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T. LEWIS



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Keystone Heights, FL  
32656

(904) 635-1330  
(904) 677-7841  
wgy@WClegal.com

January 26, 2012

VIA U.S. MAIL

Thelma Lewis  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Re: Re-submission of Restated Articles with Requested Certification**

Ms. Lewis:

Enclosed you will find the original and one copy of the Restated and Amended Articles of Incorporation for Tatum Ridge Baptist Church. Also enclosed you will find a Certification of Board Action without need for member vote (which you requested and we discussed on the phone recently). As the check which was submitted with the initial filing was not returned to us, I trust the Department can/will use that along with this resubmission and certification.

If you have any further questions --or there is anything else needed to fulfill the requirements necessary for the Department of State to accept and file the Restated Articles—please do not hesitate to contact the undersigned at (904) 697-1630.

Sincerely,

Gary Yeldell

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32656

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(904) 677-7841  
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January 9, 2012

Via US Mail

Amendment Section  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

Re: Amended Articles of Incorporation for Tatum Ridge Baptist Church

Dear Sir/Madam:

Please find the enclosed Restated and Amended Articles of Incorporation of Tatum Ridge Baptist Church, Inc., along with a check for \$52.50. As indicated on the form, please file the Articles, and provide to us a certificate of status as well as a certified copy of the Articles (an additional copy of the Articles is enclosed for this purpose).

If you have any questions, please do not hesitate to contact me.

Sincerely,

A handwritten signature in black ink, appearing to read "Gary Yeldell", is written over a horizontal line. The signature is fluid and cursive.

Gary Yeldell

**Certification of Board Action**

State of Florida                     )  
   :  
County of Sarasota                )

I, Ralph L. Shannon, hereby certify the following:

1. I am an Officer/Director of the corporation known as Tatum Ridge Baptist Church, Inc. (TRBC"). Specifically, I hold the title of President.
2. On or about December 27, 2011, I and the other Directors, Officers and/or Incorporators of TRBC voted on, and approved, amendments to the then-existing Articles of Incorporation of TRBC.
3. The specific amendments which were approved on December 27<sup>th</sup> are set forth in the "Restated and Amended Articles of Incorporation" filed with the Florida Department of State in early January.
4. Pursuant to the request of the Department of State, I hereby certify that the amendments contained in the Restated Articles of Incorporation were "adopted by the board of directors and [do] not contain any amendments requiring member approval."

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

Ralph L. Shannon  
Ralph L. Shannon  
President  
01/19/2012

FILED

12 JAN 31 AM 9:30

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**RESTATED AND AMENDED  
ARTICLES OF INCORPORATION OF  
TATUM RIDGE BAPTIST CHURCH, INC.  
A FLORIDA NON-PROFIT CORPORATION**

**ARTICLE ONE  
NAME**

The name of this corporation shall remain TATUM RIDGE BAPTIST CHURCH, INC.

**ARTICLE TWO  
NON PROFIT STATUS**

This is a non-profit Corporation organized solely for the general purposes pursuant to the Florida Corporations Not for Profit law set forth in Chapter 617 of the Florida Statutes.

**ARTICLE THREE  
PURPOSE**

- (a) The specific and primary purpose of which this corporation is formed is to operate for the advancement of Christianity as interpreted by the Southern Baptist denomination, charity and education and for other charitable purposes, by the distribution of its funds for such purposes and particularly for the Evangelistic Outreach Ministry.
- (b) The general purposes for which this Corporation is formed are to operate exclusively such religious, charitable and educational purposes as will qualify it as an exempt organization under 501 (c) (3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent federal tax laws, including, for such purpose, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.
- (c) This corporation is organized, in part, for the purpose of holding the title to such property or properties as the said TATUM RIDGE BAPTIST CHURCH, Sarasota, Florida shall, from time to time, purchase or acquire. The corporation shall have power, to make such contracts and to do such things as shall be authorized and directed by the members of said TATUM RIDGE BAPTIST CHURCH, Sarasota, Florida. This corporation shall have no power to mortgage, sell, encumber, deed or otherwise dispose of any property without the written consent and direction of the said TATUM RIDGE BAPTIST CHURCH, Sarasota, Florida, evidenced by resolution of said TATUM RIDGE BAPTIST CHURCH, Sarasota, Florida duly passed.

