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09/06/24--01003--019 **02.51

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CLERK OF COURT
MILWAUKEE

COVER LETTER

Department of State
Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: AMENDED AND RESTATED ARTICLES OF INCORPORATION

CORPORATE NAME: BSCI Inc.

Enclosed are an original and one (1) copy of the restated articles of incorporation and a check for:

☐ \$35.00 ☐ \$43.75
Filing Fee Filing Fee
 & Certificate of Status

☐ \$43.75 ☒ \$52.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status

ADDITIONAL COPY REQUIRED

FROM John R. Brill
 Name (Printed or typed)

 P.O. Box 1000
 Address

 Inverness, FL 34451
 City, State & Zip

 352-476-8492
 Daytime Telephone number

 dennya1967@gmail.com

E-Mail address: (to be used for future annual report notifications)

NOTE: Please provide the original and one copy of the document



FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

INSTRUCTIONS FOR RESTATED ARTICLES OF INCORPORATION

The following are instructions, a cover letter and sample restated articles of incorporation pursuant to Chapter 617 Florida Statutes (F.S.).

NOTE: THIS IS A BASIC FORM MEETING MINIMAL REQUIREMENTS FOR FILING RESTATED ARTICLES OF INCORPORATION.

The Division of Corporations strongly recommends that corporate documents be reviewed by your legal counsel. The Division is a filing agency and as such does not render any legal, accounting, or tax advice.

If changing the entity name, a preliminary search for name availability can be made on the Internet through the Division's records at www.sunbiz.org. Preliminary name searches are no longer available from the Division of Corporations. You are responsible for any name infringement that may result from your corporate name selection.

Pursuant to Chapter 617 F.S., the restated articles of incorporation **must** set forth the following:

- 3: The name of the corporation.
- 4: The text of the restated articles of incorporation.
- 5: Whether the restatement contains an amendment requiring member approval, and if it does not, a statement the board of directors adopted the restatement.
4. Or a statement the amendment requires member approval and the date of adoption and the statements required by 617.1006

An Effective Date : An effective date **may** be added to the Restated Articles of Incorporation, otherwise the date of receipt will be the file date. (An effective date can not be more than ninety (90) days after the date of filing).

The fees for filing a restated articles of a profit corporation are:

Filing Fee	\$ 35.00
Certified Copy (optional)	\$ 8.75(plus \$1 per page for each page over 8, not to exceed a maximum of \$52.50).
Certificate of Status (optional)	\$ 8.75

Make checks payable to: Florida Department of State

Mailing Address:

Amendment Section
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
(850) 245-6050

Street Address:

Amendment Section
Department of State
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303
(850) 245-6050

AMENDED AND RESTATED ARTICLES OF INCORPORATION

In compliance with Chapter 617, F.S. (Not-For-Profit)

ARTICLE I NAME

The name of the corporation is: **BSCI Inc.**

ARTICLE II

[SEE CONTINUATION PAGES]

The text of the Restated Articles is as follows:

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2024 SEP -6 AM 11:54

See next page...!

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
for BSCI INC.**

Florida Doc #: N06000000118

These Amended and Restated Articles of Incorporation for BSCI Inc. (the 'Corporation'), a Florida corporation not-for-profit, shall take effect on September 2nd, 2024, and replace the previous restated articles of incorporation filed on September 6th, 2022 with its subsequent amendments. This document was approved by the Corporation Board of Directors on September 1st, 2024, and executed in accordance with Sections 617.1007 and 617.1002 of the Florida Not For Profit Corporation Act.

ARTICLE I Name

The name of this corporation is BSCI Inc., hereinafter referred to as the 'Corporation'. BSCI Inc. was originally incorporated as 'Church of God Bible Study Center, Inc.'

ARTICLE II Principal Address

The Corporation's principal business office shall be 7901 4th St. N, Suite 300, St. Petersburg, FL 33702. The mailing address of the Corporation shall be: 7901 4th St. N, STE 7182, St. Petersburg, FL 33702.

