

N000000006453

(Requestor's Name)

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(City/State/Zip/Phone #)

☐ PICK-UP

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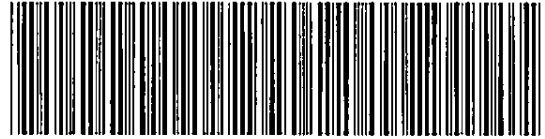
(Business Entity Name)

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Amended & Restated
Articles

FILED
2024 APR 15 AM 10:54
CLERK OF COURT
JANUARY 15, 2024
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. RAMSEY
APR 16, 2024

FLORIDA CAPITAL COURIER SERVICES, INC
2330 CLARE DRIVE
TALLAHASSEE, FL 32309
(850) 524-5437
(850) 524-6243

PLEASE USE FUNDS FROM THIS ACCOUNT: I20210000160: \$35.00

AUTHORIZATION SIGNATURE: 

SuperChannel Centre, Inc.

N00000006453

BUSINESS (Name)

Document #

☐ Walk in

☐ Pick up time ☐

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certified Copy of Articles of Organization

☐ Certificate of Status

NEW FILINGS

☐ Profit

☐ Not for Profit

☐ Limited Liability

☐ Domestication

☐ Other

☐ LLLP

☐ **CORP**

AMMENDMENTS

☒ Amendment

☐ Resignation of R.A. Officer/Director

☐ Change of Registered Agent

☐ Dissolution/Withdrawal

☐ Merger

☐ Conversion

OTHER FILINGS

☐ Annual Report

☐ Fictitious Name

☐ APOSTIL () _____
Country

REGISTRATION/QUALIFICATIONS

☐ Foreign Filing

☐ Limited Partnership

☐ Reinstatement

☐ Trademark

☐ Other

EXAMINER'S INITIALS: _____

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: SuperChannel Centre, Inc.

DOCUMENT NUMBER: N00000006453

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

Please return all correspondence concerning this matter to the following:

Charles W. Cramer
(Name of Contact Person)

Cramer Price & de Armas, PA
(Firm/ Company)

1420 Edgewater Drive, Ste 200
(Address)

Orlando, FL 32804
(City/ State and Zip Code)

cramer@cramerprice.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Charles W. Cramer 407 519-9711
(Name of Contact Person) at (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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

FILED

2024 APR 15 AM 10:54

CLERK OF STATE
TALLAHASSEE, FLORIDA

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

SUPERCANNEL CENTRE, INC.

Pursuant to Sections 617.1006 and 617.1007, Florida Statutes, the Articles of Incorporation of the above named Corporation are amended and restated in their entirety and the Corporation adopts the following Amended and Restated Articles of Incorporation for such Corporation:

ARTICLE I: NAME AND DOCUMENT NUMBER

- A. Name. The name of this Corporation shall be **SuperChannel Centre, Inc.**
- B. Document Number. The document number for this Corporation is N00000006453.

ARTICLE II: PRINCIPAL OFFICE

The principal office of this Corporation shall be located at 123 E. Central Parkway, Altamonte Springs, Florida 32701.

ARTICLE III: PURPOSE

The Corporation is organized exclusively for religious, charitable, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States internal revenue law), including the making of distributions to or for the use of organizations exempt at the time under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States internal revenue law). Specifically, the purposes of the Corporation include the following:

1. to operate exclusively for the benefit of and as an integrated auxiliary of Superchannel Worship Ministries, Inc. ("SWMI"), a Florida not-for-profit corporation that is

exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States internal revenue law);

2. to own property, including real property and tangible and intangible personal property, to be operated, invested and otherwise used for the benefit of SWMI;

3. to make distributions to SWMI for its religious, charitable and educational purposes, determined from time to time by the directors of the Corporation, in their sole and exclusive discretion; and

4. to engage in any and all activities to accomplish the foregoing purposes except as restricted herein.

ARTICLE IV – EXISTENCE

The existence of this Corporation shall be perpetual.

ARTICLE V: RESTRICTIONS

A. **No Private Inurement.** No part of the earnings or assets of the Corporation shall inure to the benefit of, or be distributable to, its Directors, officers, 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. The Corporation shall not have capital stock or shareholders.

B. **No Substantial Lobbying.** No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation.

C. **No Political Campaigning.** The Corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of or in opposition to any candidate for public office.

D. **Irrevocable Dedication.** The income and assets of the Corporation shall be irrevocably dedicated to its exclusive purposes.

