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TALLAHASSEE, FLORIDA

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Mail to:

Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Name of Corporation: Upside Church, Inc.

Document Number: N19000009360

Enclosed is an original and one (1) copy of the Restated Articles of Incorporation and a check for:

\$35.00
Filing Fee

\$43.75
Filing Fee &
Certificate of
Status

☒ \$43.75
Filing Fee
& Certified Copy

\$52.50
Filing Fee,
Certified Copy
& Certificate

Once these Articles have been approved please send a certified copy to the following address:

StartCHURCH
Attn: Bryan Saravia
P.O. Box 465017
Lawrenceville, GA 30042

The contact phone number is (770) 638-3444. Thank you for your assistance in this matter.

FROM: Darryl R. Outing
2241 Lyme Bay Dr.
Orlando, FL 32839
(407) 310-2224

NOTE: Please provide the original and one copy of the articles.

Restated Articles of Incorporation

Upside Church, Inc.

Restated Articles of Incorporation

Upside Church, Inc.

Florida Not for Profit Corporation

The undersigned hereby adopts the following articles of incorporation in Compliance with Chapter 617, F.S., (Not for Profit).

Article 1 Name

The name of this corporation shall be Upside Church, Inc.

Article 2 Principal Office

The principal street address is:

500 W Oak Ridge Rd.
Orlando, FL 32809

The principal mailing address is:

2241 Lyme Bay Dr.
Orlando, FL 32839

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Article 3 Purpose

The specific purpose for which the corporation is organized is to establish and oversee places of worship, teach and preach the gospel to all people, conduct evangelistic and humanitarian outreach, license and ordain ministers of the gospel, support missions, church planting and to also engage in activities which are necessary, suitable or convenient for the accomplishment of that purpose, or which are incidental thereto or connected therewith which are consistent with Section 501(c)(3) of the Internal Revenue Code. This corporation is organized and operated exclusively for religious purposes within the meaning of Section 501(c)(3), Internal Revenue Code.

Article 4 Manner of Appointing Directors

Directors shall be appointed in the manner set forth in the bylaws. Directors may be removed and the vacancies shall be filled in the manner provided by the bylaws.

Article 5 Directors

The directors named in these articles shall serve as directors for the ensuing year, or until a meeting of the corporation, and any vacancies before then shall be filled in the manner set forth in the bylaws.

President
Darryl R. Outing
2241 Lyme Bay Dr.
Orlando, FL 32839

Vice President/Secretary
Andrea L. Outing
2241 Lyme Bay Dr.
Orlando, FL 32839

Treasurer
Q J Outing
151 S Grand Highway
Clermont, FL 34711

Article 6 Registered Office and Agent

The name and street address of the Registered Agent of the corporation is as follows:

Darryl R. Outing
2241 Lyme Bay Dr.
Orlando, FL 32839

Article 7 Members

This corporation shall have members. The eligibility, rights and obligations of the members will be determined by the organization's bylaws.

Article 8 Term and Dissolution

The date of commencement of corporate existence shall be when these articles have been filed with the Department of State and approved by it and the respective filing fee has been paid; the term for which the corporation is to exist shall be perpetual.

In the event of dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, 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. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes..

Article 9 Non Profit Organization

No part of the net earnings of the corporation shall ever inure to the benefit of, or be distributable to its members, 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 article 3. 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 publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these articles, the corporation 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 of 1986 or the

corresponding provision of any future United States Internal Revenue law or: (b) by a corporation, contributions to which are deductible under Section 170(C) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue laws.

Article 10 Bylaws

The bylaws of the corporation shall be adopted by the board of directors and may be amended, altered or rescinded by the board of directors in the manner provided by such bylaws.

Article 11 Amendments to Articles of Incorporation

These articles of incorporation may be amended in the manner provided by statute or in the following manner:

Every amendment shall be approved by the board of directors.

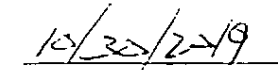
The date of adoption of the amendment(s) was October 18, 2019.

There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the Board of Directors.

I, THE UNDERSIGNED, do make and affix my signature to acknowledge and file in the office of the Secretary of State these restated articles of incorporation. These restated articles of incorporation supersede the original articles and all amendments thereto.



Darryl R. Outing, President



Date