

To: 8506176380

From: Darnette Merit

8/31/2022 9:20:46 AM

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Division of Corporations

NO0000004373

Florida Department of State  
Division of Corporations  
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
CATHEDRAL ARTS PROJECT, INC.**

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Articles of Amendment  
to  
Articles of Incorporation  
of

CATHEDRAL ARTS PROJECT, INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

N00000004373

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

\_\_\_\_\_ The new  
name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc."  
"Company" or "Co." may not be used in the name

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

(Florida street address)

New Registered Office Address:

(City)

Florida

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

\_\_\_\_\_  
Signature of New Registered Agent, if changing

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If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change. Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

Type of Action (Check One)	Title	Name	Address
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1) <input type="checkbox"/> Change <input type="checkbox"/> Add  <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
2) <input type="checkbox"/> Change <input type="checkbox"/> Add  <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
3) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
4) <input type="checkbox"/> Change <input type="checkbox"/> Add  <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
5) <input type="checkbox"/> Change <input type="checkbox"/> Add  <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
6) <input type="checkbox"/> Change <input type="checkbox"/> Add  <input type="checkbox"/> Remove	_____	_____	_____ _____ _____

E. If amending or adding additional Articles, enter change(s) here:  
(attach additional sheets, if necessary). (Be specific)

See Amendments to Articles of Incorporation as attached.

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

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- ☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated August 30, 2022

Signature 

(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Very Rev. Katherine Moorehead

(Typed or printed name of person signing)

Vice Chairman

(Title of person signing)

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ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
CATHEDRAL ARTS PROJECT, INC.

Pursuant to the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, as amended, and Article XII of the Amended and Re-Styled Articles of Incorporation of Cathedral Arts Project, Inc. (the "Corporation"), the Articles of Incorporation of the Corporation are amended as follows:

1. Article V is amended to read:

ARTICLE V

DISSOLUTION -- LIQUIDATION.

Upon the dissolution of the Corporation or the winding up of its affairs or other liquidation of its assets, the Corporation's property shall be distributed to The Rector, Wardens and Vestry of St. Johns Parish, at Jacksonville, Florida, or such other 501(c)(3) organization as the Members shall determine; and in no event shall any such distribution be made to any individual or to any entity created or operated for profit.

2. Article VI is amended to read:

ARTICLE VI

Qualification of Members; Meetings of Members.

The membership of the Corporation shall consist of the individuals who serve as the Rector and members of the Vestry of The Rector, Wardens and Vestry of St. John's Parish at Jacksonville, Florida, or their successors in office. Meetings of the Members of the Corporation may be called by the Chairman, Vice Chairman or 1/3 of the Members of the Corporation, and also by such other means as may be specified in the Bylaws, in each case upon five (5) days' written notice to the Members of the time and place of such meeting.

3. Article VIII of the Articles is amended by adding the following sentence at the end of the Article:

The Members may directly nominate and elect directors should they so determine. The corporation shall be subject to the provisions of Section 617.0808(1), Florida Statutes.

4. Article XI is amended to read:

ARTICLE XI

Bylaws of the Corporation may be adopted and amended by a majority vote of the members of the Corporation at any annual meeting, or at any special meeting called for that purpose.

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