

Division of Corporations

Page 1 of 1

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H11000229049 3)))



H110002290493ABC

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6380

From:

Account Name : THOMAS A. MOSELEY, CHARTERED
Account Number : 110300003726
Phone : (941) 747-8185
Fax Number : (941) 744-0968

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

File/KL

**COR AMND/RESTATE/CORRECT OR O/D RESIGN
BAYSIDE DREAM CENTER, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$35.00

*Amended
Restated
@ 9/29/11*

Electronic Filing Menu

Corporate Filing Menu

Help

H110002290493

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
BAYSIDE DREAM CENTER, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 SEP 29 PM 1:28

1. NAME. The name of this corporation is BAYSIDE DREAM CENTER, INC.

2. PURPOSE. The purpose for which the corporation is organized is:

To provide life giving services, programs and collaborations exclusively for charitable, religious, and educational purposes to restore and empower individuals, families and communities by means of faith based programs, education and social outreach offered through facilities operated by the Corporation.

3. CAPITAL STOCK. The corporation, a corporation not for profit under Chapter 617, Florida Statutes, shall have no capital stock and no members.

4. DURATION. The corporation shall have perpetual existence, and its existence shall commence on the date of the execution and acknowledgment of these Articles of Incorporation.

5. MEMBERSHIP. This corporation shall have no members.

6. EARNINGS. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, 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 purpose set forth in paragraph 2 hereof. 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 (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under §501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax law, or (b) by a corporation, contributions to which are deductible under §170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax law.

7. PRIVATE FOUNDATION STATUS. During any period that the corporation is a "private foundation" as defined in §509(a) of the Internal Revenue Code, or corresponding section of any future tax law, the corporation will:

A. 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 imposed by §4942 of the Internal Revenue Code, or corresponding section of any future federal tax law.

H110002290493

H110002290493

B. Not engage in any act of "self dealing" as defined in §4941(d) of the Internal Revenue Code, or corresponding section of any future federal tax law.

C. Not retain any "excess business holdings" as defined in §4943(c) of the Internal Revenue Code, or corresponding section of any future federal tax law.

D. Not make any investments in such manner as to subject it to tax under §4944 of the Internal Revenue Code, or corresponding section of any future federal tax law.

E. Not make any "taxable expenditures" as defined in §4945(d) of the Internal Revenue Code, or corresponding section of any future federal tax law.

8. INITIAL REGISTERED OFFICE AND AGENT. The street address of the initial registered office of the corporation is 15800 SR 64 East, Bradenton, FL 34212, and the name of the initial registered agent of the corporation at that address is David M. Neiman. The principal business address of the corporation is 15800 SR 64 East, Bradenton, FL 34212.

9. NUMBER OF DIRECTORS. The corporation shall have three Directors, initially. The number of Directors may be increased or diminished from time to time, by By-laws by the Directors but shall never be less than three.

10. INITIAL DIRECTORS. The name and street address of each member of the initial Board of Directors, is.

<u>Name</u>	<u>Address</u>
Guy N. Breading	13650 2 nd Avenue NE, Bradenton, FL 34212
James R. Bezet	1910 143 rd Court East, Bradenton, FL 34212
David M. Neiman	6639 63 rd Terrace East, Bradenton, FL 34203

11. INCORPORATOR. The name and address of the incorporator is:

David Neiman
15800 SR 64 East
Bradenton, FL 34212

12. AMENDMENTS. These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by a majority vote of the Board of Directors; unless all the Directors sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

13. INITIAL OFFICERS. The names of the officers of the corporation, who shall hold office until their successors have been elected and qualified, are as follows:

President - Guy N. Breading
Secretary - David M. Neiman
Treasurer - David M. Neiman

14. DISSOLUTION. Upon dissolution of the corporation, any assets remaining shall be distributed to an organization or organizations, organized and operated exclusively for exempt purposes under §501(c)(3) of the Internal Revenue Code or correspondence

H110002290493

H110002290493

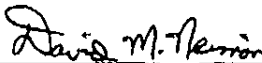
section of any future tax law in such proportions as shall be determined by the affirmative vote of a majority of the Board of Directors. Any assets not so distributed shall be distributed by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, to any organization or organizations organized and operated exclusively for exempt purposes under §501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax law, in such proportions as said court shall determine.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on October 4, 2010 and the Amended and Restated Articles of Incorporation on September 17, 2011.


David M. Neiman

ACCEPTANCE OF DESIGNATION OF RESIDENT AGENT

I hereby accept the designation as resident agent of the above corporation and agree to comply with the provisions of Fla. Stat. §48.091 relative to keeping open a location for the service of process.


Resident Agent

H110002290493

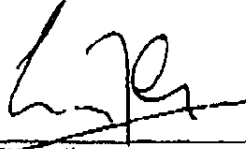
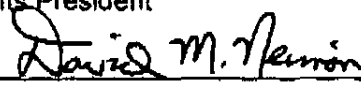
H110002290493

ARTICLES OF RESTATEMENT OF
BAYSIDE DREAM CENTER, INC

The undersigned, being the President and the Secretary of the corporation, hereby certify that:

1. The name of the corporation is BAYSIDE DREAM CENTER, INC.
2. The corporation was formed pursuant to the filing of Articles of Incorporation in the office of the Secretary of State on October 5, 2010, which were effective as of October 4, 2010.
3. In accordance with Fla. Stat. §617.1007, all the directors have approved the amended and restated Articles of Incorporation, which is attached hereto and made a part hereof. There are no members of the corporation and the Board of Directors adopted the Articles of Restatement on September 17, 2011.

IN WITNESS WHEREOF, the corporation has caused these Articles of Restatement to be signed in its name by its President and Secretary and the corporate seal to be affixed this 17th day of September, 2011.

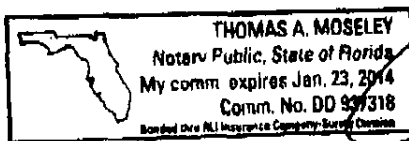
By: 
Guy N. Breeding
As Its President
By: 
David M. Neiman
As Its Secretary

H110002290493

H110002290493

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 17th day of September, 2011, by Guy N. Breathing, as President, and David M. Neiman, as Secretary, of BAYSIDE DREAM CENTER, INC., [☒] who are personally known to me or [☐] who produced _____ as identification.



[Signature]

Notary Public
Printed Name:
My Commission Expires:

H110002290493