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SECRETARY OF STATE
TALLAHASSEE, FL 32304

CC

Amended/Restated

MAY 25 2016
I ALBRITTON



Anthony M. Nardella, Jr.
anardella@nardellalaw.com
Direct Line: (407)966-2674

May 17, 2016

VIA FEDERAL EXPRESS

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

Re: **CAVENDER MINISTRIES, INC.**
Document Number: N09000000599

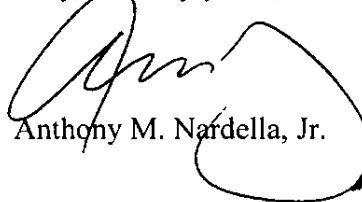
Dear Sir or Madame:

Enclosed please find an original and one copy of the Amended and Restated Articles of Incorporation for the above-referenced corporation. Also enclosed please find this firm's check no. 10308 made payable to the Florida Department of State in the amount of \$43.75 of which \$35.00 is for the filing fee and \$8.75 for a certified copy.

Please provide a certified copy of the Amended and Restated Articles of Incorporation to the undersigned at your earliest convenience.

If you should have any questions, please feel free to contact the undersigned.

Very sincerely yours,

A handwritten signature in black ink, appearing to read "Anthony M. Nardella, Jr.", enclosed within a large, hand-drawn oval.

AMN/bjw
Enclosure
cc: client

AMENDED AND RESTATED
ARTICLES OF INCORPORATION

OF

CAVENDER MINISTRIES, INC.

FILED
2016 MAY 24 PM 4:05
SECRETARY OF STATE
TALLAHASSEE, FL 32399

In compliance with the requirements of F.S. Chapter 617, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a not-for-profit corporation.

ARTICLE I

The name of the corporation ("corporation") is CAVENDER MINISTRIES, INC.

ARTICLE II

The existence of the corporation shall begin immediately upon its filing with the Florida Department of State.

ARTICLE III

The corporation is committed to proclaiming the gospel of Jesus Christ, to spread HIS salvation message, to encourage and assist Christian believers in attaining a deeper spiritual maturity through the power of the Holy Spirit, and to own, operate and maintain a ministry and church for that purpose as allowable under Florida and federal law. The corporation shall operate exclusively for such religious, charitable and educational purposes as qualify it as a nonprofit, tax-exempt organization under federal and state law.

ARTICLE IV

The street address of the principal office of the corporation is 18249 East Apshawa Road, Clermont, FL 34715.

ARTICLE V

The initial street address of the corporation's registered office is 18249 East Apshawa Road, Clermont, FL 34715. The initial registered agent for the corporation at that address is Richard J. Cavender.

ARTICLE VI

The initial board of directors consisted of three (3) members. The method of election of directors shall be as stated in the bylaws. The number of directors may be either increased or diminished from time to time as provided in the bylaws provided that at no time shall the number of directors ever be less than three (3). The name and address of the persons who served on the initial board of directors are:

Name

Address

Richard J. Cavender	18249 East Apshawa Road, Clermont, FL 34715
Dr. Pamela J. Cavender	18249 East Apshawa Road, Clermont, FL 34715
Waymon W. Thomas	1677 Turnstone Way, Clermont, FL 34711

The current members of the Board of Directors at the time of the adoption of this Amended and Restated Articles of Incorporation are:

Dr. Pamela J. Cavender	18249 East Apshawa Road, Clermont, FL 34715
Richard J. Cavender	18249 East Apshawa Road, Clermont, FL 34715
Waymon W. Thomas	1677 Turnstone Way, Clermont, FL 34711
Shannon Boynton	15817 Autumn Glen Avenue, Clermont, FL 34711
Ray Shanklin	P.O. Box 75, Sumterville, FL 33585

ARTICLE VII

The name and street address of the person signing these articles of incorporation is:

<u>Name</u>	<u>Address</u>
Richard J. Cavender	18249 East Apshawa Road, Clermont, FL 34715

ARTICLE VIII

The members of the corporation shall be the directors and such other persons admitted to membership as regulated by the bylaws.

ARTICLE IX

Notwithstanding the provisions of Article III hereinabove, nothing herein shall be construed to permit the corporation to engage in any activity which would be inconsistent with its classification as an organization described in section 501(c)(3) of the Internal Revenue Code of 1986 as amended from time to time, or any equivalent section of the Internal Revenue Code in effect at any time. As such, the corporation shall not allow any expenditure of any part of the net earnings of the corporation to inure to the benefit of any member, director, or officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation effecting one or more of its purposes), nor shall any member, director, or officer of the corporation, or any private individual, be entitled to share in a distribution of the corporation's assets on dissolution of the corporation nor shall a substantial part of the activities of the corporation be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene (including the publication and distribution of statements) in the political campaign on behalf of any candidate for public office. Provided, further, that if at any time the corporation is deemed to be a Private Foundation as defined by Section 509 of the Internal Revenue Code of 1986 as amended from time to time, then for so long as the corporation is deemed a Private Foundation, the following provisions shall also be applicable:

1. The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

2. The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

3. The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

4. The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

ARTICLE X

The corporation shall have all the powers, rights, and privileges of a corporation not for profit under Florida law.

ARTICLE XI

To regulate the provisions of these articles of incorporation, the board of directors of the corporation shall adopt bylaws.

ARTICLE XII

These articles of incorporation may be amended by the members of the corporation, providing any amendment is prepared and announced as regulated by the bylaws.

ARTICLE XIII

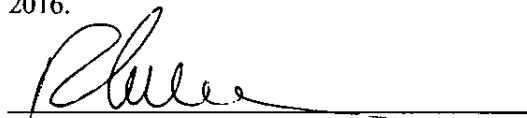
The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE XIV

Upon the liquidation, dissolution or the winding up of the affairs of the corporation, the assets of the corporation shall be distributed exclusively to charitable, religious, scientific, literary, or educational organizations which are then qualified under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986 as amended from time to time, or any equivalent section of the Internal Revenue Code in effect at any time.

I, THE UNDERSIGNED INCORPORATOR, hereby certify that the Amended and Restated Articles of Incorporation were adopted by the board of directors and do not contain any amendments requiring member approval.

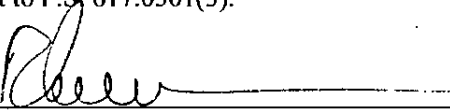
IN WITNESS WHEREOF, the undersigned incorporator has executed these Amended and Restated Articles of Incorporation this 9 day of May, 2016.


Name: Richard J. Cavender

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for CAVENDER MINISTRIES, INC. at the place designated in the Amended and Restated Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 617.0501(3).

Date: May 9, 2016.


Name: Richard J. Cavender