

749749

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
FIRST BAPTIST CHURCH HOLDING CO.**

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ARTICLES OF AMENDMENT
TO THE
ARTICLES OF AMENDMENT AND RESTATEMENT
TO THE ARTICLES OF INCORPORATION
OF
FIRST BAPTIST CHURCH HOLDING CO.

- A. The name of the corporation is First Baptist Church Holding Co. (the "Corporation").
- B. The Corporation was organized under the Laws of the State of Florida on November 9, 1979 and assigned document number 749749.
- C. The Articles of Amendment and Restatement to the Articles of Incorporation of the Corporation were adopted on June 8, 1993 and filed with the Florida Secretary of State on June 18, 1993.
- D. Article I and IV of the Articles of Amendment and Restatement to the Articles of Incorporation of the Corporation are amended in its entirety to read as follows:

"ARTICLE I

NAME, PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The name of this corporation is First Baptist Church of Callahan, Inc., and its principal place of business is 45090 Green Avenue, Callahan, Florida 32011. The mailing address is PO Box 605, Callahan, FL 32011-0605."

"ARTICLE IV - TRUSTEES

The Board of Trustees shall consist of at least four (4) active members of the First Baptist Church of Callahan (the "Church"), elected by a majority of the active members of the Church, upon the recommendation of the Committee on Committees. The Board of Trustees shall consist of the sitting Chair of the Personnel Committee to serve for a term of one year; the sitting Chair of the Budget and Stewardship Committee to serve for a term of one year; and two remaining Trustees, each to serve a term of three years. The Trustee holding the office of Secretary/Treasurer shall be eligible for re-election. The Trustees shall be elected by the Church at a regular business meeting before the end of September of each year, or as soon thereafter as convenient, to serve for the terms set forth above or until their successors are elected and qualified. If any Trustee ceases to be an active member of the Church in good and regular standing, he shall cease to be a Trustee of this Corporation, and the vacancy shall be filled by the majority vote of the active members of the Church, upon the recommendation of the Committee on Committees, at any regular business meeting of the

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Congregation, or at a special meeting called for that purpose. The number of Trustees may be increased or decreased from time to time by the active members of the congregation.

The Trustees shall manage the legal affairs of the Church and shall execute all legal papers relating to the Church. In the event one or more of them is incapacitated or fails to execute such papers, the Committee on Committees, shall name others as they see fit to execute such papers. The power to buy, sell, mortgage, lease or transfer any real property shall be vested solely in the Church, and no real property of the Church shall be sold, mortgages, or leased, nor shall any be purchased, except by a two-thirds vote of the active members present and eligible to vote at the Church Business meeting where such action is considered. The Trustees of the Church also shall adopt all policies and procedures enacted by the Church."

- E. There are no other amendments to the Articles of Amendment and Restatement to the Articles of Incorporation, except as stated above.
- F. There are no Members of this Corporation.
- G. The Board of Trustees of this Corporation approved the foregoing amendment to the Articles of Amendment and Restatement to the Articles of Incorporation on the 16th day of October, 2016.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to the Articles of Amendment and Restatement to the Articles of Incorporation to be signed in its name by its authorized representative this 16th day of October, 2016.

FIRST BAPTIST CHURCH HOLDING CO.

By Henry L. Martinez, Sr.
Henry L. Martinez, Sr.
President

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