

763809

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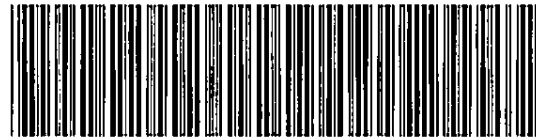
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Mandarin Baptist Church, Inc.

DOCUMENT NUMBER: 763809

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

Please return all correspondence concerning this matter to the following:

W. Gary Yeldell, Esq.

(Name of Contact Person)

Wise Counsel Legal Services

(Firm/ Company)

PO Box 189

(Address)

Keystone Heights, FL 32656

(City/ State and Zip Code)

wgy@wlegal.com

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

For further information concerning this matter, please call:

Gary Yeldell

904

635-1330

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 checked="" type="checkbox"/> \$35 Filing Fee | <input 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

AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
MANDARIN BAPTIST CHURCH, INC.
A FLORIDA NONPROFIT CORPORATION – CHARTER #763809

The undersigned hereby file these amended and restated Articles of Incorporation to maintain this not for profit corporation under Chapter 617, *Florida Statutes*, and certify as follows:

ARTICLE ONE -
NAME

The name of this corporation shall continue to be MANDARIN BAPTIST CHURCH, INC.

ARTICLE TWO -
STATEMENT OF CORPORATE NATURE

This is a not for profit corporation organized solely for religious and general charitable purposes pursuant to Chapter 617, *Florida Statutes*.

ARTICLE 3 -
GENERAL AND SPECIFIC PURPOSES

The specific and primary purpose for which this corporation is formed are to operate for the advancement of religion or other charitable purposes by the distribution of its funds for such purposes to engage, by all lawful means, in any and all lawful purposes of a corporation not for profit pursuant to the laws of the United States and the laws of the state of Florida.

The general purposes for which this corporation is formed are to operate exclusively for such religious purposes as will qualify it as an exempt organization under section 501(c)(3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent federal tax laws, including, for such purposes the making of distributions to organizations would qualify as tax-exempt organizations under that Code.

This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE 4 -
TERM

This corporation shall have a perpetual existence.

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**ARTICLE 5 -
MEMBERSHIP**

The corporation shall have a membership as set forth in the Bylaws; from which Directors/Trustees will be nominated and elected. Any person agreeing to be bound by the bylaws and other governing documents of this corporation (as well as such rules and regulations as the membership may, from time to time, adopt) is eligible for consideration as a member in the corporation. The Bylaws shall set forth the form and manner by which application may be made for membership.

**ARTICLE 6 -
SUBSCRIBERS**

The names and addresses of the subscribers of this corporation when it was initially formed in 1982 remain as follows:

Donald Baldwin	12987 Mandarin Road Jacksonville, Florida 32223
Robert King	10873 Scott Mill Road Jacksonville, Florida 32217
Evelyn King	10873 Scott Mill Road Jacksonville, Florida 32217
Alberta Smith	3915 Burnett Park Road Jacksonville, Florida 32217

**ARTICLE SEVEN -
LOCATION OF PRINCIPAL OFFICE
AND IDENTIFICATION OF REGISTERED AGENT**

The principal office of this corporation is to be located in Duval County Florida. The Principal address and mailing address for this corporation shall be the same, and located at:

**11244 San Jose Blvd
Jacksonville, Florida
32223**

The name and address of this corporation's registered agent is as follows:

**Linda I. Beaty
3255 Ricky Road
Jacksonville, Florida 32223**

**ARTICLE EIGHT -
MANAGEMENT OF CORPORATE AFFAIRS**

The powers of this corporation shall be vested in and maintained by the membership of this corporation. Such powers shall be exercised by and through it Directors/Trustees and subject to the oversight and control of the membership. The number of trustees of the corporation shall be

not less than three; provided, however, that such number may be increased from time to time by the Bylaws duly adopted by the members.

The manner by which Directors/Trustees are nominated and elected (as well as the scope of, and limitations place upon, their authority) shall be as set forth in the corporation's Bylaws.

ARTICLE NINE - BYLAWS

Subject to the limitations contained in the bylaws and any limitations set forth in the Florida law, the Bylaws of this corporation may be made, altered, rescinded, augmented (or new bylaws may be adopted) by following the procedure set forth therefor in the Bylaws currently in force and effect.

ARTICLE TEN - DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to religious and charitable purposes. No part of the net income or assets of this corporation shall ever inure to the benefit of any Director/Trustee, officer or member thereof, or to the benefit of any private individual.

