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Division of Corporations

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
PAUL E. HOSTETLER FOUNDATION, INC.**

(A Corporation Not for Profit)

The Articles of Incorporation of Paul E. Hostetler Foundation, Inc., a Florida not-for-profit corporation, are hereby by amended and restated as follows:

**I.
NAME OF CORPORATION**

The name of this corporation shall be:

Paul E. Hostetler Foundation, Inc.

The principal address of the corporation shall be:

105 Triple Diamond Blvd. Suite 101
N. Venice, Florida 34276

The mailing address of the corporation shall be:

P.O. Box 1967
Nokomis, FL 34274

**II.
PURPOSES**

The purposes for which the corporation is organized are exclusively religious, charitable, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

The general nature, objects and purposes of the corporation shall be to operate without profit and to accept and receive property of whatever kind, and wherever situate, received by it by gift, grant, purchase, devise, bequest, or in any lawful manner and to administer and distribute such property exclusively for health, welfare, educational, cultural and other charitable purposes, including:

A. To distribute property in accordance with the terms of gifts, bequests, or devises made to the corporation which are not inconsistent with its purposes;

B. To modify any restriction or condition on the administration and distribution of funds for any specified purpose consistent herewith if in the sole judgment of the board

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of directors, such restriction or condition becomes, in effect, unnecessary, incapable of fulfillment, or inconsistent with the designated purposes of the corporation.

Except as otherwise agreed to in writing by the unanimous decision of the board of directors, seventy-five percent (75%) of annual distributions of the corporation's property, as required by Section 4942 of the Internal Revenue Code of 1986 (the "Code"), or the corresponding provision of any future United States Internal Revenue Law, and seventy-five percent (75%) of any additional distributions approved by the board of directors shall be made to Christian organizations described in Section 501(c)(3) of the Code or Christian organizations, contributions to which are deductible under Section 170(c)(1) or (2) of the Code. The distributions to such Christian organizations are to be used to provide for basic human needs (such as food, shelter, sanitation, health, and basic education), whether domestic or abroad. The balance of the annual distributions and additional distributions approved by the board of directors may be made in the discretion of the board of directors, giving priority to charitable organizations that provide for human needs.

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, trustees, 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 herein. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, 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 Code.

Any scholarships provided by the corporation shall be granted in a manner that complies with Section 4945 of the Code. In particular, scholarship recipients shall be determined on an objective and non-discriminatory basis, based upon a procedure approved in advance by the Internal Revenue Service, and the Board of Directors shall demonstrate to the satisfaction of the Internal Revenue Service that the scholarship will be used for study at an educational institution described in section 170(b)(1)(A)(ii) of the Code. As necessary, the Board of Directors shall exert reasonable effort and establish adequate procedures to assure that the scholarship is spent solely for the purposes for which made and, as necessary, shall obtain full and complete reports from the recipient on how funds are spent and shall provide such information to the Internal Revenue Service as may be necessary.

The corporation shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income and imposed by Section 4942 of the Code. Further, the corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code, nor retain any excess business holdings as defined in Section 4943(c) of the Code, nor make any investments in such manner as to incur tax liability under Section 4944 of the Code, nor make any taxable expenditures as defined in Section 4945(d) of the Code.

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III. BOARD OF DIRECTORS

The affairs of the corporation shall be managed by a board of directors consisting of not less than three (3) persons, as determined pursuant to provisions of the Bylaws. The method of election of directors shall be as stated in the Bylaws.

IV. OFFICERS AND DIRECTORS

The names and addresses of the officers and directors of the corporation are as follows:

Paul E. Hostetler 105 Triple Diamond Blvd. Suite 101 N. Venice, Florida 34275	- Chairman, President and Director
Colleen E. Wiley 105 Triple Diamond Blvd. Suite 101 N. Venice, Florida 34275	- Treasurer and Director
Jerry Banks 105 Triple Diamond Blvd. Suite 102 N. Venice, Florida 34275	- Vice President, Secretary and Director
Jonas Yoder 5514 Bahia Vista St. Sarasota, Florida 34232	- Director
E. John Wagner, II 200 S. Orange Ave. Sarasota, Florida 34236	- Director
Adin Miller Bethel Mennonite Church 8461 Fruitville Road Sarasota, Florida 34240	- Director

V. CORPORATE EXISTENCE

The existence of this corporation shall be perpetual, unless dissolved according to law.

VI. BYLAWS

The first board of directors of the corporation shall adopt Bylaws consistent with these Articles of Incorporation. Thereafter, the Bylaws may be altered, amended or rescinded by the directors in the manner provided by such Bylaws.

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**VII.
REGISTERED OFFICE**

The street address of the initial registered office of the corporation is 200 S. Orange Avenue Sarasota, Florida 34236, and the name of the initial registered agent of this corporation at that address is E. John Wagner, III.

**IX.
DISTRIBUTION UPON DISSOLUTION**

Upon the dissolution of the corporation, the board of directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes for which this corporation was organized to such organization or organizations organized and operated exclusively for charitable purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code (or the corresponding provision of any future United States Internal Revenue Law) or an organization or organizations, contributions to which are deductible under Section 170(c)(1) or (2) of the Code. Except as otherwise agreed to in writing by the unanimous decision of the board of directors, seventy-five percent (75%) of any distribution in liquidation of the corporation shall be made to Christian organizations described in Section 501(c)(3) of the Code or Christian organizations, contributions to which are deductible under Section 170(c)(1) or (2) of the Code. The distributions to such Christian organizations are to be used to provide for basic human needs (such as food, shelter, sanitation, health, and basic education), whether domestic or abroad. The balance of any final liquidating distribution may be made in the discretion of the board of directors, giving priority to charitable organizations that provide for human needs.


**X.
AMENDMENT**

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner now or hereafter prescribed by law.

1. The amendment was approved and adopted at a duly convened meeting of the board of directors of the corporation on May 20 2006. The number of votes cast for the amendment by the directors was sufficient for approval.

2. There are no members entitled to vote.

IN WITNESS WHEREOF, the president of the corporation has executed these Amended and Restated Articles of Incorporation.


Paul E. Hostetler
As Its President

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