

Division of Corporations

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Division of Corporations  
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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
 FIRST PRESBYTERIAN CHURCH OF PUNTA GORDA,  
 FLORIDA, I**

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$35.00

*Amended  
 Restated*  
 AUG 28 2013  
 T. LEMIEUX

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**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
FIRST PRESBYTERIAN CHURCH OF PUNTA GORDA, FLORIDA, INC.  
a Not-For-Profit Corporation**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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WHEREAS, FIRST PRESBYTERIAN CHURCH OF PUNTA GORDA, FLORIDA, INC., a Florida corporation (the "Corporation") is a church which was originally organized by the authority of WESTMINSTER PRESBYTERY, Florida Synod, Presbyterian Church in the United States, in accordance with the Form of Government of PRESBYTERIAN CHURCH IN THE UNITED STATES OF AMERICA; and

WHEREAS, the Corporation has terminated its affiliation with the PRESBYTERIAN CHURCH IN THE UNITED STATES OF AMERICA

WHEREAS, the Corporation is now a member congregation under the apostolic authority and ecclesiastical jurisdiction of the ECO PRESBYTERY OF THE EAST, a Presbytery of ECO: A COVENANT ORDER OF EVANGELICAL PRESBYTERIANS ("ECO") pursuant to the polity adopted by ECO (the "Polity") and has agreed to be governed and operated in accordance with the Polity and ECO Constitution (which consists of the ECO Essential Tenants, the Polity, and the ECO Rules of Discipline); and

WHEREAS, the Corporation is an exempt organization under Section 501(c)(3) of the Internal Revenue Code; and

WHEREAS, the Corporation, in connection with its reorganization and affiliation with the ECO desires to adopt these Amended and Restated Articles of Incorporation, as follows.

NOW THEREFORE, the Corporation hereby adopts the following as its Amended and Restated Articles of Incorporation:

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ARTICLE I. NAME

The name of the Corporation is FIRST PRESBYTERIAN CHURCH OF PUNTA GORDA, FLORIDA, INC.

ARTICLE II. PURPOSES AND POWERS

The purposes for which the Corporation exists and its powers, under the authority of the session of the church and, where applicable, the ECO Constitution, are as follows:

A. To operate and maintain a body corporate not for profit, but for religious purposes to promote the Christian faith and the doctrine and tenets of the ECO; to conduct a church according to the doctrine, discipline and worship as set forth in the ECO Constitution and other governing documents, as now existing and amended from time to time hereafter; to establish and conduct schools and other methods of propagating the gospel in the Christian faith; to plan for, organize and conduct such functions as will further the spiritual, moral and social welfare of its members and those in its community.

B. To be the Corporation which the church aforesaid has caused to be formed, 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.

C. To take, receive, hold, administer and dispose of all land, tenements, rents, annuities, franchises, hereditaments, moneys, securities, income and property, real and personal, of any kind, which at any time or times heretofore has been or which at any time and from time to time shall 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 organizations, to the church or to this Corporation or to the predecessors of either, or to their use or to the use of any of them, or in trust for them or any of them, or to them or any of them for the support of any work, activity, purpose, project of interest of the church or its predecessors, in which property of any kind the church or this Corporation or the predecessors of either have or are intended to have any legal or equitable interest, present or future, vested or contingent.

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- D. To take over, administer, manage and supervise all civil affairs of the church.
- E. To manage, supervise, control and direct, and to form, incorporate, terminate, dissolve or maintain a civil agency or corporation to carry out its purposes.
- F. 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 ECO Constitution.
- G. 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.
- H. This Corporation will not carry on any other activities not permitted to be carried on by corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or any successor thereto.

ARTICLE III. DISSOLUTION

Upon its dissolution, such property as the Corporation may have, both real and personal, shall be held, used, and applied for such uses, purposes, and trusts as the Board of Trustees may direct, limit, and appoint; or such property may, at the direction of the Board of Trustees, be sold or disposed of to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) of the Internal Revenue Code.

ARTICLE IV. TERM

The term of existence of the Corporation shall be perpetual.

ARTICLE V. OFFICE AND AGENT

The registered office of the Corporation in the State of Florida will be located at 25250 Airport Road, Punta Gorda, Florida 33950, or at such other address as the Corporation may hereafter designate.

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ARTICLE VI. TRUSTEES

The management of the Corporation shall be vested in a Board of Trustees of not less than three (3) Trustees, each of whom must be a Member of the Corporation. The members shall elect the Trustees annually in accordance with the By-Laws of the Corporation and, as applicable, the ECO Constitution. The Trustees shall deal with property of the Corporation only as they may be authorized or directed by the Session of the church. The Trustees shall exercise their authority and conformity with the actions of the Session as conveyed to them from time to time.

ARTICLE VII. OFFICERS

The officers of the Corporation shall be a President, and a Secretary/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 by the Board of Trustees, and committees may be established, in accordance with the By-Laws of the Corporation and, as applicable, the ECO Constitution.

ARTICLE VIII. MEMBERS

The members of the Corporation shall be the active members of the church, FIRST PRESBYTERIAN CHURCH OF PUNTA GORDA, FLORIDA. Qualification, admission, termination and all other terms and conditions of membership shall be the same as those for active membership in the church, as they now or hereafter exist, in accordance with the governing ecclesiastical documents of the Corporation and the ECO Constitution, as applicable. The Members shall not be personally liable for the debts of the Corporation.

ARTICLE XI. 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 of the Corporation.

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ARTICLE XII AMENDMENTS

These Articles of Incorporation may be amended by the act of fifty-one percent (51%) of the  
It is the intention of the Corporation that the provisions of these Restated Articles of Incorporation shall

become the complete restated Articles of Incorporation of FIRST PRESBYTERIAN CHURCH  
OF PUNTA GORDA, FLORIDA, INC., immediately upon filing with the Sec. of State of the  
State of Florida.

I HEREBY CERTIFY that the above and foregoing AMENDED AND RESTATED  
ARTICLES OF INCORPORATION OF FIRST PRESBYTERIAN CHURCH OF PUNTA  
GORDA, FLORIDA, INC. were adopted by a vote of no less than fifty-one percent (51%) of the  
Members present at a duly conducted meeting of the Members of the Corporation on the  
19 day of May, 2013.

FIRST PRESBYTERIAN CHURCH OF  
PUNTA GORDA FLORIDA, INC., a Florida  
corporation

Gail Thornton  
Print Name: GAIL THORNTON  
Secretary

STATE OF FLORIDA  
COUNTY OF CHARLOTTE

Acknowledged before me the 17 day of July, 2013 by  
as Secretary of FIRST PRESBYTERIAN CHURCH OF PUNTA  
GORDA FLORIDA, INC. who is  personally known to me or  has produced  
FL DRIVERS LICENSE as identification.



Barbara Allsback  
Notary Public  
My Commission Expires:

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