

Division of Corporations

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
LSA OF BAHAI'S OF ST. JOHNS COUNTY, INCORPORATED.**

Certificate of Status	0
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Page Count	04
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**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF**

**LSA OF BAH'AI'S OF ST. JOHNS COUNTY, INCORPORATED**

In compliance with the requirements of Florida Statutes, Chapter 617, the Board of Directors of LSA OF BAH'AI'S OF ST. JOHNS COUNTY, INCORPORATED hereby adopts the following amendment and restatement of the Articles of Incorporation and hereby certifies that: These Amended and Restated Articles of Incorporation do not contain any amendments requiring member approval; these Amended and Restated Articles of Incorporation were adopted by the Board of Directors at a duly called and convened meeting of the Board of Directors on April 2, 2016.

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**ARTICLE I**  
**Name and Address**

The name of the corporation is: LSA OF BAH'AI'S OF ST. JOHNS COUNTY, INCORPORATED.

The principal office and mailing address of the corporation is: 545 Domenico Circle, St. Augustine, Florida 32086.

**ARTICLE II**  
**Purpose**

**FIRST:** The corporation is organized exclusively for religious and charitable purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code") or the corresponding provision of any future United States Internal Revenue Law.

**SECOND:** No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, officers, trustees, incorporators or any other private persons, except that the corporation shall be allowed to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article FIRST 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, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other 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 Section 501(c)(3) of the Code (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code (or the corresponding provision of any future United States Internal Revenue Law).

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**THIRD:** The corporation is organized for the establishment and maintenance of religious worship and spiritual activities in St. Johns County, Florida in accordance with the principles of the Bahá'í Faith as set forth by Bahá'u'lláh, its Founder; 'Abdu'l-Bahá, its Interpreter and Exemplar; Shoghi Effendi, its Guardian; the Universal House of Justice, its supreme legislative body; and the National Spiritual Assembly of the Bahá'ís of the United States, the duly constituted administrative authority in and for the United States of America except the states of Alaska and Hawaii and all United States trusts and territories; and further for the doing of any and all things necessary and incident to the performance of the purposes above set forth insofar as the same are permissible under the statute governing this corporation.

### **ARTICLE III**

#### **Directors**

The affairs of the corporation shall be managed by a Board of Directors consisting of no less than three (3) nor more than nine (9) Directors. Directors may be elected in the manner provided by the By-Laws.

### **ARTICLE IV**

#### **Officers**

The affairs of the corporation shall be administered by the officers designated by the By-Laws. The officers shall be elected by the Board of Directors and they shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

<b>Chairman:</b>	<b>Shyam Paryani</b> 1029 Ponte Vedra Blvd. Ponte Vedra Beach, FL 32082
<b>Secretary:</b>	<b>Dale M. Fores</b> 545 Domenico Circle St. Augustine, FL 32086
<b>Treasurer:</b>	<b>Safa Mansouri</b> 131 S. Roscoe Blvd. Ponte Vedra Beach, FL 32082

### **ARTICLE V**

#### **By-Laws**

The By-Laws of the corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the By-Laws.

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**ARTICLE VI**

**Term**

The duration of the corporation shall be perpetual.

**ARTICLE VII**

**Registered Office and Agent**

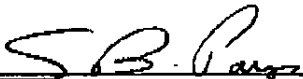
The name and street address of the registered agent is: Dale M. Fores, 545 Domenico Circle, St. Augustine, Florida 32086.


**ARTICLE VIII**

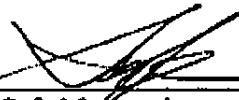
**Dissolution**

Upon dissolution of the corporation, liquidation or abandonment of its property, assets remaining after the payment of, or provision for the payment of, all liabilities of the corporation, shall be distributed to the National Spiritual Assembly of the Bahá'ís of the United States if then in existence and exempt under Section 501(c)(3) of the Code (or the corresponding provision of any future United States Internal Revenue Law), otherwise to an organization or organizations, organized and operated exclusively for religious, charitable or educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code (or the corresponding provision of any future United States Internal Revenue Law).

IN WITNESS WHEREOF, the Board of Directors of LSA OF BAH'AI'S OF ST. JOHNS COUNTY, INCORPORATED have executed these Amended and Restated Articles of Incorporation as of April 2, 2016.

  
Shyam Paryani

  
Dale M. Fores

  
Safa Mansouri

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

**LSA OF BAH'AI'S OF ST. JOHNS COUNTY, INCORPORATED** submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the corporation is: **LSA OF BAH'AI'S OF ST. JOHNS COUNTY, INCORPORATED.**

2. The name and office address of the registered agent is: **Dale M. Fores, 545 Domenico Circle, St. Augustine, Florida 32086.**

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
Dale M. Fores

Date: April 2, 2016

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