

745689

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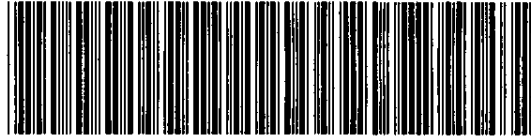
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TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: ANGLICAN CHURCH OF THE INCARNATION, INC.

DOCUMENT NUMBER: 745689

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

Please return all correspondence concerning this matter to the following:

CARLA M HANSEN

(Name of Contact Person)

INCARNATION CATHOLIC CHURCH

(Firm/ Company)

1515 EDGEWATER DRIVE

(Address)

ORLANDO, FL 32804

(City/ State and Zip Code)

LCHAWKEYE@AOL.COM

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

For further information concerning this matter, please call:

CARLA HANSEN

(Name of Contact Person)

at (321) 217-2694

(Area Code & Daytime Telephone Number)

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

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Certificate of Status
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Mailing Address

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

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF ANGLICAN CHURCH OF THE INCARNATION, INC., Corporation Number 745689

Pursuant to Section 617.1001 – 617.1006, Florida Statutes, the Articles of Incorporation of **Anglican Church of the Incarnation, Inc.**, Corporation Number **745689**, are hereby amended as follows:

1. **Name:** **Article I** of said Articles of Incorporation is amended by deleting the provisions of said Article as the same now exists and substituting in lieu thereof the following:
 - a. **Name:**
The name of the corporation is “CHURCH OF INCARNATION CATHOLIC CONGREGATION, INC.”
2. **Statement of Corporate Nature:** **Article II** of said Articles of Incorporation is amended by deleting the provisions of said Article as the same now exists and substituting in lieu thereof the following:
 - a. **Statement of Corporate Nature (Non-Profit):**
“The Corporation is incorporated under the laws of the State of Florida, Chapter 617, Florida Statutes, entitled the ‘Florida Not For Profit Corporation Act.’”
3. **General and Specific Purposes:** **Article III** of said Articles of Incorporation is amended by deleting the provisions of said Article as the same now exists and substituting in lieu thereof the following:
 - a. **Purposes:**
“The Corporation is incorporated under the laws of the State of Florida, Chapter 617, Florida Statutes, entitled the ‘Florida Not For Profit Corporation Act,’ for the following purposes:
 - (i) The public worship of Almighty God according to the practices of the Roman Catholic Church and the norms of the Personal Ordinariate of the Chair of Saint Peter (“Ordinariate”); and
 - (ii) For any other charitable purpose consistent with the Roman Catholic Church.”
 - b. **Members:**
 - (i) “The Corporation shall have no members.”
 - c. **Denominational Affiliation:**
 - (i) “The Corporation binds itself to follow the requirements of the Code of Canon Law and other applicable particular law of the Roman Catholic Church. The Corporation may engage in all such activities and do all such things as may be consistent with the purposes set forth in Article

III hereof and reasonably necessary or appropriate to the attainment of its purposes or the management of its affairs, subject to the restrictions set forth in these Articles.

4. **Management of Corporate Affairs and Officers.** Articles VIII and IX of said Articles of Incorporation are amended by deleting the provisions of said Articles as the same now exists and substituting in lieu thereof the following singular Article VIII:

a. **Board of Directors:**

“The affairs and business of this Corporation shall be managed by a Board of Directors, which may exercise all powers of the Corporation and do all such lawful acts as are permitted by statute, these Articles, and the Bylaws, so as to achieve the purposes set forth in Article III. The authorized number of directors shall be five (5). The five (5) directors shall be the Roman Catholic Ordinary (“Ordinary”) of the Ordinariate, the Vicar General of the Ordinariate, the Pastor of the Parish (or the priest administrator provided with the powers and faculties of a pastor if there is no Pastor) as appointed by the Ordinary, and two adult laypeople who are members of the Parish and who are approved by the Ordinary.”

b. **Prohibition on Alienation:**

“The Board of Directors shall have the control and general management of the affairs and business of the Corporation except that any gift, sale, transfer, mortgage or lease of real property of the Corporation shall require the advance written approval of the Ordinary.

5. **Dedication of Assets.** Article X of said Articles of Incorporation is amended by deleting the provisions of said Article as the same now exists and substituting in lieu thereof the following:

a. **Dissolution:**

“Upon the dissolution or winding up of the Corporation, the Corporation’s assets remaining after payment, or provision for payment, of all debts and liabilities of this Corporation shall be distributed in accordance with the Code of Canon Law to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and is tax exempt pursuant to Section 501(c)(3) of the Code.”

b. **Internal Revenue Requirements:**

(i) The Corporation shall be operated exclusively as a nonprofit corporation for charitable, educational, or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the “Code”).

(ii) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, 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 Article III hereof. 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 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

6. **Amendment of Articles.** Article XI of said Articles of Incorporation is amended by deleting the provisions of said Article as the same now exists and substituting in lieu thereof the following:

a. **Amendment of Articles and Bylaws:**

“(i) At the first meeting of the Board of Directors following the adoption of these Articles, the Board shall amend and restate Bylaws for the management of the Corporation.

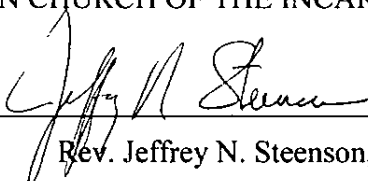
(ii) No amendment of these Articles shall be valid unless approved by the Board of Directors and with the prior written approval of the Ordinary.”

7. **Approval of These Amendments by Affirmative Vote.**

a. The foregoing Amendments were adopted by affirmative vote of the then existing and appropriately authorized members of the corporation (no “members” going forward), said amendments having been proposed by the Board of Trustees and/or Vestry of the Anglican Church of the Incarnation at its meeting held on or about the 21st day of August 2012.

IN WITNESS WHEREOF, Anglican Church of the Incarnation, Inc., has caused these Articles of Amendment to be executed and attested to by its duly authorized officers and this _____ day of September 2014.

ANGLICAN CHURCH OF THE INCARNATION, INC.

By: 
Rev. Jeffrey N. Steenson, President

Attest: 
Rev. William Holiday, Secretary