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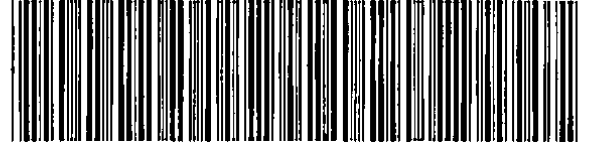
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SECTION 19  
TALLAHASSEE, FL

SEP 04 2019  
C. Kins...



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

August 16, 2019

ROGER D MACPHEE JR  
37721 LAKE NORRIS RD  
EUSTIS, FL 32736

SUBJECT: INSIGHT CHRISTIAN CENTER INC  
Ref. Number: N12000001445

We have received your document for INSIGHT CHRISTIAN CENTER INC and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please entitle your document Articles of Amendment.

OR

Please entitle your document Restated Articles of Incorporation.

OR

Please entitle your document Amended and Restated Articles of Incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Catherine M Wood  
Regulatory Specialist II

Letter Number: 819A00016962

2019 SEP -3 PM 2:08

RECEIVED

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** INSIGHT CHRISTIAN CENTER INC

**DOCUMENT NUMBER:** N12000001445

The enclosed **Articles of Amendment** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Roger D MacPhee Jr

(Name of Contact Person)

INSIGHT CHRISTIAN CENTER INC

(Firm/ Company)

37721 Lake Norris Rd.

(Address)

Eustis FL 32736

(City/ State and Zip Code)

INSIGHTSYS@msn.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Roger D MacPhee Jr

352

602-6170

at

(Name of Contact Person)

(Area Code)

(Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☒ \$52.50 Filing Fee  
Certificate of Status  
Certified Copy  
(Additional Copy is  
Enclosed)

**Mailing Address**

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

**Street Address**

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

**ARTICLES OF AMENDMENT  
OF  
INSIGHT CHRISTIAN CENTER INC**

**ARTICLE I  
NAME**

The name of the corporation shall be **INSIGHT CHRISTIAN CENTER INC.**, hereafter referred to as **"INSIGHT"**.

**ARTICLE II  
OFFICES**

**Section 1. Address:** **INSIGHT CHRISTIAN CENTER INC.** physical and mailing address is:  
31241 Church Street  
Sorrento, FL 32776

**ARTICLE III  
PURPOSES**

**Section 1. Nature of Corporation:** **INSIGHT CHRISTIAN CENTER INC.** nonprofit corporation formed under the **Chapter 617, Florida Statutes (F.S.)** which is organized and shall be operated in accordance with the meaning and provisions of Section 501(c)(3) of the Internal Revenue Code and the regulations issued there under. Said corporation is organized exclusively for charitable, religious, educational, and scientific 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, or the corresponding section of any future federal tax code.

**Section 2. Purposes:** **INSIGHT CHRISTIAN CENTER INC.** is organized to proclaim the Kingdom of God in this generation and to every people and nation in order to open their eyes to the Truth so that they may turn from darkness to light and from the power of Satan to God, that they may receive forgiveness of sins and a place among those who are sanctified by faith in Jesus Christ (Acts 26:18). We purpose to make disciples for Jesus Christ empowering them to live victoriously through the teaching of sound doctrine and Biblical principles as well as developing a Biblical worldview in accordance with the teachings of the Holy Bible.

**ARTICLE IV  
TENETS OF FAITH**

This organization acknowledges that the Bible is the inspired Word of God, a revelation from God to man and that its precepts are infallible. We accept the Holy Scriptures as the revealed will of God and the all-sufficient rule of faith by which we must live. Our beliefs are as follow:

1. We believe in God the Father, Creator of heaven and earth, Sovereign Ruler of all that is seen

and unseen.

2. We believe in Jesus Christ the only Son of God who is our Lord and Savior. He was conceived by the Holy Spirit, born of the Virgin Mary, was crucified on the Cross at Calvary in Israel, for the sins of all mankind. He died on that Cross and was buried and on the third day He rose from the dead and later ascended into heaven and now sits at the right hand of God the Father until such time the He shall come again in His Second Coming to judge both the dead and the living. In accordance with the Holy Scriptures, we further believe that Jesus Christ is the only way by which mankind must be saved as the Holy Scriptures testify.
3. We believe in the Holy Spirit, the forgiveness of sins, the resurrection of the body and the life everlasting.
4. The Holy Scriptures teach that marriage is between a man (born a male) and a woman (born a female) and we uphold and live by this principle.

## **ARTICLE V BOARD OF DIRECTORS**

**Section 1. General Powers.** The Board of Directors shall have the general power to manage and control the affairs and property of the **INSIGHT CHRISTIAN CENTER INC.**, and shall have full power, by majority vote, to adopt rules and regulations governing the action of the Board of Directors.

**Section 2. Number, Election, and Term of Office.** The Board of Directors shall consist of no less than 3 (three) members. Directors need not be residents of the State of **FLORIDA**. Election to the Board of Directors shall be by majority vote of the members of the Board of Directors, which shall occur, except in the case of filling vacancies, at each annual meeting thereof. Each Director shall hold office for a term of one (1) year and thereafter until his successor is elected and qualified.