## **ARTICLE FOUR DURATION**

This Corporation shall have a perpetual existence.

## **ARTICLE FIVE DIRECTORS**

There shall be five (5) members of the initial Board of Directors of the corporation. This corporation, however, reserves the right and power to increase and decrease the number of Directors as provided in the By-laws of TATUM RIDGE BAPTIST CHURCH, Sarasota, Florida and/or by appropriate action of its members, but the number of Directors shall never be less than three (3).

The names and residence addresses of the persons who are to serve as Directors of this corporation until the first election thereof are as follows:

	<u>NAME</u>	<u>ADDRESS</u>
1.	Rosella A. Turner	3743 Collins Street Sarasota, Florida 34232
2.	Ralph L. Shannon	632 Whitfield Avenue Sarasota, Florida 34243
3.	Julia A. Wilson	295 Sinclair Drive Sarasota, Florida 34240
4.	D. M. Williams	4621 Gulf of Mexico Longboat Key, Florida 34228
5.	Beverly G. Shannon	632 Whitfield Avenue Sarasota, Florida 34243

## **ARTICLE SIX ADDRESS**

The street address, town, city, county in the State of Florida where the principal office for the transaction of business of this Corporation is to be located is at 7811 Kennedy Lane, Sarasota, Florida 34240 and its mailing address is the same.

## **ARTICLE SEVEN REGISTERED AGENT**

The name and address of this Corporation's Registered Agent is:

Julia A. Wilson  
7811 Kennedy Lane  
Sarasota, Florida 34240

## **ARTICLE EIGHT MEMBERS**

The membership of this corporation shall consist of such members of the TATUM RIDGE BAPTIST CHURCH, Sarasota, Florida, that are in good and regular standing in said Church, as such status is defined in the By-laws of TATUM RIDGE BAPTIST CHURCH. If any member ceases to be a member of said TATUM RIDGE BAPTIST CHURCH, Sarasota, Florida, in good and regular standing, he/she shall cease to be a member of this corporation in accordance with its By-laws.

## **ARTICLE NINE INCORPORATORS**

The names and residence addresses of the incorporators and subscribers of these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Rosella A. Turner	3743 Collins Street Sarasota, Florida 34232
Ralph L. Shannon	632 Whitfield Avenue Sarasota, Florida 34243
Julia A. Wilson	295 Sinclair Drive Sarasota, Florida 34240
D.M. Williams	4621 Gulf of Mexico Longboat Key, Florida 34228
Beverly G. Shannon	632 Whitfield Avenue Sarasota, Florida 34243

## **ARTICLE TEN OFFICERS**

The officers of this corporation shall be President, Vice President (s), Treasurer and Secretary.

The officers of this corporation shall be elected by the said TATUM RIDGE BAPTIST CHURCH, Sarasota, Florida at any regular business meeting of said church, in accordance with its By-laws, or at any special meeting called for that purpose in accordance with its By-laws.

The initial officers of shall be:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Rosella A. Turner	Treasurer	3743 Collins Street Sarasota, Florida 34232
Ralph L. Shannon	President	632 Whitfield Avenue Sarasota, Florida 34243

Julia A. Wilson	Secretary	295 Sinclair Drive Sarasota, Florida 34240
D.M. Williams	Vice-President	4621 Gulf of Mexico Longboat Key, Florida 34228
Beverly G. Shannon	Vice-President	632 Whitfield Avenue Sarasota, Florida 34243

#### **ARTICLE ELEVEN BY-LAWS**

Subject to the limitations contained in the By-laws, and any limitations set forth in the Corporation Not For Profit law of Florida, concerning corporate action that must be authorized or approved by the members of the Corporation, the By-laws of this Corporation may be made, altered, rescinded, added to, or new By-laws may be adopted by following the procedure set forth in the then-existing By-laws.

