

N16518

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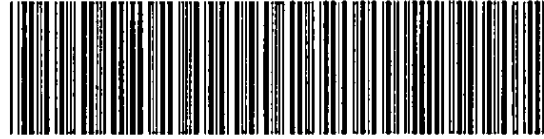
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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FEB 22 2020

S. YOUNG



**FISHERBROYLES**  
A LIMITED LIABILITY PARTNERSHIP

**Eric A. French, Esquire**  
Atlanta Office

Northpark Town Center  
1200 Abernathy Road  
Building 600, Suite 1700  
Atlanta, Georgia 30328

Direct: (678) 401-8147  
Direct: (678) 669-2395  
[eric.french@fisherbroyles.com](mailto:eric.french@fisherbroyles.com)

January 20, 2020

Amendment Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 801  
Tallahassee, Florida 32303

**Regarding: Abeka Fund, Inc.**  
**Submittal/Filing of Articles of Amendment**  
**Document # N16518**

Dear Sir/Madam,

Enclosed are the Articles of Amendment for the above-referenced corporation, and a check for the filing fees of \$43.75. Please file/record these Articles of Amendment for the corporation.

As written in the Articles of Amendment, they were unanimously approved by the directors of the Corporation and Pensacola Christian College, Inc. by resolution set forth in its Minutes of Action dated and adopted as of October 10, 2019, and August 8, 2018, respectively. In addition, a copy of the Unanimous Consent of the Board of Directors for the Abeka Fund, Inc. is also attached. The non-profit Corporation has no members entitled to vote on this amendment.

Thank you for your assistance, and you can telephone me at (678) 401-8147 with any questions or issues.

Sincerely,

Eric A. French

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Abeka Fund, Inc.

DOCUMENT NUMBER: N16518

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

Please return all correspondence concerning this matter to the following:

Eric French, Esquire

(Name of Contact Person)

FisherBroyles, LLP

(Firm/ Company)

931 Monroe Drive, Suite A102-351

(Address)

Atlanta, GA 30308

(City/ State and Zip Code)

eric.french@fisherbroyles.com

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

For further information concerning this matter, please call:

Eric French, Esquire

678

401-8147

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:

- |  |  |  |  |
|--|--|--|--|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input checked="" type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>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  
To  
Articles of Incorporation  
Of  
Abeka Fund, Inc.**

**FILED**  
2020 JAN 27 AM 7:49  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Article 2 of the Articles of Incorporation of Abeka Fund, Inc. (hereinafter referred to as the "Corporation") is hereby amended to read:

**Federal Tax Provisions**

**SECTION 1. Purpose of Corporation.** The Corporation is organized and shall be operated exclusively for charitable, religious and educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended or the corresponding section of any future federal tax code, its purpose shall include, to support the mission of Pensacola Christian College, Inc., a 501(c)(3) religious and educational organization as follows:

We believe that the Bible is the verbally inspired and infallible, authoritative Word of God and that God gave the words of Scripture by inspiration without error in the original autographs (2 Tim. 3:16-17, 2 Peter 1:21). God promises that He will preserve His Word; Jesus said, "My words shall not pass away" (Matt. 24:35). We believe that God has kept that promise by preserving His infallible Word in the traditional Hebrew and Greek manuscripts and that the Authorized Version (KJV) is an accurate English translation of the preserved Word of God.

We believe that there is one triune God, eternally existent in the persons of Father, Son (Jesus Christ), and Holy Spirit; these three are one in essence, but distinct in person and function (Matt. 28:19, 1 John 5:7-8).

We believe that Jesus Christ, the Second Person of the Trinity, became for mankind the physical manifestation of the Godhead (John 1:14, 14:9; Col. 1:19). The earthly genealogy of Jesus may be traced through Joseph's line to Abraham (Matt. 1:1-16) and through Mary's line to Adam (Luke 3:23-38). We believe in His virgin birth, sinless life, miracles, vicarious and atoning death through His shed blood, and His bodily resurrection.

We believe in the burial, bodily Resurrection of Jesus Christ from the tomb, and His ascension into Heaven (Mark 16:6, 19; 1 Cor. 15:1-4).

We affirm that the Holy Spirit is the Third Person of the Trinity, the Agent of conviction, regeneration, indwelling, baptism, sanctification, and illumination of all who are born into God's family through Jesus Christ (John 3:5-6, Eph. 1:13-14). We are opposed to the charismatic movement and its sign manifestations, such as speaking in tongues.

