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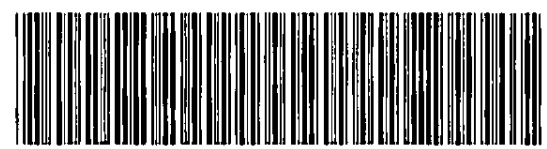
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: VERO BIBLE FELLOWSHIP, INC.

DOCUMENT NUMBER: N18000008195

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

Please return all correspondence concerning this matter to the following:

John Fenn Foster

(Name of Contact Person)

FOSTER & FUCHS, P.A.

(Firm/ Company)

4425 Military Tr - Ste 109

(Address)

Jupiter, FL 33458

(City/ State and Zip Code)

jfoster@fosterfuchs.com

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

For further information concerning this matter, please call:

John Fenn Foster

561

799-6797

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:

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

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

VERO BIBLE FELLOWSHIP, INC.

Pursuant to the provisions of law and its original Articles of Incorporation, Vero Bible Fellowship, Inc., a Florida not-for-profit corporation organized and existing under Chapter 617, Fla. Stat., as of August 1, 2018, hereby amends and restates its Articles of Incorporation as follows:

ARTICLE I

CORPORATE NAME

The name of the corporation is: VERO BIBLE FELLOWSHIP, INC. (the "Church" or the "Corporation")

ARTICLE II

EXISTENCE

This Corporation shall have perpetual existence, unless dissolved according to law.

ARTICLE III

PRINCIPAL OFFICE

The principal place of business and the mailing address of the Corporation is: 9035 Americana Road, Suite 10, Vero Beach, FL, or at such other place within the State of Florida as the Elder Board may designate from time to time.

ARTICLE IV

PURPOSE

The purpose for which this Corporation is formed is to establish and operate a local church for the worship of Jesus Christ. The Church is also organized and shall be operated exclusively for religious, charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code. The means of accomplishing this purpose may include, but not be limited to, the following:

- A. Proclaiming the good news of salvation by faith in our Lord Jesus Christ by any suitable method.
- B. Teaching the Holy Scriptures, training believers and equipping people to grow in the knowledge and grace of our Lord and Savior, Jesus Christ.
- C. Establish a place or places of worship, conduct worship services, including Sunday School for instruction of adult and youth, and engage in educational training for the preparation of ministers, elders, and other Church leaders.
- D. Establish new programs of outreach and ministry, and the strengthening of existing programs and organizations which have a similar purpose and dedication to presenting Christ as Savior.
- E. To preserve and secure the principles of our faith.
- F. To promote the Christian religion by any appropriate form of expression, within any available medium, and in any location, through the Church's combined or separate formation, of a church ministry, charity, school, or eleemosynary institution, without limitation.
- G. To ordain, employ and discharge ordained ministers of the Gospel of our Lord Jesus Christ, and others, to conduct and carry on divine services at the place of worship of the Church, and elsewhere.
- H. To collect and disburse any and all necessary funds for the maintenance of said Church and the accomplishment of its purpose within the State of Florida and elsewhere.
- I. To make distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.
- J. To promote, encourage, and foster any other similar religious, charitable and educational activities; to accept, hold, invest, reinvest and administer any gifts, legacies, bequests, devises, fund and property of any sort or nature, and to use, expend, or donate the income

or principal thereof for, and to devote the same to, the foregoing purposes of the Church; and to do any and all lawful acts and things which may be necessary, useful, suitable, or proper for the furtherance of accomplishment of the purposes of this Church, provided, however, that nothing may be done by the Church which would violate Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time.

ARTICLE V

TAX EXEMPT LIMITATIONS

No part of the net earnings of the Church shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Church 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 IV hereof. No substantial part of the activities of the Church 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 Amended and Restated Articles, the Church 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. The Church shall not accept any gift or grant if the gift or grant contains major conditions which would restrict or violate any of the Church's religious, charitable, or educational purposes or if the gift or grant would require serving a private as opposed to a public interest.

ARTICLE VI

DISSOLUTION

"Dissolution" means the complete disbanding of the Church so that it no longer functions as a congregation or as a corporate entity. Upon the dissolution of the Church, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or 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.

ARTICLE VII

BYLAWS

The Bylaws of the Association may be altered, amended, or replaced and new Bylaws may be adopted as provided in the Bylaws of the Corporation.

ARTICLE VIII

INDENMIFICATION

The Corporation shall indemnify its Directors ("Elders"), Officers, employees, and agents to the fullest extent permitted by law and in accordance with provisions in the Bylaws.

ARTICLE IX

MEMBERS, DIRECTORS, OFFICERS AND PASTORS

The Church shall have such Members, Directors ("Elders"), Officers and Pastors as may be provided in the Bylaws, as may be amended from time to time, and the Bylaws shall provide the manner in which the Directors and Officers are elected or appointed. The Elder Board shall be responsible for the governance of the Church.

ARTICLE X

AMENDMENT

Should it become necessary to revise these Amended and Restated Articles of Incorporation, any proposed amendment shall be presented to the Elder Board. In the event that the Elders vote to adopt and approve such an amendment by majority vote, the amendment will be presented to the membership for approval. A two-thirds majority vote of the members voting is required to approve any amendment to these Amended and Restated Articles of Incorporation.

ARTICLE XI

REGISTERED AGENT

The name and Florida street address of the registered agent is: JOHN FENN FOSTER, 4425 Military Tr – Ste 109, Jupiter, FL 33458. The registered office shall be continuously maintained in the State of Florida for the duration of this Corporation, except that the Corporation may from time to time change the address of the registered office by filing the appropriate statement

with the State of Florida. The Registered Agent, by signing below, certifies that he is familiar with and accepts the responsibilities of registered agent.

These Amended and Restated Articles of Incorporation were duly approved by the Elder Board on the 22nd day of May, 2019, and presented to and duly adopted by the Membership of VERO BIBLE FELLOWSHIP, INC. at Vero Beach, Indian River County, Florida, this 19th day of September, 2019; with 72 voting in favor of adoption and 0 voting against.

Attest:

VERO BIBLE FELLOWSHIP, INC.
a Florida not-for-profit corporation

By: [Signature]
Keith Morgan - Secretary

By: [Signature]
Greg Sempsrott - President

STATE OF FLORIDA

COUNTY OF INDIAN RIVER

Before me, the undersigned authority, personally appeared GREG SEMPSROTT, and KEITH MORGAN, who are personally known to me and who being duly sworn, acknowledged to me that they are the President and Secretary, respectively, of the VERO BIBLE FELLOWSHIP, INC., and the persons who executed the foregoing Amended and Restated Articles of Incorporation, and that they executed the same for the purposes therein expressed.

Acknowledged before me this 23 day of September, 2019.

[Signature] expires Nov 14, 2019
Notary Public - State of Florida

REGISTERED AGENT:

[Signature] 10-15-19
John Fenn Foster Date

