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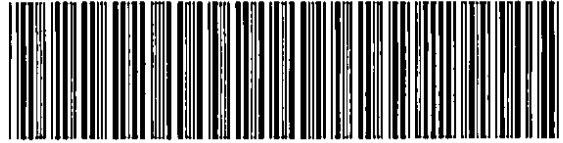
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06/30/21--01002--022 \*\*35.00

2021 JUN 30 AM 9:46

2021 JUN 30 PM 3:02

FILED

Amended  
Restarted

JUL 01 2021  
ALBRITTON

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

GOSPEL FELLOWSHIP, INC.

Signature \_\_\_\_\_

Requested by: BA

06/30/21

Name \_\_\_\_\_

Date \_\_\_\_\_

Time \_\_\_\_\_

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

\_\_\_\_ Art of Inc. File \_\_\_\_\_  
\_\_\_\_ LTD Partnership File \_\_\_\_\_  
\_\_\_\_ Foreign Corp. File \_\_\_\_\_  
\_\_\_\_ L.C. File \_\_\_\_\_  
\_\_\_\_ Fictitious Name File \_\_\_\_\_  
\_\_\_\_ Trade/Service Mark \_\_\_\_\_  
\_\_\_\_ Merger File \_\_\_\_\_  
\_\_\_\_ ✓ Art. of Amend. File \_\_\_\_\_  
\_\_\_\_ RA Resignation \_\_\_\_\_  
\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_  
\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_  
\_\_\_\_ Cert. Copy \_\_\_\_\_  
\_\_\_\_ ✓ Photo Copy \_\_\_\_\_  
\_\_\_\_ Certificate of Good Standing \_\_\_\_\_  
\_\_\_\_ Certificate of Status \_\_\_\_\_  
\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_  
\_\_\_\_ Corp Record Search \_\_\_\_\_  
\_\_\_\_ Officer Search \_\_\_\_\_  
\_\_\_\_ Fictitious Search \_\_\_\_\_  
\_\_\_\_ Fictitious Owner Search \_\_\_\_\_  
\_\_\_\_ Vehicle Search \_\_\_\_\_  
\_\_\_\_ Driving Record \_\_\_\_\_  
\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_  
\_\_\_\_ UCC 11 Search \_\_\_\_\_  
\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_  
\_\_\_\_ Courier \_\_\_\_\_

**AMENDED AND RESTATED ARTICLES OF INCORPORATION**  
**OF**  
**GOSPEL FELLOWSHIP, INC.**

2021 JUN 30 AM 9:46  
FILED  
CLERK OF CIRCUIT COURT  
IN AND FOR THE 17TH JUDICIAL CIRCUIT  
IN FLORIDA  
TALLAHASSEE

\_\_\_\_\_  
Pursuant to the provisions of section 617.1007, Florida Statutes, the undersigned Florida Not for Profit Corporation adopts the following Amended and Restated Articles of Incorporation.

**ARTICLE ONE**

**NAME**

The name of this corporation shall be Gospel Fellowship, Inc. (the "**Corporation**").

**ARTICLE TWO**

**ADDRESS OF PRINCIPAL OFFICE**

The address of the principal office of the Corporation shall be 2405 Quantum Blvd., Boynton Beach, Florida 33426.

**ARTICLE THREE**

**PURPOSES AND POWERS**

This Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future federal tax code, hereinafter the "**Code**" including, but not limited to, conducting the ministry of a Christian church, including, but not limited to; religious worship services and other related activities as set forth in the Bylaws of the Corporation; and the making of distributions to or on behalf of organizations which qualify as exempt organizations under section 501(c)(3) of the Code.

The Corporation shall have all the rights and powers customary and proper for tax exempt not-for-profit corporations, including the powers specifically enumerated in Section 617.0302 of the Florida Statutes as amended. The Corporation shall have the power to hold or administer property for the purposes stated in this Article Three, including the power to act as trustee.

Notwithstanding any other provision of these Amended and Restated Articles of Incorporation, the Corporation shall 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 Code or, (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

#### **ARTICLE FOUR**

##### **DIRECTORS**

The board of directors shall be elected as provided for in the Bylaws of the Corporation.