We believe that God created the heavens and the earth in six literal days, and that God created all life (Gen. 1). We reject the man-made theory of evolution occurring over millions of years and believe that the earth is approximately 6,000 years old (Gen. 5:11). We believe that God created man in His own image, but man chose to sin. Hence, all persons inherit a depraved nature and are lost sinners in need of salvation (Romans 3:10, 23).

We believe that God created man and woman in His image and instituted marriage between one who is genetically male and one who is genetically female (Gen. 2:18–24). Marriage is a sacred, exclusive union between a man and woman and serves as a picture of Christ's relationship with the church (Matt. 19:3–12, Eph. 5:22–33). We believe that God has commanded that sexual activity be exclusively reserved to a man and a woman who are legally married to each other; and that Scripture forbids any form of sexual immorality including adultery, fornication, homosexuality, bestiality, incest, and use of pornography (Matt. 5:27–28, 15:18–20; 1 Cor. 6:9–11 & 18, 7:1–5; Heb. 13:4).

We believe that Christ's blood, shed on Calvary, is the only Atonement for man's sin (John 14:6, 1 Pet. 1:18–19, 1 John 1:9). We believe that salvation is a free gift of God for "whosoever will"; it is by grace, through faith, plus nothing, and believers are eternally secure (John 10:27–28, Eph. 2:8–10). Salvation is received only by personal faith in the Lord Jesus Christ and His finished work. "Whosoever will" may come to Christ; God does not pre-elect persons to heaven or hell (Rom. 10:13, Rev. 22:17).

We believe in the spiritual unity of the body of Christ, called the Church. It is composed of all born-again believers who have by faith accepted Jesus Christ as Savior (Eph. 2:8–22, 3:1–21, 4:4–16, 5:23–32). God has ordained the local church for the perpetuation of His truth and work in the world (1 Tim. 3:15). The two ordinances of the local church are baptism by immersion and a regular observance of the Lord's Supper by believers (Matt. 28:19; 1 Cor. 11:23–28).

We believe the Scripture regarding Satan, who rebelled against God and was cast out of heaven with a host of angels who followed him (Isa. 14:13–15). He introduced sin to Adam and Eve in the garden of Eden (Gen. 3:1–13). He continues to turn people from truth and against God (1 Pet. 5:8). Eternal hell was created for Satan, his demons, and people who do not believe in the Lord Jesus Christ for salvation (Matt. 25:41, John 3:16, Rev. 20:15).

We believe that the believer is called to a life of consecration which requires increasing in the knowledge of Christ and growing in grace (John 15:4–5, Col. 1:10, 2 Pet. 3:18).

We believe that the will of God for all believers is to give evidence of sanctification through being honorable in all relations with others (Rom. 12:1–2, 1 Thes. 4:3, James 1:27).

We believe in the resurrection of both the saved and the lost: those that are saved unto the resurrection of eternal life in heaven, and those that are lost unto the resurrection of eternal damnation in a literal lake of fire (John 5:28–29; 1 Cor. 15:12–20, 35–58; Rev. 20:10, 15).

We believe in the imminent, pre-Tribulation return of Jesus Christ for all believers (1 Thes. 4:13–17). The Rapture of the saints will be followed by a seven-year Tribulation, after which Christ will return in glory to judge the world and set up His millennial reign on earth (Rev. 20:1–3, 21:1–5).

These Articles of Faith do not exhaust the extent of beliefs or practices of the Corporation. The Bible, as the inspired and infallible Word of God, is the final authority of all that we believe concerning truth, morality, and the proper conduct of mankind. For the purposes of the Corporation's doctrine, practice, policy, and discipline, the Board of Directors is ultimately responsible for interpreting the meaning and application of Scripture.

In accordance with the teaching of the Word of God, this Corporation is committed to the following:

1. The instruction and education of students on the campus or campuses in Christian schools and home schools located elsewhere, and through educational textbooks and materials distributed should conform to the Word of God.

To do any or all of the things hereinabove set forth, and all things usual, necessary or proper in furtherance of or incidental to said purpose.

[SIGNATURES ON NEXT PAGE]

These Articles of Amendment were unanimously approved by the directors of the Corporation and Pensacola Christian College, Inc. by resolution set forth in its Minutes of Action dated and adopted as of October 10, 2019, and August 8, 2019, respectively. The non-profit Corporation has no members entitled to vote on this amendment.

