

N17656

Florida Department of State
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COR AMND/RESTATE/CORRECT OR O/D RESIGN
PALM CITY PRESBYTERIAN CHURCH (U.S.A.), INC.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 24, 2017

DIANE GRACZYK
2700 MARTIN HWY
PALM CITY, FL 34990

SUBJECT: PALM CITY PRESBYTERIAN CHURCH (U.S.A.), INC.
Ref. Number: N17656

We have received your document for PALM CITY PRESBYTERIAN CHURCH (U.S.A.), INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please file the document as either Articles of Amendment or Restated Articles of Incorporation pursuant to applicable Florida Statutes.

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.

Rebekah White
Regulatory Specialist II

Letter Number: 117A00014894

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CLERK OF DISTRICT COURT
JULY 21 2017

Amended and Restated Articles of Incorporation of
PALM CITY PRESBYTERIAN CHURCH (U.S.A.), INC.
A Florida Not-For-Profit Corporation

WHEREAS, PALM CITY PRESBYTERIAN CHURCH (U.S.A.), INC., a Florida not-for-profit corporation (the "Corporation") has been granted gracious separation from The Presbyterian Church (U.S.A.); and

WHEREAS, the Corporation wishes to amend and restate its Articles of Incorporation to reflect the new name of the Corporation and to reflect that the Corporation is now affiliated with the Evangelical Covenant Order of Presbyterians; and

WHEREAS, pursuant to Sections 617.1001, 617.1006 and 617.1007 of the Florida Statutes, the Corporation, certifies that:

1. The Amended and Restated Articles of Incorporation set forth herein were duly recommended by unanimous written consent of the Board of Elders dated June 10, 2012.
2. The Amended and Restated Articles of Incorporation set forth herein were approved by the Members of the Corporation on June 10, 2012, and the number of votes cast were sufficient for approval.
3. The duly adopted Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation and all amendments to them.

NOW, THEREFORE, pursuant to Section 617.1007 of the Florida Statutes, the Articles of Incorporation of PALM CITY PRESBYTERIAN CHURCH (U.S.A.), Inc., a Florida not-for-profit corporation, are hereby amended and restated as follows:

ARTICLE I. NAME

The name of the Corporation is PALM CITY PRESBYTERIAN CHURCH, INC. (hereinafter referred to as the "Corporation").

ARTICLE II. PURPOSES AND POWERS

The purposes for which the Corporation exists and its powers are as follows:

- A. To receive, hold, encumber, manage and transfer property and to facilitate the management of its civil affairs in such a manner as may be directed by its Session from time to time.

B. To take, receive, hold, administer and dispose of all lands, tenements, rents, annuities, franchises, hereditaments, moneys, securities, income and property, real and personal, of any kind, which at any time or times heretofore have been or which at any time and from time to time hereafter be given, granted, bargained, sold, released, devised, bequeathed, conveyed, transferred, assigned, set over or delivered by any person or persons, corporations, associations, trustees, foundations or other forms of organization, to this Corporation or to its predecessors, or to its use, or in trust for it, or to it for the support of any work, activity, purpose, project or interest of the Corporation or its predecessors, in which property of any kind the Corporation or its predecessors has or is intended to have any legal or equitable interest, present or future, vested or contingent.

C. To take over, administer, manage and supervise all civil affairs of the Corporation, subject to the direction and authority of the Session of the Church.

D. To form, incorporate, terminate or dissolve civil agencies or corporations to carry out any of its purposes, which actions shall be reported to the Session of the Church; and to manage, supervise, control, direct and maintain such civil agencies or corporation.

E. To exercise all the powers conferred by law upon corporations not for profit, to the extent that such powers are not in conflict with the purposes of the Corporation nor with the directions or policy of the Evangelical Covenant Order of Presbyterians.

F. To operate exclusively for such religious purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any future United States Internal Revenue Code.

G. This Corporation will 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 Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Code or (b) a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1986 or any other corresponding provision of any future United States Internal Revenue Law.

ARTICLE III. DISSOLUTION

If the Corporation is formally dissolved, or becomes extinct by reason of the dispersal of its members, the abandonment of its work, or other cause, such property as the Corporation may have, both real and personal, shall be distributed to a tax exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986.

ARTICLE IV. TERM

The term of the Corporation shall be perpetual.

ARTICLE V. MEMBERS

The Members of the Corporation shall be the active members of the Church, PALM CITY PRESBYTERIAN CHURCH, INC. Qualification, admission, termination, standing and all other terms and conditions of membership shall be the same as those for active membership in churches organized as a part of the Evangelical Covenant Order of Presbyterians. The Members shall not be personally liable for the debts of the Corporation.