ARTICLE III Purposes and Powers

The Corporation was formed as and shall continue to be a corporation not-for-profit, organized and operated exclusively for religious, educational, and charitable purposes described in Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code"), or corresponding sections of any future federal tax code. Specific purposes include but are not limited to:

- (a) enable the church's religious assembly for worship, education, service and outreach
- (b) inspire people to learn and live by the vast truths of the Holy Scriptures
- (c) further the cause of preaching the truth of God's Word to all, including use of digital media, such as written and recorded studies, music, educational videos, websites, and social media.
- (d) do all things necessary, incidental to, or required to carry out the general nature and purpose for which this corporation is organized.

The Corporation shall have and exercise all powers now or hereafter granted by law to Florida corporations not-for-profit, and in addition thereto shall have all powers lawfully necessary or required to carry out its purposes and objects. The Corporation has automatic 501(c)(3) exempt status for churches and religious organizations without formal application for exemption as provided in Section 508(c)(1)(a) of the Code. All assets and earnings of the Corporation shall be used exclusively for purposes hereabove set forth, including payment of expenses incidental to duties or tasks of the Corporation, in accordance with Corporation bylaws.

ARTICLE IV Term of Existence

The Corporation was incorporated in the State of Florida with effective date December 30th, 2005, with filing date January 3rd, 2006. The Corporation shall have perpetual existence thereafter.

ARTICLE V Limitations Consistent with Provision of 26USC Section 508(c)(1)(a)

The Corporation and its directors, officers, and members shall not engage in activities inconsistent with the definition of automatic Sec. 501(c)(3) exempt status for churches described in Section 508(c)(1)(a) of the Internal Revenue Code. In particular, the Corporation shall have no stock or individual ownership, and no unrelated business income. There shall be no solicitation of funds or assistance from public sources. Contributions shall be entirely voluntary and also tax-deductible if documented according to IRC Section 170(a)(1). 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.

ARTICLE VI Incorporator

The name and address of the incorporator of BSCI Inc. is Denny Armstrong, Agent, 7901 4th St. N, STE 300, St. Petersburg, FL 33702

ARTICLE VII Registered Office and Agent

The street address of the registered office of the Corporation is 7901 4th St. N, STE 300, St. Petersburg, FL 33702 and the name of its registered agent at such address is Denny Armstrong.

ARTICLE VIII Directors and Manner of Election

Election, appointment and number of directors of the Corporation (the 'Board') shall be specified in the bylaws of the Corporation, which number may be increased or decreased from time to time in the bylaws, provided that the Corporation shall have at least three (3) directors. Directors shall be selected from among Elders of the church.

ARTICLE IX Officers

Officers shall be appointed by the Board, with duties and qualifications specified in bylaws of the Corporation.

ARTICLE X Members and Voting

The qualifications of members and their manner of admission shall be as specified in bylaws of the Corporation.

ARTICLE XI Bylaws

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

ARTICLE XII Amendment

These restated and amended articles of incorporation may be amended and/or restated by the board of directors of the Corporation in the manner provided by law.

ARTICLE XIII Dissolution

The Board may at any time expand or dissolve the Corporation in accordance with Florida statutes Chapter 617. Upon a dissolution of the Corporation, the board of directors, after providing for the payment of all obligations of the Corporation, shall distribute the remaining assets for such exempt purpose as the board of directors shall determine will best assure the continued, effective use of such assets for religious purposes by the Corporation prior to its dissolution, and continued effective use by a successor entity or entities that also is qualified under Section 508(c)(1)(a) of the Internal Revenue Code, consistent with meaning of Section 501(c)(3) of the Code, and in compliance with the requirements of applicable Florida law.

ARTICLE XIV Indemnification

Board Members, Officers and those appointed for Corporate tasks shall take office only on condition of mutual covenant not to sue. The Corporation shall indemnify any Pastor, Director, Officer, or Member who in fulfilling his directed duties properly within public law and bylaws of the Corporation, becomes party to a legal proceeding involving the Corporation.