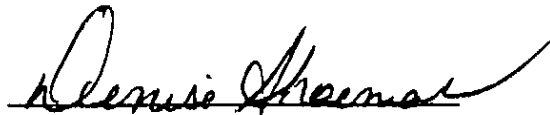
Except as amended hereby, the Articles of Incorporation and the provisions thereof are ratified and confirmed and shall remain in full force and effect.

IN WITNESS WHEREOF, the undersigned President and Secretary of this non-profit Corporation has executed these Articles of Amendment this 10th day of October 2019.

ABEKA FUND, INC.



Dr. Troy Shoemaker, President



Denise Shoemaker, Secretary

(SIGNATURE PAGE to ARTICLES of AMENDMENT for ABF)

**UNANIMOUS WRITTEN CONSENT  
OF THE BOARD OF DIRECTORS  
OF  
ABEKA FUND, INC.**

**October 10, 2019**

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The undersigned, being all of the members of the Board of Directors ("Board") of ABEKA FUND, INC. a Florida corporation not for profit (the "Corporation"), pursuant to Section 617.0821 of the Florida Not For Profit Corporation Act and the Second Amended and Restated Bylaws of the Corporation (the "Bylaws"), do hereby (i) consent to and take the actions set forth in the resolutions below which resolutions shall have the same force and effect as if adopted by unanimous affirmative vote at a meeting of the Board duly called and held, (ii) waive all requirements of notice, and (iii) direct that this unanimous written consent ("Consent") be filed with the minutes or actions of the proceedings of the Corporation.

This Consent may be executed in counterparts, each of which when fully executed shall be an original, and all of said counterparts taken together shall be deemed to constitute one and the same Consent.

**I. AMENDED and RESTATED ARTICLES and BYLAWS**

**WHEREAS**, the Board deems it advisable and in the best interests of the Corporation to amend and restate its Articles and Bylaws to better reflect the goals and operations of the Corporation;

**WHEREAS**, ARTICLE IX, SECTIONS 2 and 1, of the Bylaws provide that the Articles and Bylaws may be altered, amended or repealed, and new and other Articles and By-laws may be made and adopted at any time or from time to time by the vote of a two-thirds (2/3) majority of the directors entitled to vote then in office;

**WHEREAS**, the Board has the authority to amend and restate the Articles pursuant to Article IX, Section 2, of the Bylaws and Fla. Stat. § 617.1001;

**WHEREAS**, the Board has the authority to amend and restate the Bylaws pursuant to Article IX, Section 1, of the Bylaws and Fla. Stat. § 617.0206;

**WHEREAS**, the board of Pensacola Christian College, Inc. has approved the Amended and Restated Articles and the Third Amended & Restated Bylaws pursuant to Article III, Sections 16(c) and (d) of the Bylaws; and



**NOW, THEREFORE, BE IT RESOLVED**, that the Board approves the amended and restated Articles and Bylaws and that same are hereby amended and restated in their entirety in the form attached hereto as Exhibits A and B (the "Amended and Restated Articles" and "Third Amended & Restated Bylaws,") respectively; and

**FURTHER RESOLVED**, that such amendment will be effective as of September 1, 2019.

II. GENERAL

RESOLVED, that any acts of any Authorized Officer and of any other person or persons designated and authorized to act by any Authorized Officer, which acts would have been authorized by the foregoing resolutions except that such acts were taken prior to the adoption of such resolution, are hereby severally ratified, confirmed, approved and adopted as the acts of the Company; and be it

FURTHER RESOLVED, that any Authorized Officer acting alone be, and hereby is, authorized, empowered and directed to do and perform such other acts and to negotiate, make changes to, execute and deliver such other agreements, certificates, instruments, forms and any additional documents as may be deemed necessary or desirable to consummate the transactions contemplated by each of the foregoing resolutions, with such changes to the terms and provisions thereof as such Authorized Officer shall, in such Authorized Officer's sole discretion, deem necessary or desirable and in the best interest of the Company, the taking of any such action, for and on behalf and in the name of the Company, to be conclusive evidence of the authority conferred hereby.

(SIGNATURES APPEAR ON FOLLOWING PAGE)

IN WITNESS WHEREOF, the undersigned have executed this Consent effective as of the date first written above.

**DIRECTORS:**

  
\_\_\_\_\_  
Dr. Troy Shoemaker

  
\_\_\_\_\_  
Denise Shoemaker

  
\_\_\_\_\_  
James Thompson III

Being all the directors of  
Abeka Fund, Inc.

(ABF SIGNATURE PAGE TO CONSENT TO AMENDED and RESTATED ARTICLES and THIRD AMENDED &  
RESTATED BYLAWS)