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2008 DEC 8 PM 1:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED



December 5, 2008

Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Amended Articles of Incorpor.
Doc. Number N07000007167

Dear Gentlemen:

Please find enclosed the following items:

1. Amended Articles of Incorporation for the above referenced corporation
2. Filing fee in the amount of \$35.00

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

Sincerely yours,

Richard A. Stoffels

Encl.

AMENDED ARTICLES OF INCORPORATION

OF

ST. JOHN PRESBYTERIAN CHURCH LEARNING CENTER, INC.

Document Number: N07000007167

FILED
2008 DEC -8 PM 1:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WHEREAS, ST. JOHNS PRESBYTERIAN CHURCH and JOHN CALVIN PRESBYTERIAN CHURCH are units of the PRESBYTERY OF TAMPA BAY, (hereinafter referred to as the "Presbytery"), a unit of the PRESBYTERIAN CHURCH (U.S.A.) (hereinafter referred to as "PCUSA"); and

WHEREAS, ST. JOHNS PRESBYTERIAN CHURCH and JOHN CALVIN PRESBYTERIAN CHURCH, PRESBYTERY, PCUSA, and any civil agencies related to them are exempt organizations under § 501(c)(3) of the Internal Revenue Code; and

WHEREAS, the Form of Government of PCUSA permits the separate incorporation of a corporation for the church to conduct mission operations, such as the operation of a school, as long as the corporation is a subsidiary corporation and is governed by the a member church of PCUSA; and

WHEREAS on July 20, 2007, ST. JOHN PRESBYTERIAN CHURCH LEARNING CENTER, INC. was formed as such a subsidiary corporation; and

WHEREAS ST. JOHN PRESBYTERIAN CHURCH LEARNING CENTER, INC. desires to make changes to its Articles of Incorporation.

NOW THEREFORE, pursuant to Chapter 617 of the Florida Statutes, the Articles of Incorporation of ST. JOHN PRESBYTERIAN CHURCH LEARNING CENTER, INC. are hereby amended as follows:

1. Articles I through V of the Articles of Incorporation are hereby deleted and replaced in their entirety by the following:

ARTICLE I - NAME

The name of this Corporation is **The Presbyterian Learning Centers of Tampa Bay, Inc.**

ARTICLE II - PURPOSES

The purposes for which the Corporation exists are as follows:

1. This organization is formed exclusively for charitable, educational, or literary purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding sections of any future federal tax code.

2. Notwithstanding any other provision of these Articles, this Corporation will not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law) or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law).

3. 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.

4. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its 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 in these Articles.

5. To exercise any and all rights and powers conferred upon non-profit corporations by laws of the State of Florida as they now exist or as they may be amended.

ARTICLE III - DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the Corporation, assets shall be distributed to St. John Presbyterian Church, Inc. or John Calvin Presbyterian Church of Tampa, Florida, Inc., or if they are not in existence, the Presbytery of Tampa Bay, Inc., or its successor in interest, each of which is a 501(c)(3) entity under the group exemption of the Presbyterian Church (U.S.A.) to be used for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE IV - TERM

The term of the Corporation shall be perpetual.

ARTICLE V - OFFICE AND AGENT

The registered office and principal office of the Corporation in the State of Florida will be located at 4110 N. MacDill Avenue, Tampa, FL 33607. The registered agent of the Corporation in the State of Florida at the registered office is Rev. Earl Smith.

ARTICLE VI - TRUSTEES

The management and disposition of the affairs and property of the Corporation shall be vested in Trustees, who shall be selected from time to time in such manner, with such terms, in such number and at such times as the By-Laws of this Corporation may provide. The number of such Trustees may be increased or decreased at any time by the By-Laws, but the number of Trustees shall never be less than ten (10). All the business of the Corporation shall be conducted by the Trustees under and subject to the direction of the laws of the State of Florida and of the United States of America. The following persons are at the present Trustees of the Corporation:

<u>Name</u>	<u>Address</u>
Liz Kennedy	5718 Gordon Ave. Tampa, FL 33611
Olga Fernandez	9649 Wilsky Blvd. #2 Tampa, FL 33615
Pat Holmes	3819 W. Horatio Tampa, FL 33609
Cindy Fenlon	2911 Bayshore Vista Drive Tampa, FL 33611
Michele Lambert	5922 Cherry Oak Drive Valrico, FL 33594
Rev. Earl Smith	4120 N. MacDill Ave. Tampa, FL 33607
Barbara Russo	4714 Christa Court, #309 Tampa FL 33614
Myrna Robinson	2715 Leila Ave. Tampa, FL 33611
Rev. Al Wells	One Bardados Ave. #3D Tampa, FL 33603
Bea Dreier	3017 W. Osborn Tampa, FL 33614
W. B. Wallof	3510 San Jose Tampa, FL 33629
Anne Pittman	2615 Parkland Blvd. Tampa, FL 33609
Mary Harper	207 Kelsey Lane, Suite K Tampa, FL 33619

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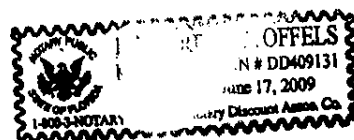
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Mary Harper	207 Kelsey Lane, Suite K Tampa, FL 33619

Doris Renick	3823 Valrico, FL 33594
Mina Morgan	1201 E. Clifton Street Tampa, FL 33604
Patricia Pead	418 S. Royal Poinciana Tampa, FL 33609
Gertrude Garrett	6611 N. 10th Street Tampa, FL 33604
Kim Brannan	5020 W. Longfellow Ave. Tampa, FL 33629
Donna Jenkins	6202 Alcot Ct. Tampa, FL 33625
Constance Trojanowski	800 S. Dakota Ave. #33B Tampa FL 33606
Gloria Aguayo	2012 E. Paterson Tampa, FL 33604
Judy Zimmerman	2018 Cricket Lane Valrico, FL 33594
Laura Sherman	100 Turner Street Clearwater, FL 33756
Christin Bolden	10264 Post Harvest Drive Tampa, FL 33578

ARTICLE VII - OFFICERS

The affairs of the Corporation are to be managed by the following officers: a President, a Vice President, a Secretary, and a Treasurer. The Board of Trustees may provide for and elect any other officers or committees which may seem expedient to the Board. All officers shall be annually elected by the Board of Trustees to serve for terms of one year. The President and Treasurer shall be members of the Board of Trustees. The names of the officers who are to serve until the first election thereof are as follows:


<u>Name</u>	<u>Office</u>
Liz Kennedy	Chairman
Olga Fernandez	Vice Chairman



The Presbyterian Learning Centers of Tampa Bay, Inc.

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-stated Corporation, at place designated in the Articles, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.


Rev. Earl Smith