#### **ARTICLE FIVE**

##### **OFFICERS**

The officers shall be elected as provided for in the Bylaws of the Corporation.

#### **ARTICLE SIX**

##### **MEMBERS**

The Corporation shall have no members as defined in the Florida Not for Profit Corporation Act.

#### **ARTICLE SEVEN**

##### **TERM OF EXISTENCE**

The Corporation shall have perpetual existence.

#### **ARTICLE EIGHT**

##### **NONDISCRIMINATORY POLICY**

This Corporation, including all of its educational programs and sponsored activities admits participants of any race, color and national or ethnic origin, to all the rights, privileges, programs, and activities generally accorded or made available to other participants in any of its educational or sponsored programs. It does not discriminate on the basis of race, color, national or ethnic origin in administration of its educational policies, admissions policies, scholarships, and loan programs, athletic and other educational or sponsored programs.

#### **ARTICLE NINE**

##### **REGISTERED AGENT**

The registered agent upon whom service of process against this Corporation may be made is Paul R. Alfieri, P.L. The registered agent and the Corporation's registered office are located at 5114 NW 57 Drive, Coral Springs, Florida 33067.

## **ARTICLE TEN**

### **EARNINGS AND ACTIVITIES**

The income and assets of the Corporation shall be irrevocably dedicated to its exclusive purposes. 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 Three 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 political office.

The Corporation shall not, except in an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes described above.

## **ARTICLE ELEVEN**

### **DISSOLUTION**

Upon the dissolution of the Corporation, the Board of directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, shall dispose of all the assets of the Corporation exclusively to an organization or organizations organized and operated exclusively for charitable, religious, educational or scientific purposes as shall qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the board of directors shall determine or shall be distributed to the federal government, or to a state or local government. Any such assets not disposed shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is 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 TWELVE**

### **AMENDMENTS**

Amendments to the Articles of Incorporation shall be adopted by a two-thirds majority vote of the board of directors currently in office, at any regular or special meeting at which a quorum is present.

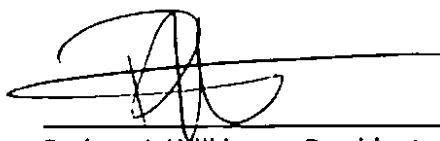
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**SIGNATURES ARE ON THE FOLLOWING PAGE**

### CERTIFICATE

1. This restatement contains amendments to the Articles of Incorporation that do not require member approval.
2. The Amended and Restated Articles of Incorporation as set forth above constitute all the Articles of Incorporation of Gospel Fellowship, Inc., as amended.
3. The date of adoption of the amendments was the 29<sup>th</sup> day of May 2021.
4. The amendments were adopted by the board of directors; and the number of votes cast for the amendments was sufficient for approval.

IN WITNESS WHEREOF we hereunto set our hands and seals, acknowledged, and filed the foregoing Amended and Restated Articles of Incorporation under the laws of the state of Florida, this 29<sup>th</sup> day of May 2021.

  
Rodney J. Wilkinson, President

Attested to by:

  
Seth Eaton, Trustee

  
Nahum Hypolite, Trustee

**REGISTERED AGENT CERTIFICATE**

**CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091 and 617.0501, Florida Statutes, the following is submitted in compliance with said statutes:

That Gospel Fellowship, Inc., having been organized under the laws of the State of Florida Not-For-Profit Corporation Act, with its principal office, as indicated in the Amended and Restated Articles of Incorporation at 2405 Quantum Blvd., Boynton Beach, Florida 33426 has named Paul R. Alfieri, P.L., its registered agent; and 5114 NW 57 Drive, Coral Springs, Florida 33067 as the place where service of process may be served within this state.

That this designation has been duly approved by a resolution of the Corporation's Board of directors as applicable under Florida Statute.

**ACKNOWLEDGMENT**

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

Dated the 29 day of May 2021.

Paul R. Alfieri, P.L.,  
Registered Agent

By:   
Paul R. Alfieri, Esq., Member