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S. TALLENT

OCT 23 2017

Restated Articles

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 30, 2017

ARNE JAMES GRINAKE
LAW OFFICE OF A. JAMES GRINAKE
1135 PASADENA AVE S., STE 310
SOUTH PASADENA, FL 33707

SUBJECT: COLUMBIANS INC., OF NICEVILLE-VALPARAISO, FLORIDA
Ref. Number: 757648

We have received your document and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

PLEASE NOTE THAT ARTICLE VII IS REPEATED AND ARTICLE IX IS ABSENT. PLEASE ADJUST ACCORDINGLY.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Susan Tallent
Regulatory Specialist II

Letter Number: 417A00017966

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17 OCT 20 AM 11:49
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: COLUMBIANS INC., OF NICEVILLE-VALPARAISO, FLORIDA

DOCUMENT NUMBER: 757648

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

Please return all correspondence concerning this matter to the following:

Arne James Grinaker

(Name of Contact Person)

Law Office of A. James Grinaker

(Firm/ Company)

1135 Pasadena Ave. S., Ste 310

(Address)

South Pasadena, FL 33707

(City/ State and Zip Code)

grinakerlaw@gmail.com

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

For further information concerning this matter, please call:

Arne James Grinaker

727

214-8972

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 type="checkbox"/> \$35 Filing Fee | <input checked="" 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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARNE JAMES GRINAKER
ATTORNEY AT LAW

1135 Pasadena Avenue South, Suite 310,
South Pasadena, FL 33707

(727) 214-8972

grinakerlaw@gmail.com

October 17, 2017

Florida Department of State
Division of Corporations
ATTN: MS. ~~SUSAN TALLENT~~
P.O. BOX 6327
Tallahassee, FL 32314

**Re: Articles of Amendment, Columbians, Inc. of Niceville-Valparaiso, Florida,
Letter No: 417A00017966**

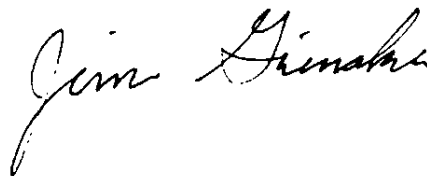
Dear Ms. Tallent:

Pursuant to the enclosed letter of Aug. 30, 2017, please find the corrected articles of amendment for Columbians, Inc. of Niceville-Valparaiso, Florida.

Should you have any other questions, do not hesitate to call me.

Thank you for your consideration.

Very truly yours,



Arne "Jim" Grinaker

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**RESTATEMENT OF AMENDED
ARTICLES OF INCORPORATION
OF
COLUMBIANS INC., OF NICEVILLE-VALPARAISO, FLORIDA
A FLORIDA CORPORATION NOT-FOR-PROFIT**

The Restatement of the Articles of Incorporation of Columbians, Inc., of Niceville-Valparaiso, Florida, a corporation not for profit are filed with the Secretary of State of the state of Florida, pursuant to the provisions of Chapter 617 of the Florida Statutes and Florida Statute 617.1007, for the purposes stated hereinafter, the Members and Board of Directors adopt the following Restatement of the Articles of Incorporation.

ARTICLE I. NAME

The name of this corporation is: COLUMBIANS INC., of NICEVILLE-VALPARAISO, FLORIDA.

ARTICLE II. PRINCIPAL OFFICE

The address of the principal office and the mailing address of the corporation is:
1200 Valparaiso Ave., Niceville, FL 32578

ARTICLE III. PURPOSE

That the general purposes for which this corporation is organized are religious, cultural and charitable purposes within the meaning of Section of 501(c)(3) Internal Revenue Code (as amended) including more specifically, the following:

- A. To promote the education and practice of the Roman Catholic faith.
- B. To support charity, alleviate poverty and promote the common good of the entire community, especially in the Niceville / Valparaiso region.
- C. To support the religious and charitable activities of the Knights of Columbus, in particular Knights of Columbus Council 7667.
- D. Such other purposes as may be determined from time to time to be in the furtherance of the general purposes stated hereinabove.

ARTICLE IV. ELECTION OF DIRECTORS & OFFICERS

The affairs of the Corporation shall be managed by a Board of Directors elected from the membership of the Corporation in the manner provided by the by-laws. The Council Grand

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IN AND FOR THE COUNTY OF FLORIDA

Knight, Deputy Grand Knight and trustees shall be ex-officio members of the Board of Directors. The Board of Directors may be increased or decreased as provided by the by-laws, but in no case shall the number of directors be less than five. The directors shall hold office for a term of three years, except as the by-laws may otherwise provide. Council Officers serving as directors ex-officio shall be directors during their term of Council office.

The Board of Directors shall elect from their own number a President, Vice-President, Secretary, and Treasurer. A Director may hold more than one office.

ARTICLE V. OFFICERS

The Officers until the next election are as follows:

President
Blythe, Robert M
4090 Howard Dr
Niceville, FL 32578

Vice President
French, Matthew A
314 Bayshore Dr
Niceville, FL 32578

Treasurer
Wagner, Kendall
121 Bermuda Cir East
Niceville, FL 32578

Secretary:
Jones, Timothy D
2019 Kildare Cir
Niceville, FL 32578

ARTICLE VI. REGISTERED AGENT

The registered agent shall be Matthew A. French, 314 Bayshore Dr., Niceville, FL 32578

ARTICLE VII. TERM & DISSOLUTION

This corporation shall have a perpetual existence. Upon the dissolution of the Corporation, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to a tax-exempt organization under the provisions of Section 501(c)(3) of the Internal Revenue Code of the United States of America or acts amendatory thereof or supplementary

thereto, with preference given to an organization which promotes the mission of the Knights of Columbus or the Roman Catholic faith. Upon dissolution of the Corporation, none of the assets shall be distributed to any member, director or officer of the Corporation.