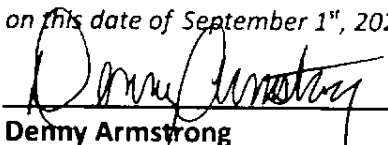
ARTICLE XV Initial Officers and Directors

Denny Armstrong, Director and President	Scott Myers, Director	Jon Davis, Director
David Armstrong, Director	Conrad Olsen, Director	Anita Hardy, Co-Treasurer
Tony Defazio, Director	Hubie Tinsman, Director	Jared Hardy, Co-Treasurer
Tim Ewry, Director	Firmin Troyer, Director	John Brill, Secretary

ARTICLE XVI Certification and Effective Date

Pursuant to Section 617.1007 of the Florida Statutes, the undersigned certifies that these Amended and Restated Articles of Incorporation of BSCI Inc. were approved and adopted by resolution of the Board of Directors of the Corporation on September 1st, 2024 for use effective September 2nd, 2024.

In Witness whereof, I have executed these Amended and Restated Articles of Incorporation on this date of September 1st, 2024



Denny Armstrong
Board Chairman and President, BSCI Inc.

ARTICLE III OFFICERS AND DIRECTORS (UNCHANGED)

This document contains no changes to previously amended officers, directors, and addresses

ARTICLE IV REGISTERED AGENT (UNCHANGED)

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: Denny Armstrong

Address: 7901 4th St. N. STE 300
St. Petersburg, FL 33702

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Required Signature/Registered Agent

Date

ARTICLE VI ARTICLE CONSOLIDATION

These amended and restated articles of incorporation supersede and replace the original articles of incorporation of January 3rd, 2006 (effective date December 30th, 2005), the restated articles of September 6th, 2022 and all amendments thereto. In addition to implementing the name change to BSCI Inc. throughout, Article III is amended to clarify 'corporation not-for-profit' status, and Article IV is corrected to recognize the State of Florida effective date of incorporation recorded as December 30th, 2005. This document contains no changes in officers or directors.

ARTICLE VII REQUIRED ADOPTION INFORMATION

Adoption of Amendment(s) (CHECK ONE)

☐ These restated articles of incorporation contain an amendment to the articles of incorporation which required member approval. The date of adoption of the amendments was _____ and the votes cast were sufficient for approval.

☒ These amended and restated articles of incorporation were adopted by the board of directors.

ARTICLE VIII EFFECTIVE DATE:

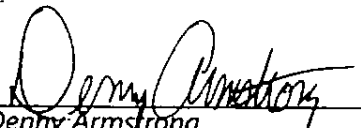
Effective date, if other than the date of filing: Sept 2nd, 2024 (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than 90 days after the filing.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Certification:

The above restated articles of incorporation implement the new corporate name and are signed by an officer of the corporation who is authorized to execute the certificate by resolution of the board of directors adopted on September 1st, 2024.


Denny Armstrong
Board Chairman and President, BSCI Inc

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Dated: September 1st, 2024

Signature: John R Brill

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

John R. Brill

(Typed or printed name of person signing)

Secretary, BSCI Inc.

(Title of person signing)

COVER LETTER

Department of State
Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: AMENDED AND RESTATED ARTICLES OF INCORPORATION

CORPORATE NAME: BSCI Inc.

Enclosed are an original and one (1) copy of the restated articles of incorporation and a check for:

<input type="checkbox"/> \$35.00 Filing Fee	<input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status	<input type="checkbox"/> \$43.75 Filing Fee & Certified Copy	<input checked="" type="checkbox"/> \$52.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED			

FROM John R. Brill
Name (Printed or typed)

P.O. Box 1000
Address

Inverness, FL 34451
City, State & Zip

352-476-8492
Daytime Telephone number

dennya1967@gmail.com

E-Mail address: (to be used for future annual report notifications)

NOTE: Please provide the original and one copy of the document



FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

INSTRUCTIONS FOR RESTATED ARTICLES OF INCORPORATION

The following are instructions, a cover letter and sample restated articles of incorporation pursuant to Chapter 617 Florida Statutes (F.S.).

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Pursuant to Chapter 617 F.S., the restated articles of incorporation **must** set forth the following:

- 3: The name of the corporation.
- 4: The text of the restated articles of incorporation.
- 5: Whether the restatement contains an amendment requiring member approval, and if it does not, a statement the board of directors adopted the restatement.
4. Or a statement the amendment requires member approval and the date of adoption and the statements required by 617.1006

An Effective Date : An effective date may be added to the Restated Articles of Incorporation, otherwise the date of receipt will be the file date. (An effective date can not be more than ninety (90) days after the date of filing).