ARTICLE VI. TRUSTEES

The management of the Corporation shall be vested in a Board of Trustees of not less than three Trustees, each of whom must be a Member of the Corporation in good standing. The Members shall elect the Trustees in accordance with the By-Laws of the Corporation. The Trustees shall deal with the property of the Corporation only as they may be authorized or directed by the Session of the Church. The Trustees shall exercise their authority in conformity with the actions of the Session as conveyed to them from time to time. The Trustees shall not be personally liable for the debts of the Corporation.

The names and addresses of the persons who are currently serving as Trustees until the next election thereof are as follows:

NAME	ADDRESS
George Eagleson	2809 SW Westlake Circle, Palm City, FL 34990
Ruthann Hewson	642 SW Pinetree Lane, Palm City, FL 34990
Kirk McLean	2012 SW Oak Ridge Road, Palm City, FL 34990
Al Purino	4396 SW LaPaloma Drive, Palm City 34990
Roy Trantham	6480 SW 48 th Terrace, Palm City, FL 34990
Greg Welmaker	9706 SW Pueblo Terrace, Palm City 34990
Sara Wilcox	3905 SW San Clemente Court, Palm City, FL 34990
William Bangle	862 SW Palm Cove Drive, Palm City, FL 34990
Clarke Curley	4689 SW Pearl Street, Port St. Lucie, FL 34953
Pat Douglas	2433 SW Foxpoint Trail, Palm City, FL 34990
Lee England	1670 SW Prosperity Way, Palm City, FL 34990
Robert Johnson	3300 SW Majestic Court, Palm City, FL 34990
Hank Meira	3093 SW Marco Lane, Palm City, FL 34990
Susan Rosseau	130 SW Willow Lake Trail, Stuart, FL 34997
David Bates	4458 SW Long Bay Drive, Palm City, FL 34990
LaBarbara Chenault	2194 SW Golden Bear Way, Palm City, FL 34990
Sue Henrich	2419 SW Brookwood Drive, Palm City, FL 34990
Wade Hersperger	2205 NW Seagrass Drive, Palm City, FL 34990
Elizabeth Lahti	1211 SW Shoreline Drive #2205, Palm City, FL 34990
Frederick Prose	8316 Belfry Place, Port St. Lucie, FL 34986
Victor Simonsen	1599 SW Springfield Ct., Palm City, FL 34990

ARTICLE VII. OFFICERS

The officers of the Corporation shall be a President, a Vice President, a Secretary and a Treasurer, and such other officers as may be elected by the Trustees from time to time. Two or more offices may be held by the same person, except that the same person may not be President and Secretary simultaneously. The officers shall be elected and committees may be established by the Board of Trustees in accordance with the By-Laws of the Corporation. The following persons are currently serving as officers until the next election thereof:

NAME	OFFICE
John A. Terech Jr.	President
Thomas (Mike) England	Vice-President
David Bates	Treasurer
Polly Forestier	Secretary

ARTICLE VIII. REGISTERED OFFICE AND AGENT

The street address of the current registered office of the Corporation in the State of Florida is 2700 Martin Highway, Palm City, Florida 34990 and the name of its current registered agent at such address is Ruth Ann Hewson.

ARTICLE IX. BY-LAWS

The By-Laws of the Corporation are to be made and adopted by, and may be altered, amended or rescinded by the Members as provided in the By-Laws, subject to these Articles of Incorporation.

ARTICLE X. AMENDMENTS

These Articles of Incorporation may be amended at any annual meeting or special meeting by a two-thirds vote of the Members present, provided that a full reading of the proposed changes (or a printed distribution of the same) shall have been made in connection with the call of the meeting.

IN WITNESS WHEREOF, the President and Registered Agent have executed these Articles.

AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
PALM CITY PRESBYTERIAN CHURCH, INC.

WITNESSES:

John Terech, President

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 16th day of June, 2012, by John Terech, who: [☒] is personally known to me, or [☐] has produced _____ as identification, and who did not take an oath.

(NOTARY SEAL)



CYNTHIA M SOWERBY

MY COMMISSION # DD899656

EXPIRES August 09, 2013

FloridaNotaryService.com

Name: Cynthia M. Sowerby

Typed, printed or stamped

I am a Notary Public of the State of Florida

having a commission number of _____

and my commission expires: _____

**CERTIFICATE DESIGNATING REGISTERED AGENT FOR
THE SERVICE OF PROCESS WITHIN THIS STATE**

Pursuant to Chapter 48, Florida Statutes, the following is submitted in compliance with said Act:

PALM CITY PRESBYTERIAN CHURCH, INC., desiring to organize as a not-for-profit corporation under the laws of the State of Florida with its registered office at 2700 Martin Highway, Palm City, Florida 34990, located at the above registered office, RUTH ANN HEWSON as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT:

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

Ruth Ann Hewson
Ruth Ann Hewson
Registered Agent

Date: 6-16-12, 2012

AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
PALM CITY PRESBYTERIAN CHURCH, INC.