

N17000010796

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

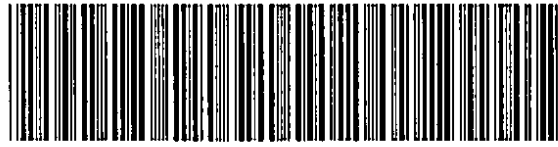
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

DON Sawyer
Advised to make
All corrections for
Filing.

Office Use Only



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2017 NOV 20 PM 12:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

NOV 22 2017
I ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Lake Yale Baptist Conference Center, Inc.

DOCUMENT NUMBER: N17000010796

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

Please return all correspondence concerning this matter to the following:

Don W. Sawyer

(Name of Contact Person)

Lake Yale Baptist Conference Center

(Firm/ Company)

39034 County Road 452

(Address)

Leesburg, FL 34788

(City/ State and Zip Code)

dsawyer@flbaptist.org

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

For further information concerning this matter, please call:

Don Sawyer

352

483-9800

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 checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$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
to
Articles of Incorporation
of

Lake Yale Baptist Conference Center, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

N1700010796

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

Don W. Sawyer

39034 County Road 452

(Florida street address)

New Registered Office Address:

Leesburg

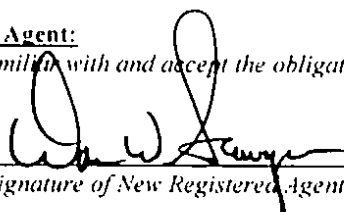
(City)

Florida 34788

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.


Signature of New Registered Agent, if changing

2017 NOV 20 PM 1:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	<u>DIR</u>	<u>Blamick, Eric</u>	<u>21630 Lake Seneca Road</u>
<input type="checkbox"/> Add			<u>Eustis, FL 32736</u>
<input checked="" type="checkbox"/> Remove			<u></u>
2) <input type="checkbox"/> Change	<u>DIR</u>	<u>Jessy Flinn</u>	<u>2022 Tally Road</u>
<input type="checkbox"/> Add			<u>Suite 2</u>
<input checked="" type="checkbox"/> Remove			<u>Leesburg, FL 34748</u>
3) <input type="checkbox"/> Change	<u>DIR</u>	<u>Debra Winningham</u>	<u>1050 Glenharbor Circle</u>
<input type="checkbox"/> Add			<u>Winter Garden, FL 34787</u>
<input checked="" type="checkbox"/> Remove			<u></u>
4) <input type="checkbox"/> Change	<u>DIR</u>	<u>Charles Roesel</u>	<u>5500 County Road 326</u>
<input type="checkbox"/> Add			<u>Bushnell, FL 33513</u>
<input checked="" type="checkbox"/> Remove			<u></u>
5) <input type="checkbox"/> Change	<u>DIR</u>	<u>Mike Ballard</u>	<u>1022 S. Orange Blossom Trail</u>
<input type="checkbox"/> Add			<u>Apopka, FL 32703</u>
<input checked="" type="checkbox"/> Remove			<u></u>
6) <input type="checkbox"/> Change	<u>DIR</u>	<u>Donna Perman</u>	<u>19151 Park Place Boulevard</u>
<input type="checkbox"/> Add			<u>Eustis, FL 32736</u>
<input checked="" type="checkbox"/> Remove			<u></u>

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

Type of Action
(Check One)

Title

Name

Address

1) <input type="checkbox"/> Change	<u>CEO</u>	<u>Don Sawyer</u>	<u>39034 County Road 452</u>
<input checked="" type="checkbox"/> Add			<u>Leesburg, FL 34788</u>
<input type="checkbox"/> Remove			

2) <input type="checkbox"/> Change	<u>CFO</u>	<u>Lance Graham</u>	<u>39034 County Road 452</u>
<input checked="" type="checkbox"/> Add			<u>Leesburg, FL 34788</u>
<input type="checkbox"/> Remove			

3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			

4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			

5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			

6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			

(attach additional sheets, if necessary). (Be specific)

Amended

Please remove the existing Articles of Incorporation and add the attached Articles in its place.

Amended
**ARTICLES OF INCORPORATION
OF
LAKE YALE BAPTIST
CONFERENCE CENTER, INC.**

The undersigned persons, desiring to organize a not-for-profit corporation under the laws of the state of Florida and the provisions of the United States Code promulgated by and for the Internal Revenue Service: with all of the rights, powers and privileges of a corporation so-organized under the United States Constitution and the laws of the State of Florida, hereby make and file these Articles of Incorporation, and certify as follows:

ARTICLE I - Name

The name of the Corporation shall be: LAKE YALE BAPTIST CONFERENCE CENTER, INC. (the "Corporation").

ARTICLE II - Principal Office and Mailing Address

The address of the principal office of the Corporation shall be 39034 County Road 452, Leesburg, Florida 34788, and the mailing address of the Corporation shall be 39034 County Road 452, Leesburg, Florida 34788.

ARTICLE III - Purpose

A. The Corporation is organized exclusively for religious, charitable, scientific, educational, or other proper purposes, including the making of distributions to organizations that qualify as exempt organizations under the applicable provisions of the Internal Revenue Code (the "Code").

B. The Corporation is organized for purposes of engaging in any activity or business that is: 1) consistent with the Holy Bible and the Baptist Faith & Message, 2000, and 2) permitted under the laws of the United States and of the State of Florida.