ARTICLE ELEVEN - DISTRIBUTION OF ASSETS

Upon the dissolution of this corporation, any and all assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall only be distributed to a nonprofit fund, foundation, or corporation which is affiliated with either the Jacksonville Baptist Association, the Florida Baptist Convention and/or the Southern Baptist Convention (such entity also being organized and operated exclusively for religious purposes and which has established its tax-exempt status under section 501(c)(3) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax law). The specific identity of such entities (or entities) shall be determined by vote of the membership at the time of such dissolution.

ARTICLE TWELVE - ADOPTION & CONSOLIDATION

These Amended and Restated Articles of Incorporation contain amendments to the original Articles of Incorporation, and therefore, required the approval of the membership. The corporation held a validly-called business meeting on or about September 13, 2020, and the votes cast at such meeting were sufficient to approve the adoption and filing of these Amended and Restate Articles.

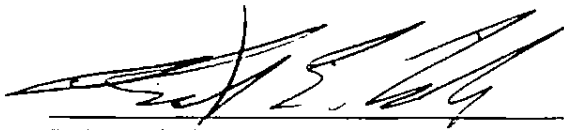
These Amended and Restated Articles of Incorporation supersede the original articles of incorporation and all amendments to them.

**ARTICLE THIRTEEN -
AMENDMENT OF ARTICLES**

Amendments to these Amended and Restated Articles of Incorporation may be proposed by resolution adopted by the Directors/Trustees and presented to a quorum of members for their vote. The process by which proposed amendments shall be brought to the membership shall be the same as the process for amending the corporation's Bylaws, but shall require no less than a 70% majority of members of the corporation present and voting on the issue.

IN WITNESS WHEREOF, we, the undersigned Directors/Trustees of Mandarin Baptist Church, Inc., upon the authority vested in us by Chapter 617, *Florida Statutes*, as well as the approval/direction of the corporation's membership, have executed and directed the filing of these Amended and Restated Articles of Incorporation on this 15 day of September, 2020.

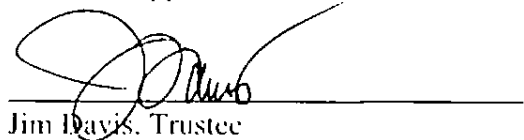
We submit this document and affirm that the facts stated herein are true. We are each aware that false information submitted in a document to the Department of State constitutes a third-degree felony as provided for in Section 817.155, *Florida Statutes*.



Robert Pinder, Trustee



David Lampp, Trustee



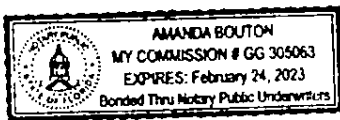
Jim Davis, Trustee

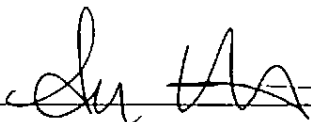
STATE OF FLORIDA
COUNTY OF Deval

I hereby certify that on this day personally appeared before me, the Trustee, Robert Pinder, who after being by me first duly sworn, stated on his oath that he signed the foregoing Articles of Incorporation freely and voluntarily for the uses and purposes therein expressed.

Witness my hand and official seal this 15 day of September 2020.

(SEAL)





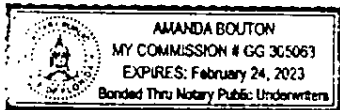
Notary Public, State of Florida

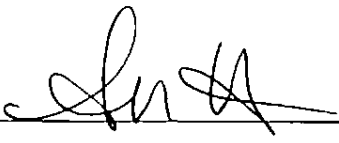
STATE OF FLORIDA
COUNTY OF Duval

I hereby certify that on this day personally appeared before me, the Trustee, David Lampp, who after being by me first duly sworn, stated on his oath that he signed the foregoing Articles of Incorporation freely and voluntarily for the uses and purposes therein expressed.

Witness my hand and official seal this 15th day of September, 2020.

(SEAL)





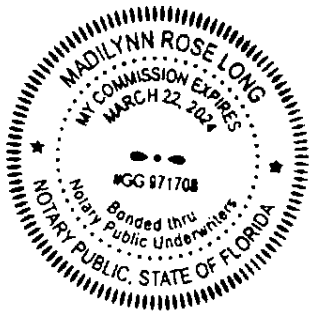
Notary Public, State of Florida

STATE OF FLORIDA
COUNTY OF Clay

I hereby certify that on this day personally appeared before me, the Trustee, Jim Davis, who after being by me first duly sworn, stated on his oath that he signed the foregoing Articles of Incorporation freely and voluntarily for the uses and purposes therein expressed.

Witness my hand and official seal this 15 day of September 2020.

(SEAL)



Madilyn Rose Long

Notary Public, State of Florida