHURCH, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

FILED
98 DEC 14 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
98 DEC 14 AM 11:28
DIVISION OF CORPORATE

12/15/98

FILED
98 DEC 14 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
OF
ST. LUKE'S FREEWILL BAPTIST CHURCH, INC.

St. Luke's Freewill Baptist Church, Inc., a Florida corporation not for profit, does hereby certify that its Articles of Incorporation have been amended and restated to read as follows:

AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
ST. LUKE'S MINISTRIES, INC.

ARTICLE I.

The name of the corporation shall be ST. LUKE'S MINISTRIES, INC.

ARTICLE II.

The street address of the principal office of the corporation is 910 W. Quincy Street, Lakeland, Florida 33815, and the mailing address of the corporation is 910 W. Quincy Street, Lakeland, Florida 33815. The principal office and mailing address of the corporation may be changed in any manner permitted by law.

ARTICLE III.

The general nature and object of this corporation is to conduct religious and instruction in accordance with the Holy Bible and to provide services of a religious, educational, charitable, and benevolent character to the end that its own members and others may be generally instructed and guided concerning those articles of faith which are held among Baptist churches and to advance spiritual growth and enlightenment, moral and personal purity among its own membership and the people of the community in which it is located and to aid in the spread of the Gospel of Jesus Christ.

ARTICLE IV.

The directors of the corporation shall be elected from and by the membership of the corporation in the manner and for the term provided in the bylaws of the corporation.

ARTICLE V.

Every person who believes in repentance toward God, and faith in Jesus Christ, as

Savior and Lord, and who is willing to confess Him publicly as Lord and King and to follow Him in baptism by immersion, and to observe the ordinances of Christ and to be governed by His laws, is qualified and eligible for membership in this corporation. The manner of admission to membership in this corporation shall be by letter of dismissal from other churches of like faith and order, and profession of faith as hereinbefore provided, upon a favorable majority vote of the membership of the corporation present at any meeting of the church.

ARTICLE VI.

Members of this corporation shall continue to have the same voting rights and other rights as they had immediately prior to July 1, 1991.

ARTICLE VII.

The street address of the registered office of this corporation is 910 W. Quincy Street, Lakeland, Florida 33815, and the name of its registered agent at that address is D. Kay A. Davis. The registered office and registered agent of the corporation may be changed in any manner permitted by law.

ARTICLE VIII.

- A. No part of the net earnings of the corporation shall inure to the benefit of any member, director, or officer of the corporation, nor to the benefit of any private individual.
- B. The corporation shall have no power to engage in any act or activity prohibited to corporations which are exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding Sections of any prior or future Internal Revenue Code.
- C. In the event of the dissolution of the corporation, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding Sections of any prior or future Internal Revenue Code, or to the federal or to a state or local government for public purposes exclusively.

ARTICLE IX.

These Articles of Incorporation may be amended, and the Bylaws of the corporation may be adopted, amended, or repealed, by the members of the corporation by a majority vote of the members present any regular business meeting of the corporation, or at any special meeting called for that purpose.

The corporation does further certify that the foregoing Amendment and Restatement of its Articles

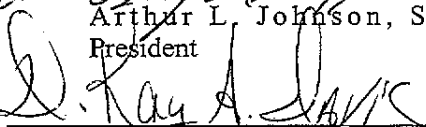
of Incorporation was approved by the members of the corporation on the 3 day of December, A.D. 1998, and the number of votes cast for the amendment was sufficient for approval.

IN TESTIMONY WHEREOF the corporation has caused these presents to be executed by its President and by its Secretary, this 3 day of December, A.D. 1998.

ST. LUKE'S FREEWILL
BAPTIST CHURCH, INC.
A Florida corporation not for profit

By: 

Arthur L. Johnson, Sr.,
President

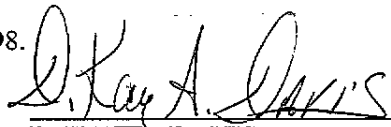
And by: 

D. Kay A. Davis, Secretary

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, D. KAY A. DAVIS, do hereby accept the foregoing designation to serve as Registered Agent of the above-named corporation, and agree to conduct myself therein according to law. I am familiar with, and accept, the obligations of such office.

DATED this 3 day of December, A.D. 1998.


D. KAY A. DAVIS