E. Contingent Restrictions. In the event that the Corporation is determined by the Internal Revenue Service to be a private foundation within the meaning of Section 509 of the Code, and only during the period during which such determination applies, notwithstanding any other provision of these Articles of Incorporation, this Article V shall apply and the Corporation shall: (1) not engage in any act of "self-dealing" (as defined in Section 4941(d) of the Code) that would subject the Corporation to tax under Section 4941 of the Code; (2) distribute its income for each taxable year for the purposes specified in Article III herein at such time, in such manner, and in such amounts as are necessary to avoid subjecting the Corporation to tax under Section 4942 of the Code; (3) not retain any "excess business holdings" (as defined in Section 4943(c) of the Code) that would subject the Corporation to tax under Section 4943 of the Code; (4) not make any investments that would jeopardize the carrying out of any of the exempt purposes of the Corporation (within the meaning of Section 4944 of the Code) that would subject the Corporation to tax under Section 4944 of the Code; and (5) not make any "taxable expenditures" (as defined in Section 4945(d) of the Code) that would subject the Corporation to tax under Section 4945 of the Code

ARTICLE VI: DIRECTORS

A. Number. The Directors of the Corporation shall consist of not fewer than three (3) Directors and not more than a maximum number determined by the Corporation's Bylaws as amended from time to time.

B. Powers. The Directors shall govern the Corporation, and shall have all the rights and powers granted to it as outlined in the Corporation's Bylaws.

C. Term. The term of each Director shall be as established in the Corporation's Bylaws.

D. Election. The method of electing the Directors shall be contained in the Corporation's Bylaws.

ARTICLE VII: DISSOLUTION

Upon the dissolution of the Corporation, the Corporation's assets remaining after payment of all costs and expenses of such dissolution shall be distributed exclusively to SuperChannel Worship Ministries, Inc. if it is then an exempt organization under Section 501(c)(3) of the Internal Revenue Code. If it is not then so exempt, the remaining assets shall be distributed exclusively for the Corporation's religious, charitable and educational purposes, or to organizations which are then exempt from federal tax under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States internal revenue law) and to which contributions are then deductible under Section 170(c)(2) of such Code.

ARTICLE VIII – MEMBERS

The Corporation will have no Members.

ARTICLE IX – POWERS

A. General. The Corporation shall have all the rights and powers customary and proper for tax-exempt non-profit Corporations, including the powers specifically enumerated in Section 617.0302, Florida Statutes, as amended.

B. Restrictions. Notwithstanding any other provisions of the Articles of Incorporation, the Corporation shall not carry on any activities not permitted to be carried on by a Corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or by a Corporation to which contributions are deductible under Sections 170(b)(1)(A) or (B) and 170(c)(2) of the Internal Revenue Code (or the corresponding provision of any future United States internal revenue law) or that would preclude it from satisfying the requirements of Section 509(a)(3) of the Code.

C. Charitable Trusteeship, etc. The Corporation shall be empowered to hold or administer property for the purposes stated in Article III of the Articles of Incorporation,

including the power to act as trustee.

ARTICLE X - AMENDMENTS

A. Bylaws. The Corporation's Bylaws may be amended in accordance with the procedures set forth in the Corporation's Bylaws.

B. Articles of Incorporation. These Articles of Incorporation may be amended in accordance with the procedures set forth in the Corporation's Bylaws.

ARTICLE XI: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial street address of the registered office of this Corporation in the State of Florida shall be 1420 Edgewater Drive, Suite 200, Orlando, Florida, 32804. The name of the initial registered agent of this Corporation at that address is Charles W. Cramer.

Pursuant to the Corporation's current Articles of Incorporation, Bylaws and Sections 617.1002, 617.1006 and 617.1007 Florida Statutes, this Amended and Restated Articles of Incorporation was proposed to the Directors of the Corporation, as there are no members of the Corporation, and the number of votes cast for this Amended and Restated Articles of Incorporation by the Directors were sufficient for approval on 4/11, 2024.

SuperChannel Centre, Inc.

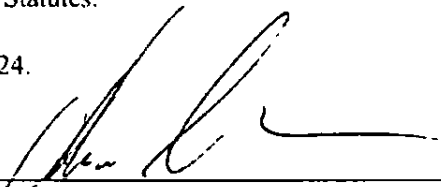
By: 

Claud W. Bowers, President

ACCEPTANCE AS REGISTERED AGENT

Having been named as registered agent for the above mentioned Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, §617.0503 of the Florida Statutes.

Done this 11 day of April, 2024.



Charles W. Cramer, Registered Agent