The fees for filing a restated articles of a profit corporation are:

Filing Fee	\$ 35.00
Certified Copy (optional)	\$ 8.75(plus \$1 per page for each page over 8, not to exceed a maximum of \$52.50).
Certificate of Status (optional)	\$ 8.75

Make checks payable to: Florida Department of State

Mailing Address:

Amendment Section
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
(850) 245-6050

Street Address:

Amendment Section
Department of State
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303
(850) 245-6050

AMENDED AND RESTATED ARTICLES OF INCORPORATION

In compliance with Chapter 617, F.S. (Not-For-Profit)

ARTICLE I NAME

The name of the corporation is: **BSCI Inc.**

ARTICLE II

[SEE CONTINUATION PAGES]

The text of the Restated Articles is as follows:

2024 SEP -6 AM 11:54
FILED

See next page...!

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
for BSCI INC.**

Florida Doc #: N06000000118

These Amended and Restated Articles of Incorporation for BSCI Inc. (the 'Corporation'), a Florida corporation not-for-profit, shall take effect on September 2nd, 2024, and replace the previous restated articles of incorporation filed on September 6th, 2022 with its subsequent amendments. This document was approved by the Corporation Board of Directors on September 1st, 2024, and executed in accordance with Sections 617.1007 and 617.1002 of the Florida Not For Profit Corporation Act.

ARTICLE I Name

The name of this corporation is BSCI Inc., hereinafter referred to as the 'Corporation'. BSCI Inc. was originally incorporated as 'Church of God Bible Study Center, Inc.'

ARTICLE II Principal Address

The Corporation's principal business office shall be 7901 4th St. N, Suite 300, St. Petersburg, FL 33702. The mailing address of the Corporation shall be: 7901 4th St. N, STE 7182, St. Petersburg, FL 33702.

ARTICLE III Purposes and Powers

The Corporation was formed as and shall continue to be a corporation not-for-profit, organized and operated exclusively for religious, educational, and charitable purposes described in Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code"), or corresponding sections of any future federal tax code. Specific purposes include but are not limited to:

- (a) enable the church's religious assembly for worship, education, service and outreach
- (b) inspire people to learn and live by the vast truths of the Holy Scriptures
- (c) further the cause of preaching the truth of God's Word to all, including use of digital media, such as written and recorded studies, music, educational videos, websites, and social media.
- (d) do all things necessary, incidental to, or required to carry out the general nature and purpose for which this corporation is organized.

The Corporation shall have and exercise all powers now or hereafter granted by law to Florida corporations not-for-profit, and in addition thereto shall have all powers lawfully necessary or required to carry out its purposes and objects. The Corporation has automatic 501(c)(3) exempt status for churches and religious organizations without formal application for exemption as provided in Section 508(c)(1)(a) of the Code. All assets and earnings of the Corporation shall be used exclusively for purposes hereabove set forth, including payment of expenses incidental to duties or tasks of the Corporation, in accordance with Corporation bylaws.

ARTICLE IV Term of Existence

The Corporation was incorporated in the State of Florida with effective date December 30th, 2005, with filing date January 3rd, 2006. The Corporation shall have perpetual existence thereafter.

ARTICLE V Limitations Consistent with Provision of 26USC Section 508(c)(1)(a)

The Corporation and its directors, officers, and members shall not engage in activities inconsistent with the definition of automatic Sec. 501(c)(3) exempt status for churches described in Section 508(c)(1)(a) of the Internal Revenue Code. In particular, the Corporation shall have no stock or individual ownership, and no unrelated business income. There shall be no solicitation of funds or assistance from public sources. Contributions shall be entirely voluntary and also tax-deductible if documented according to IRC Section 170(a)(1). 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.

ARTICLE VI Incorporator

The name and address of the incorporator of BSCI Inc. is Denny Armstrong, Agent, 7901 4th St. N, STE 300, St. Petersburg, FL 33702

ARTICLE VII Registered Office and Agent

The street address of the registered office of the Corporation is 7901 4th St. N, STE 300, St. Petersburg, FL 33702 and the name of its registered agent at such address is Denny Armstrong.