**Section 3. Officers.** The Board of Directors may designate from among its members a President, Vice-President, Secretary, Treasurer and such other officers as it may consider appropriate with such duties as it may prescribe.

Roger D MacPhee Jr - President ✓  
37721 Lake Norris Rd.  
Eustis FL 32736

Mark J. Martin - Secretary  
15931 Villa City Road  
Groveland FL 34736

Roger D MacPhee Sr - Treasurer ✓  
37721 Lake Norris Rd.  
Eustis FL 32736

Kenneth R. MacPhee - Director  
721 South Tanglewood Rd.  
Osgood, IN 47037

Brian S. Whetro - Director  
35921 Willow Way  
Eustis, FL 32736

John Tompkins - Director  
2355 Sebastian Street  
Mount Dora, FL 32757

**Section 4. Vacancies.** Any vacancy occurring on the Board of Directors prior to the expiration of a term shall be filled by such person as shall be elected by the remaining members of the Board of Directors. A Director so elected to fill a vacancy shall hold office for the unexpired term of his predecessor in office.

**Section 5. Annual and Regular Meetings.** The Board of Directors shall hold an annual meeting at such time and place as the Board of Directors shall by resolution prescribe. The Board of Directors may by resolution prescribe the time and place of such other regular meetings.

**Section 6. Special Meetings.** Special meetings of the Board of Directors may be called by or at the request of the President or any two Directors. The person or persons authorized to call special meetings of the Board of Directors may fix any reasonable date, hour, and place, either within or without the STATE OF FLORIDA, as the date, hour, and place for holding any special meeting of the Board called by them.

**Section 7. Notice.** Notice of any special meeting of the Board of Directors shall be given at least ten (10) days previously thereto by written notice delivered personally or sent by mail, email, facsimile or other means of electronic transmission to each Director at his address as shown in the records of the INSIGHT CHRISTIAN CENTER INC. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage prepaid. Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. The business to be transacted at, and the purpose of, any annual meeting of the Board of Directors need not be specified in the notice or waiver of notice of such meeting.

**Section 8. Quorum and Proxies.** A majority of the total number of Directors in office shall constitute a quorum for the transaction of business at any meeting of the Board of Directors; but, if less than a majority of the Directors are present at said meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice. Proxies shall not be permitted.

**Section 9. Manner of Acting.** The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these Bylaws.

**Section 10. Compensation.** Directors as such shall not receive any stated salaries for their services but may be reimbursed for reasonable expenses.

**Section 11. Informal Action.** Any action may be taken without a meeting of the Directors if a

consent in writing setting forth the action so taken shall be signed by all of the Directors.

**Section 12. Resignation; Removal.** (a) A Director may resign from the Board of Directors at any time by giving notice of his resignation in writing addressed to the President or Secretary of the **INSIGHT CHRISTIAN CENTER INC** or by presenting his written resignation at an annual, regular, or special meeting of the Board of Directors. (b) Except as otherwise provided by law, at any meeting of the Board of Directors called expressly for that purpose, any Director may be removed, with or without cause, by the unanimous vote of the Directors then in office.

## **ARTICLE VI PERIOD OF DURATION**

The period of duration of **INSIGHT CHRISTIAN CENTER INC** is perpetual.

## **ARTICLE VII DISSOLUTION OF CORPORATION**

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## **ARTICLE VIII ACTIVITIES**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, 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 Article Second 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 or in opposition to 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 Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code. If

reference to federal law in articles of incorporation imposes a limitation that is invalid in your state, you may wish to substitute the following for the last sentence of the preceding paragraph:  
"Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation."

## **ARTICLE IX REGULAR COMMITTEES**

The Board of Directors may establish such regular committees to assist it in the performance of its duties as it considers appropriate.

## **ARTICLE X ADVISORY COMMITTEES**

The Board of Directors may establish an Advisory Board and such other advisory committees as it considers appropriate. The purpose of all such committees shall be to advise the Board of Directors on such matters relating to **INSIGHT CHRISTIAN CENTER INC** as the Board of Directors designates.

## **ARTICLE XI OFFICERS**

**Section 1. Officers.** The Officers of **INSIGHT CHRISTIAN CENTER INC** shall be a President, Vice President, Secretary, Treasurer, and such other Officers as may be elected in accordance with the provisions of this Article. Not more than one office may be held simultaneously by the same person.

**Section 2. Election and Term of Office.** The Officers of **INSIGHT CHRISTIAN CENTER INC.** shall be elected by a majority vote of the members of the Board of Directors at the organizational meeting and at every annual meeting of the Board thereafter, except that new offices may be created and filled at any meeting of the Board of Directors. Each Officer shall hold office for a term of one (1) year and thereafter until his successor shall have been duly elected and qualified.

**Section 3. Removal.** Any Officer may be removed upon a unanimous vote of the entire Board of Directors, whenever in its judgment the best interests of **INSIGHT CHRISTIAN CENTER INC** would be served thereby.