#### **ARTICLE TWELVE LIMITATIONS**

- (a) The powers of this corporation shall be limited to specific consent and direction of the said TATUM RIDGE BAPTIST CHURCH, Sarasota, Florida, evidenced by resolution of said TATUM RIDGE BAPTIST CHURCH, Sarasota, Florida duly passed.
- (b) The property of this Corporation is irrevocably dedicated to religious, charitable and educational purposes and no part of the net income or assets of this Corporation shall ever inure to the benefit of any Director, Officer or member thereof, or to the benefit of any private individual.

#### **ARTICLE THIRTEEN DISSOLUTION**

Upon dissolution or winding up of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to a nonprofit fund, or Corporation which is organized exclusively for religious purposes and which has established its tax exempt status under 501(c) (3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent tax laws.



**ARTICLE FOURTEEN  
AMENDMENTS**

Amendments to the Articles of Incorporation may be adopted by the same process spelled out in the then-existing By-laws of the said TATUM RIDGE BAPTIST CHURCH, Sarasota, Florida, whereby the By-laws of the said TATUM RIDGE BAPTIST CHURCH, Sarasota, Florida may be amended.

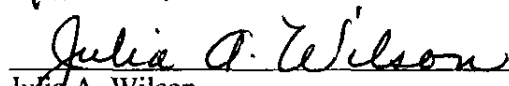
**ARTICLE FIFTEEN  
EFFECTIVE DATE**

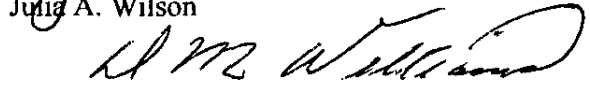
These Articles of Incorporation shall take effect January 15, 2012

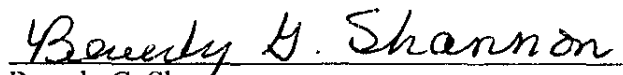
We, the undersigned, being the Incorporators of this Corporation and including all the persons herein named as the subscribers of this Corporation, for the purpose of forming this Non-Profit Corporation under the laws of Florida have executed these Articles of Incorporation on the 27<sup>th</sup> day of December, 20 11.

  
\_\_\_\_\_  
Rosella A. Turner

  
\_\_\_\_\_  
Ralph L. Shannon

  
\_\_\_\_\_  
Julia A. Wilson

  
\_\_\_\_\_  
D. M. Williams

  
\_\_\_\_\_  
Beverly G. Shannon

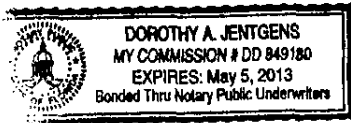
STATE OF FLORIDA

COUNTY OF SARASOTA

On this 27 th day of December, 20 11, before me personally came ROSELLA A.

TURNER, RALPH L. SHANNON, JULIA A. WILSON, BEVERLY G. SHANNON and D. M.

WILLIAMS known to me to be the individuals described in and who executed the foregoing instrument and acknowledged before me that they executed the same.

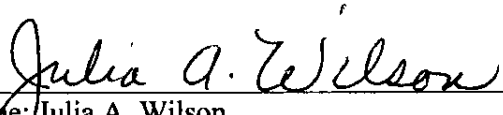


Dorothy A. Jentgens  
Notary Public

My Commission Expires: 5/5/13

**ACCEPTANCE AND ACKNOWLEDGMENT BY REGISTERED AGENT**

Julia A. Wilson, having been named Registered Agent in the Articles of Incorporation, hereby accepts said appointment and consents to act in this capacity and agrees to comply with the provisions of the Florida general Corporation Act.

  
Name: Julia A. Wilson