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Division of Corporations



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#### Florida Department of State

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#### AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

#### DAYSPRING BAPTIST CHURCH, INC.

These Amended and Restated Articles of Incorporation amend and restate the Amended Articles of Incorporation of Dayspring Baptist Church, Inc., a corporation not for profit, which Amended Articles of Incorporation were filed with the Department of State on June 17, 1982.

#### ARTICLE I NAME

The name of the Corporation is Dayspring Baptist Church, Inc.

# ARTICLE II PRINCIPAL OFFICE

The address of the principal office and the mailing address of the Corporation in the State of Florida is 5654 Dunn Avenue, Jacksonville, Florida 32218.

### ARTICLE III CORPORATE PURPOSES, POWERS AND RIGHTS

- 1. The purpose of the Corporation shall be to sustain and to promote religious worship, to provide for the preaching of the Gospel, to spread Christianity, to operate and maintain a Church of the order or denomination called "Missionary Baptist," and to engage in any other lawful act in furtherance of these purposes.
- 2. The Corporation shall also have all of the general and specific powers and rights granted to and conferred upon a corporation by the Florida Not For Profit Corporation Act.

### ARTICLE IV TERM OF EXISTENCE

The Corporation shall exist perpetually unless dissolved pursuant to applicable law.

### ARTICLE V REGISTERED OFFICE AND AGENT

The street address of the registered office of the Corporation is 5654 Dunn Avenue, Jacksonville, Florida 32218. The name of the registered agent at such address is Terri L. Williams.

#### ARTICLE VI INCORPORATOR

The name and mailing address of the incorporator of the Corporation is as follows:

Terri L. Williams

Dayspring Baptist Church, Inc.

5654 Dunn Avenue

Jacksonville, Florida 32218

## ARTICLE VII BOARD OF DIRECTORS/IRUSTEE MINISTRY

- 1. For purposes of Section 617.0801 Florida Statutes, the Trustee Ministry shall be the Board of Directors of the Corporation, and all references to the Board of Directors under the Florida Not For Profit Corporation Act shall be deemed to be the Trustee Ministry for purposes of these Amended and Restated Articles.
- 2. The Trustee Ministry shall manage and be responsible for all the business affairs of the Corporation.
- 3. The number of members of the Trustee Ministry may be increased or decreased from time to time as provided in the Bylaws; provided, however, that there shall never be less than three. Each member of the Trustee Ministry shall be elected in the manner and shall serve for such term as provided in the Bylaws.

### ARTICLE VIII BYLAWS

The power to adopt, amend or repeal bylaws for the Corporation shall be vested in the Trustee Ministry or the members, but the Trustee Ministry shall not amend or repeal any bylaw adopted by the members if the members specifically provide that such bylaw is not subject to amendment or repeal by the Trustee Ministry.

### ARTICLE IX AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Amended and Restated Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon members herein are granted subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Amended and Restated Articles of Incorporation on the 9<sup>th</sup> day of August, 2011, but effective on November 25, 2008.

Terri L. Williams, Incorporator

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#### Member Approval

Pursuant to the Amended Articles of Incorporation dated June 5, 1982 and Florida Statutes 617.1006(c), for amendments to be effective, the approval of two-thirds of the membership of this Corporation is required at the Corporation's annual meeting or at a special meeting duly called for that purpose. A special meeting of the membership was duly called for the purpose of adopting these Amended and Restated Articles of Incorporation and such meeting was held on November 25, 2008, and the number of votes cast for such approval was sufficient for approval of these Amended and Restated Articles of Incorporation.

Judy Bullock, Secretary

# CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTEREDAGENT FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA

In compliance with Sections 48.091, 617.0202, and 617.0501 Florida Statutes, the following is submitted.

Dayspring Baptist Church, Inc., desiring to amend and restate its Amended Articles of Incorporation previously filed with the Department of State of the State of Florida, hereby designates Terri L. Williams as its registered agent to accept service of process within the State of Florida, and the address of its registered office shall be 5654 Dunn Avenue, Jacksonville, Florida 32218.

Dated: August 9, 2011

Terri L. Williams, as Incorporator

Having been named to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby agree to accept the appointment as registered agent and agree to act in that capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: August 9, 2011

Terri I. Williams as Registered Agent