ARTICLE VIII Directors and Manner of Election

Election, appointment and number of directors of the Corporation (the 'Board') shall be specified in the bylaws of the Corporation, which number may be increased or decreased from time to time in the bylaws, provided that the Corporation shall have at least three (3) directors. Directors shall be selected from among Elders of the church.

ARTICLE IX Officers

Officers shall be appointed by the Board, with duties and qualifications specified in bylaws of the Corporation.

ARTICLE X Members and Voting

The qualifications of members and their manner of admission shall be as specified in bylaws of the Corporation.

ARTICLE XI Bylaws

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

ARTICLE XII Amendment

These restated and amended articles of incorporation may be amended and/or restated by the board of directors of the Corporation in the manner provided by law.

ARTICLE XIII Dissolution

The Board may at any time expand or dissolve the Corporation in accordance with Florida statutes Chapter 617. Upon a dissolution of the Corporation, the board of directors, after providing for the payment of all obligations of the Corporation, shall distribute the remaining assets for such exempt purpose as the board of directors shall determine will best assure the continued, effective use of such assets for religious purposes by the Corporation prior to its dissolution, and continued effective use by a successor entity or entities that also is qualified under Section 508(c)(1)(a) of the Internal Revenue Code, consistent with meaning of Section 501(c)(3) of the Code, and in compliance with the requirements of applicable Florida law.

ARTICLE XIV Indemnification

Board Members, Officers and those appointed for Corporate tasks shall take office only on condition of mutual covenant not to sue. The Corporation shall indemnify any Pastor, Director, Officer, or Member who in fulfilling his directed duties properly within public law and bylaws of the Corporation, becomes party to a legal proceeding involving the Corporation.

ARTICLE XV Initial Officers and Directors

Denny Armstrong, Director and President
David Armstrong, Director
Tony Defazio, Director
Tim Ewry, Director

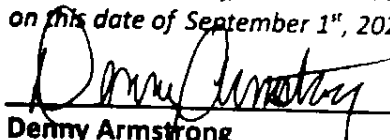
Scott Myers, Director
Conrad Olsen, Director
Hubie Tinsman, Director
Firmin Troyer, Director

Jon Davis, Director
Anita Hardy, Co-Treasurer
Jared Hardy, Co-Treasurer
John Brill, Secretary

ARTICLE XVI Certification and Effective Date

Pursuant to Section 617.1007 of the Florida Statutes, the undersigned certifies that these Amended and Restated Articles of Incorporation of BSCI Inc. were approved and adopted by resolution of the Board of Directors of the Corporation on September 1st, 2024 for use effective September 2nd, 2024.

In Witness whereof, I have executed these Amended and Restated Articles of Incorporation on this date of September 1st, 2024



Denny Armstrong
Board Chairman and President, BSCI Inc.

ARTICLE III OFFICERS AND DIRECTORS (UNCHANGED)

This document contains no changes to previously amended officers, directors, and addresses

ARTICLE IV REGISTERED AGENT (UNCHANGED)

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: Denny Armstrong

Address: 7901 4th St. N. STE 300
St. Petersburg, FL 33702

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Required Signature/Registered Agent

Date

ARTICLE VI ARTICLE CONSOLIDATION

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ARTICLE VII REQUIRED ADOPTION INFORMATION

Adoption of Amendment(s)

(CHECK ONE)

☐ These restated articles of incorporation contain an amendment to the articles of incorporation which required member approval. The date of adoption of the amendments was _____ and the votes cast were sufficient for approval.

☒ These amended and restated articles of incorporation were adopted by the board of directors.

ARTICLE VIII EFFECTIVE DATE:


Effective date, if other than the date of filing: Sept 2nd 2024 (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than 90 days after the filing.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Certification:

The above restated articles of incorporation implement the new corporate name and are signed by an officer of the corporation who is authorized to execute the certificate by resolution of the board of directors adopted on September 1st, 2024.


Denny Armstrong
Board Chairman and President, BSCI Inc

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Dated: September 1st, 2024

Signature: John R Brill

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

John R. Brill

(Typed or printed name of person signing)

Secretary, BSCI Inc.

(Title of person signing)