ARTICLE VIII. MEMBERSHIP

The membership of this corporation shall be composed of members in good standing of Holy Name of Jesus Council No. 7667 of the Knights of Columbus, and no other. In other words, the members of said Council of the Knights of Columbus shall ipso facto be members of this Corporation and enjoy all of the benefits, privileges and advantages accruing therefrom, as long as they continue in good standing therein, but, upon failure to remain and continue in good standing as stated above, they shall forfeit their membership in this corporation and all of the privileges incident thereto.

ARTICLE IX. QUORUM

A majority of the board shall constitute a quorum for the purpose of transacting business. Vacancies shall be filled by special election in the manner provided for in the by-laws.

ARTICLE X. BY-LAWS

The members may adopt by-laws for the governing of the corporation and for the direction of its officers and employees and they may alter, amend or abrogate the same.

ARTICLE XI. AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by the Board of Directors or submitted to the Board of Directors by the members. Adoption of any amendment to these Articles of Incorporation shall require a two-thirds vote of the members present and voting at a meeting held by the corporation subsequent to written notice to the membership providing for such amendment.

ARTICLE XII. POWERS

The corporation shall have the powers set forth in Section 617.0302, Florida Statutes.

ARTICLE XIII. REMOVAL OF OFFICERS

The Council Officers shall control and supervise the actions of the Board of Directors and may remove any and all directors if the Officers find their actions to be detrimental to the purposes of the Corporation or the Council.

ARTICLE XIV. INDEMNIFICATION OF DIRECTORS AND OFFICERS

Every person who is or has been a director or officer of this corporation shall be indemnified and held harmless by the corporation from and against all costs and expenses which may be imposed upon or reasonably incurred by him in connection with or arising out of any claim, action, suit or proceeding in which he may be involved by reason of his being or having been a director or officer of this corporation whether or not he continues to be a director or officer at the time such costs and expenses are imposed or incurred. As used herein, the term "costs and expenses" shall include, but shall not be limited to, attorney fees and amounts of judgments against and amounts paid to the corporation itself; provided, however, that no such director or officer shall be so Indemnified: (1) with respect to any matter as to which such director or offices shall, in any such action, suit or proceeding be finally adjudged to be liable for actual misconduct in the performance of his duties as a director or officer and that the entire cost of such settlement will not substantially exceed the estimated cost of defending such clarification, suit or proceeding to a final conclusion. The foregoing rights of indemnification shall not be exclusive of other rights to which any such director or officer may be entitled as a matter of law.

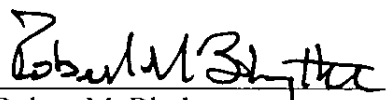
ARTICLE XV. PROHIBITED CONDUCT

The corporation is prohibited from doing any of the following:

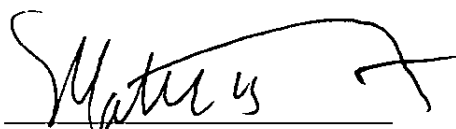
- A. Carrying on propaganda, or otherwise attempting to influence legislation, participate in or intervention in (including publishing or the distribution of statements) any political campaign on behalf of any candidate for public office.
- B. Permitting any part of its net earnings to inure to the benefit of any individual or corporation, including its members and/or directors.
- C. Paying compensation to any member, officer or director of the corporation or substantial contributor to it, except as is reasonable payment for services actually rendered to or property deliver to or for the corporation.
- D. Engaging in any act of self-dealing as defined in Section 4741(d) of the Internal Revenue Code, or corresponding provisions of any subsequent Federal Tax Law.
- E. There shall be no capital stock in the corporation and no director or officer shall have any right or title to any asset of the Corporation.

F. Any actions which would disqualify the Project from maintaining it's tax exempt status

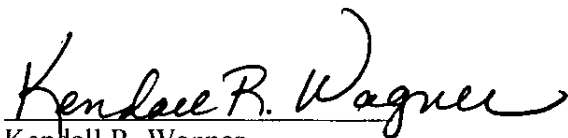
The undersigned, constituting the Directors of this corporation, certify pursuant to Florida Statutes 617.1007 and the Articles of Incorporation of the Corporation, that this Restatement of the Articles of Incorporation of Columbians, Inc., of Niceville-Valparaiso, Florida, was voted on and approved by the members of the corporation, as well as the Board of Directors, and for the purpose of amending the Articles of Incorporation have executed these restated Articles of Incorporation this 2nd day of August 2017.



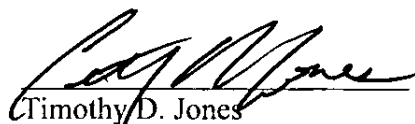
Robert M. Blythe
President



Matthew A. French
Vice President



Kendall R. Wagner
Treasurer



Timothy D. Jones
Secretary

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the state of Florida.

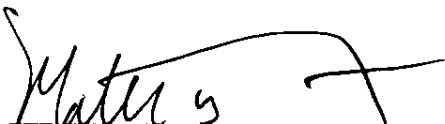
1. The name of the corporation is:

COLUMBIANS INC., OF NICEVILLE-VALPARAISO, FLORIDA

2. The name and address of the registered agent and office is:

Matthew A. French
314 Bayshore Dr.
Niceville, FL 32578

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



Matthew A. French

Date: 2 Aug 2017