

Division of Corporations

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January 31, 2013

FLORIDA DEPARTMENT OF STATE
Division of Corporations

MERCY KEEPERS, INC.
825-20TH SOUTH
SAINT PETERSBURG, FL 33712

SUBJECT: MERCY KEEPERS, INC.
REF: N02000002336

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
MERCY KEEPERS, INC.
(A Non-profit Corporation)**

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

Doc #: N02000002336

These Amended and Restated Articles of Incorporation of MERCY KEEPERS, INC., a Florida not for profit corporation (the "Corporation"), are amending and restating the Corporation's original Articles of Incorporation filed with the Secretary of State for the State of Florida on March 25, 2002, and amended by Articles of Amendment to Articles of Incorporation of Mercy Keepers, Inc. on January 27, 2011. These Amended and Restated Articles of Incorporation were duly executed by Willie Washington, its Vice President, and are being filed in accordance with Section 617.1007 of the Florida Not For Profit Corporation Act.

**ARTICLE 1
NAME**

The name of this Corporation shall be: Mercy Keepers, Inc.

**ARTICLE 2
PRINCIPLE OFFICE**

The principal place of business and mailing address of this Corporation shall be:

Twentieth Street Church of Christ
c/o Anthony Sullivan
825 -- 20th Street, South
St. Petersburg, FL 33712

**ARTICLE 3
PURPOSE**

The Corporation is organized and shall be operated exclusively for religious, educational, and charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code, including, but not limited to, supporting and promoting the welfare of the people of the St. Petersburg, Florida community by providing services to the poor and hungry and providing assisted living programs for elderly and infirm adults.

The Corporation shall have all powers now or hereafter granted by law, and in addition thereto shall have all powers lawfully necessary or required to carry out its purposes and objects. All of the assets or earnings shall be used exclusively for the

purposes hereinabove set out, including payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of any individual, and no part of its activities shall be for the carrying on of propaganda or otherwise attempting to influence legislation.

ARTICLE 4 DIRECTORS

The number of directors may be increased or decreased from time to time and their election and appointment shall be as specified in the bylaws of the Corporation, provided that the Corporation shall always have at least three (3) directors.

ARTICLE 5 REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

Mr. Edward Sauls
825 - 20th Street, South
St. Petersburg, Florida 33712

ARTICLE 6 BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors of the Corporation.

ARTICLE 7 BOOKS AND RECORDS

The Corporation shall keep correct and complete books and records of account, keep minutes of all proceedings. The Corporation shall keep at the principal office a record of names and addresses of officers and board members. All records and books may be inspected for any purpose by an agent or attorney, for any purpose at any reasonable time.

ARTICLE 8 AMENDMENTS

These articles of incorporation may be amended in the manner provided by law.

ARTICLE 9 DISSOLUTION

Upon a dissolution of the Corporation, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, as amended, or corresponding sections of any prior or future law, or to the federal, state, or local government for exclusive public purpose.

ARTICLE 10 LIMITATIONS

1. No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publishing or distributing of statements in connection with) any political campaign on behalf of or in opposition to any candidate for public office.

2. The property, assets, profits, and net income of the Corporation are dedicated irrevocably to the purposes set forth herein. No part of the Corporation's profits or net earnings shall inure to the benefit of its directors, officers, members, or to the benefit of any private individual.

CERTIFICATE

Pursuant to Section 617.1007 of the Florida Statutes, the undersigned certifies that these Amended and Restated Articles of Incorporation of Mercy Keepers, Inc. (1) contain amendments that do not require member approval, (2) were approved by the directors on December 31, 2012, and (3) the number of votes cast by the directors for such amendments was sufficient for approval.

Dated this 31 day of December, 2012.

Mercy Keepers, Inc.

By:

Name: Willie Washington

Title: Vice President / Director