C. The Corporation shall be authorized to provide social services and programs as provided by the Corporation's Directors in a context of Christian evangelism, missions and education consistent with The Baptist Faith and Message, 2000 which sets forth, at least in part, our understanding of the Holy Scriptures.

D. The Corporation shall have all of the powers enumerated in the Florida Not For Profit Corporation Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law; provided, however, that the Corporation shall not engage in any activity in which corporations qualified as exempt organizations under Section 501(c)(3) of the Code are not permitted to engage.

E. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, the Corporation's 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 purposes set forth in this Article. 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 publication or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

F. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by (i) a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

ARTICLE IV - Term of Existence

The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V – Incorporator

The name and street address of the incorporator to these Articles is:

Name: Don Sawyer

Address: 39034 County Road 452, Leesburg, Florida 34788.

The incorporator of these Articles hereby assigns to this corporation any and all of his rights to constitute a corporation.

ARTICLE VI: RESIDENT AGENT

The name and address of the Registered Agent for the Corporation is Don Sawyer, whose address is located at 39034 County Road 452, Leesburg, Florida 34788.

ARTICLE VII - Directors

A. The Corporation shall be managed by a Board of not less than three (3) Directors, with the exact number of Directors established from time to time as set forth in the Bylaws of the Corporation.

B. As set forth in the Bylaws, members of the Board of Directors shall be elected and appointed by the Florida Baptist State Convention in its regular annual sessions, as provided in the Bylaws of the Corporation (or by the existing Board of Directors of the Corporation between said ammeting of the Convention).

C. The intial slate of Directors shall be comprised of the following individuals:

<u>Name:</u>	<u>Address:</u>
1. Henry Gonzalez	11033 W. Okeechobee Road, Apt. #101 Hialeah Gardens, Florida 33018
2. Joel Griffing	602 Camino Road, Howey-in-the-Hills, Florida 34737
3. Debra Winningham	1050 Glenharbor Circle, Winter Garden, Florida 34787

ARTICLE VIII - Amendment to Articles

Subject to approval by the Florida Baptist State Convention acting upon a recommendation from the State Board of Missions, the Articles of Incorporation may be amended by the Directors at any regular or special meeting of the Directors upon thirty (30) days written notice thereof, and by a three-quarters (3/4) vote of the Directors present at such meeting.

ARTICLE IX - Bylaws

Subject to approval by the Florida Baptist State Convention acting upon a recommendation from the State Board of Missions, the power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors. The Bylaws may be amended by the Directors at any regular or special meeting of the Directors upon thirty (30) days written notice thereof, and by a two-thirds (2/3) vote of the Directors present at such meeting.

ARTICLE X – Limitations to Corporate Power

A. Loans to, and guarantees by, the Corporation shall be contracted on behalf of the Corporation only if authorized by the Board of Directors; provided that if such obligation would be for a principal amount in excess of ten percent (10%) of the Corporation's operating income for the prior fiscal year, then such loans and guarantees must be approved by the Florida Baptist State Convention acting upon a recommendation from the State Board of Missions.

B. Any purchase, mortgage, or sale of real estate that shall affect or encumber in any way the main campus of the Corporation (i.e., the real-property conveyed by the Florida Baptist State Convention to the Corporation) either during the life of the Corporation or upon its dissolution, shall require the approval of the Corporation's Board of Directors and is conditioned upon the consent of the Florida Baptist State Convention acting upon a recommendation from the State Board of Missions.

ARTICLE XI - Dissolution

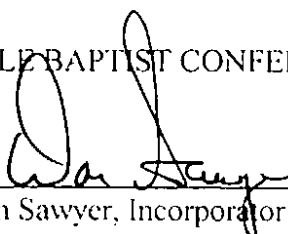
A. In the event of the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all the assets of the Corporation by distributing them to the Florida Baptist State Convention, Inc. (provided said organization is then exempt under Section 501 (c)(3) of the Code). Should said organization not then be exempt, the Corporation will then otherwise dispose of the remaining assets in a manner not inconsistent with the purposes of the Corporation, including to such organization or organizations organized and operated exclusively for tax-exempt purposes, as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the Board of Directors shall determine.

B. Any assets not disposed of by the Board of Directors as provided herein, shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for tax-exempt purposes or to such organizations, which are organized and operated exclusively for tax-exempt purposes and which qualify as an exempt organization under Section 501(c)(3) of the Code.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 20th day of November, 2017.

LAKE YALE BAPTIST CONFERENCE CENTER, INC.

By:


Don Sawyer, Incorporator

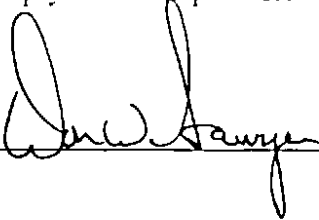
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED.**

Pursuant to Section 48.091, *Florida Statutes*, the following certificate (the "Certificate") is submitted:

That LAKE YALE BAPTIST CONFERENCE CENTER, INC., organized under the laws of the State of Florida, with its principal office, as indicated in these Articles, in the City of Leesburg, Lake County, Florida, has named Savannah Parvu, located at 39034 County Road 452, Leesburg, Florida 34788, as its agent to accept service of process within the State of Florida.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept the appointment to act in this capacity and agree to comply with the provision of said act relative to keeping open said office.

_____, Registered Agent

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 11/17/2017 _____

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)

Don W. Sawyer

(Typed or printed name of person signing)

Executive Director / CEO

(Title of person signing)