**Section 4. Vacancies.** A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

**Section 5. President.** The President shall be the chief executive officer of **INSIGHT CHRISTIAN CENTER INC** and, in general, shall supervise and control all of the business and affairs of **INSIGHT CHRISTIAN CENTER INC**. He may sign, with the Secretary or any other proper Officer of **INSIGHT**

**CHRISTIAN CENTER INC** authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments or documents which the Board of Directors has authorized to be executed; and he shall perform all such other duties as may be prescribed by the Board of Directors from time to time.

The duties and powers of the President shall be as follows:

- The President shall live by the principle of the Bible
- The President shall preside at all meetings
- The President at each annual meeting a report of the condition of the organization

**Section 6. Vice President.** In the event the death, resignation or removal of the President, the person who serves as Vice President shall assume the office of President until the Board of Directors elects a successor to the President and shall perform all such other duties as may be prescribed by the Board of Directors from time to time.

**Section 7. Secretary.** The Secretary shall keep the minutes of the meetings of the Board of Directors; see that all notices are duly given in accordance with the provisions of the Bylaws or as required by law; be custodian of the corporate records and seal; and perform such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

**Section 8. Treasurer.** The Treasurer shall be responsible for all funds and securities of **INSIGHT CHRISTIAN CENTER INC.**; receive and give receipts for monies due and payable to **INSIGHT CHRISTIAN CENTER INC** and deposit all such monies in the name of **INSIGHT CHRISTIAN CENTER INC.** in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of the Bylaws; and perform such other duties as from time to time may be assigned to him by the President or by the Board of Directors. If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the Board of Directors shall determine.

## **ARTICLE XII CONFLICT OF INTEREST**

Whenever a director or officer has a financial or personal interest in any matter coming before the board of directors, the affected person shall a) fully disclose the nature of the interest and b) withdraw from discussion, lobbying, and voting on the matter. Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested directors determine that it is in the best interest of **INSIGHT CHRISTIAN CENTER INC** to do so. The minutes of meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval.

## **ARTICLE XIII CONTRACTS, CHECKS, DEPOSITS AND FUNDS**

**Section 1. Contracts.** The Board of Directors may authorize any Officer or Officers, agent or agents

of **INSIGHT CHRISTIAN CENTER INC.**, in addition to or in place of the Officers so authorized by the Bylaws, to enter into a contract or execute and deliver any instrument or document in the name and on behalf of **INSIGHT CHRISTIAN CENTER INC.**, and such authority may be general or confined to specific instances.

**Section 2. Checks, Drafts, and Similar Documents.** All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued in the name of **INSIGHT CHRISTIAN CENTER INC.**, shall be signed by such Officer or Officers and/or agent or agents of **INSIGHT CHRISTIAN CENTER INC.** and in such manner as shall from time to time be determined by resolution of the Board of Directors.

**Section 3. Deposits.** All funds of **INSIGHT CHRISTIAN CENTER INC** shall be deposited from time to time to the credit of **INSIGHT CHRISTIAN CENTER INC.** in such banks, trust companies or other depositories as the Board of Directors may select.

**Section 4. Gifts and Contributions.** The Board of Directors may accept on behalf of **INSIGHT CHRISTIAN CENTER INC** any contribution, gift, bequest, or devise for the general purposes or for any special purpose of **INSIGHT CHRISTIAN CENTER INC.** Such contributions, gifts, bequests, or devices shall be in conformity with the laws of the United States, the State of **FLORIDA**, and any other relevant jurisdiction.

#### **ARTICLE XIV BOOKS AND RECORDS**

**INSIGHT CHRISTIAN CENTER INC.** shall keep correct and complete books and records of account and also shall keep minutes of the proceedings of its Board of Directors and committees having any of the authority of the Board of Directors.

#### **ARTICLE XV FISCAL YEAR**

The fiscal year of **INSIGHT CHRISTIAN CENTER INC** shall begin on the first day of January and end on the last day of December in each year.

#### **ARTICLE XVI REGISTERED AGENT**

The name and Florida street address of the Registered Agent is:

Roger D MacPhee Jr  
37721 Lake Norris Rd.  
Eustis FL 32736

**ARTICLE XVII  
INCORPORATOR**

The name and address of the incorporator is:

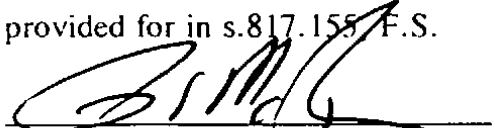
Roger D MacPhee Jr  
37721 Lake Norris Rd.  
Eustis FL 32736

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 of Registered Agent

8-24-19  
Date

I submit this document and affirm that the facts stated herein are true. I am aware that any 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.

  
Required Signature of Incorporator

8-24-19  
Date

The date of each amendment(s) adoption: \_\_\_\_\_, if other than the date this document was signed.

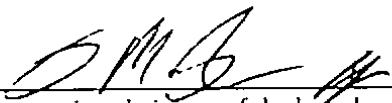
Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

**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.

Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 8-6-19

Signature   
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Roger D MacPhee Jr

\_\_\_\_\_  
(Typed or printed name of person signing)

PRESIDENT

\_\_\_\_\_  
(Title of person signing)