

759492

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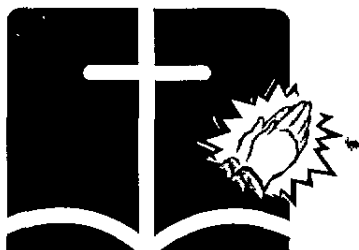
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2006 MAY -9 AM 9:10

Restated art./NC

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Grace Baptist Church

7100 NW 39 Avenue
Gainesville, Florida 32606

Grace, The Family Place

Pastor Jim Riley 352-374-4748

April 25, 2006

Florida Department of State
Amendment Section
Division of Corporations
P O Box 6327
Tallahassee FL32314

RE: Document to be filed

Dear Sir:

Please find enclosed the following documents.

- 1) Articles of Amendment To Articles of Incorporation of GBC OF GAINESVILLE, INC. Document #759492.
- 2) Two copies of the Restated Articles of Incorporation of Grace Baptist Church, Inc. dated April 23, 2006.
- 3) A check in the amount of \$43.75 to cover the filing fee of \$35.00 and \$8.75 for a certified copy for our records.

If you have any questions regarding this matter, please call between 10:00am and 2:00pm Monday through Friday.

Thanking you in advance for your cooperation in this matter, I am

Sincerely,

Bill Townsend, President

BT/jr

**Restated Articles of Incorporation
of
Grace Baptist Church of
Gainesville, Inc.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2006 MAY -9 AM 9:10

April 23, 2006

PREAMBLE

This church was incorporated as GBC OF GAINESVILLE, INC. on August 6, 1981. This revision provides for a name change and other changes to better provide for the current and future method of operation.

ARTICLE I - NAME

The name of the corporation is GRACE BAPTIST CHURCH OF GAINESVILLE, INC.

ARTICLE II- ADDRESS

The principal place of business is 7100 NW 39th Avenue, Gainesville, FL 32606.

ARTICLE III – PURPOSE

This corporation is a church organized exclusively for Christian religious purposes. The specific purpose of the church is to **Enlighten** people to know God the Father, Jesus the Son, and the Holy Spirit through evangelism, **Embrace** them through membership in this body of believers, **Educate** them to think and act like Jesus through discipleship, **Encourage** and equip them to use their spiritual gifts in ministry to the body and those outside the church, **Exalt** God for who He is and give Him glory and honor through worship for what He does in our lives and the lives of others. Grace Baptist Church is affiliated with the Santa Fe River Baptist Association, the Florida Baptist Convention, and the Southern Baptist Convention.

ARTICLE IV – BOARD OF DIRECTORS

Section 1. Directors.

A board of directors of at least five members, including the president, secretary, and treasurer who shall also be the chairman of deacons, church clerk, and church treasurer respectively, shall govern this church according to the will of the members. The members shall elect the other directors-at-large at the annual meeting. The president shall select a resident agent from among the members, and he shall not necessarily be a director. Vacancies on the board shall be filled by majority vote of the members present at the next business meeting.

Section 2. Duties.

The directors shall manage the business affairs of Grace Baptist Church, within the constraints of the annual budget. Matters not budgeted must be approved by the members before action is taken. Legal instruments of the church shall be signed by the chairman of the deacons acting as the president of the corporation, and attested by the church clerk acting as the secretary of the corporation. The president may delegate this authority for routine day-to-day activities such as signing checks. The directors shall keep current all filings and fees required by the Secretary of State. During business action that requires voting, no corporate officer shall be eligible to cast a vote when the outcome of said vote fundamentally relates to that particular corporate office or officer directly or indirectly.

ARTICLE V – INCORPORATORS

Section 1. Original Incorporators

The names and residences of the original subscribers are preserved here for historical purposes.

Name

Address

W.H. Townsend, Sr.

517 S.W. 2nd Avenue
Gainesville, FL 32601

G.E. Robinson, Sr.

1720 N.W. 12th Street
Gainesville, FL 32601

Richard G. Smith

2204 N.W. 29th Avenue
Gainesville, FL 32601

ARTICLE VI – MEMBERS

Any person may offer himself or herself as a candidate for membership in this church by public profession of faith in the Lord Jesus Christ as personal Savior followed by immersion baptism, by promise of letter from another church that receives members and practices immersion baptism in like fashion, as we believe the Bible teaches, or by statement of prior conversion and immersion baptism and the record of membership is not available. Any person requesting membership during the invitation at any service or meeting of the members of this church shall constitute a nomination to be considered at that time. The members may verbally affirm any person after the pastor, any associate pastor, or deacon has formally presented him or her for membership. Should there be any objection to the membership of any candidate, the objection shall be made privately to the pastor or a deacon and the objection shall be referred to the pastor and deacons for evaluation and resolution. Membership in this church shall be terminated by a request for membership in another church, or upon a member's own request, or exclusion by majority vote of the members present at a business meeting.

ARTICLE VII – AMENDMENTS

These restated articles may be amended by a two-thirds majority vote of the members present and voting at any business meeting. Notice and explanation of the amendment must be given one month in advance, which can be at the previous business meeting. Amendment will take effect at the adjournment of the meeting at which it is adopted unless a later date is stipulated. More than one amendment may be considered at a time.

ARTICLE VIII – MISCELLANEOUS

Section 1. Perpetuity.

This corporation shall have perpetual existence and shall be effective on the filing of these articles with the state of Florida.

Section 2. Distributions

This corporation may make distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future tax code.

Section 3. Inurement

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, 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 any candidate for public office.

Section 4. Dissolution.

Upon the dissolution of the corporation, the board of directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation to the Florida Baptist Convention. Any of such assets not so disposed shall be disposed by a court of competent jurisdiction of Alachua County, Florida exclusively for religious purposes or to such other organizations as said court shall determine are organized and operated for such purposes.

**Articles of Amendment
To
Articles of Incorporation of GBC OF GAINESVILLE, INC.
DOCUMENT # 759492**

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendments to its Articles of Incorporation.

NEW CORPORATE NAME

GRACE BAPTIST CHURCH OF GAINESVILLE, INC.

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE)

Original:

Restated:

Title: Articles of Incorporation	Title: Restated Articles of Incorporation
	Added PREAMBLE
	Added ARTICLE II-ADDRESS
Article II	ARTICLE III – PURPOSE
Article III	ARTICLE VI – MEMBERS
Article IV	ARTICLE VIII, Section 1. Perpetuity
Article V-SUBSCRIBERS	No Change-Article V- ORIGINAL INCORPORATORS
Article VI, Paragraph 1.	Article IV
Article VI, Paragraph 2.	Deleted
Article VII	Deleted
Article VIII	Deleted
Article IX	ARTICLE VII – AMENDMENTS
Article X	Deleted
Article XI	Deleted
Article XII-A	ARTICLE VIII, Section 3. Inurement
Article XII-B	ARTICLE VIII, Section 4. Dissolution
Article XIII	Deleted- Shown on Annual Report
	Added ARTICLE VIII, Section 2, Distributions

Two copies of the restated Articles of Incorporation are attached, including the above amendments.

The date of adoption of the amendments was: April 23, 2006

Effective date: Upon filing with the State of Florida

Adoption of Amendments:

The amendments were adopted by the members and the number of votes cast for the amendments were sufficient for approval.

Signature



Typed Name BILL TOWNSEND

Title

President