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COR AMND/RESTATE/CORRECT OR O/D RESIGN
GRACE FELLOWSHIP CHURCH AT BABCOCK RANCH, INC.

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**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
GRACE FELLOWSHIP CHURCH AT BABCOCK RANCH, INC.**

Grace Fellowship Church at Babcock Ranch, Inc., a Not-for-Profit Corporation, desires to Amend and Restate its Articles of Incorporation.

Document number: N24000009075.

Pursuant to the provisions of section 617.1006, Florida Statutes this Florida Nonprofit Corporation adopts the following amendment(s) and restatement to its Articles of Incorporation.

**Article I-NAME OF CORPORATION
DURATION**

The name of this corporation is: Grace Fellowship Church at Babcock Ranch, Inc. whose term of existence is perpetual.

Article II-CORPORATE ADDRESS

The principal place of business and street address of the Corporation is:

17680 Shade Tree Loop

Punta Gorda, Florida 33982

2024 SEP 30 PM 3:46
SECRETARY OF STATE
TALLAHASSEE, FL

Article III-PUPOSES OF CORPORATION

Grace Fellowship Church at Babcock Ranch, Inc. is a non-denominational Evangelical Christian church. Our primary and overarching purpose is the proclamation of the Gospel message of Jesus Christ to all nations. In furtherance of our mission, we are committed to the preaching and teaching of God's Word, the Bible; to living out Christ's love and compassion toward a hurting and broken world; and to multiplying maturing disciples of Jesus and healthy churches — all for the glory of God and the good of the world.

Additional purposes include the establishing and maintaining of Christian worship, ministry, service, and education. Our purposes also include the building, maintaining, and operating of

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churches, parsonages, schools, colleges, chapels, recreational facilities, missions, thrift and book shops, day care centers, camps, retreat centers, and any other ministries or projects that the church, through its governing authority, may be led by God to establish to carry out the purpose(s) of Grace Fellowship Church at Babcock Ranch, Inc. The corporation's purposes also include the making of distributions to organizations qualifying as an exempt organization from Federal Income Tax under Section 501(c)3 of the Internal Revenue Code, or corresponding section of any future Federal Tax Code.

The corporation will govern itself and conduct its affairs according to the Bible (comprising the sixty-six books of the Old and New Testaments), the Articles herein, and the corporate Bylaws (as may be amended). This duty and right of operational governance shall include, but not be limited to, the following matters: hiring and discharge of employees; election or appointment of the Board of Directors and Officers; implementation, management, and conduct of its religious or other services; performance of weddings and funerals, if it chooses to do so; programs and ministries; usage of facilities; and all other business and spiritual matters of the church.

The corporation may also seek relationships with public, private, social welfare, and governmental organizations. It may also conduct fundraising to accomplish its purposes. These efforts may include any or all of the following: person-to-person mailings, conferences, community events, website, and internet social media; other means approved by the corporation's governing authority. The corporation may also have a presence on various internet media outlets. It may also partner with other public or private organizations, in addition to or in lieu of partnering with any local, state, or federal agencies. The choice to partner with other entities for specific non-profit purposes may include a network of businesses and business or community leaders. Donations received in this regard will be used to accomplish these goals.

ARTICLE IV- USE OF INCOME AND TAX-EXEMPT PROVISIONS

Grace Fellowship Church at Babcock Ranch, Inc. is organized exclusively for charitable, religious, and educational purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

No part of the net earnings of the organization shall 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 IV hereof.

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

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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 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, 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 corresponding section of any future Federal tax code.

ARTICLE V-POWERS

The corporation is to have the power to carry out the said purposes of the corporation, and in general to possess all rights, privileges and immunities, and enjoy all the benefits granted to corporations of similar character under the laws of the State of Florida.

ARTICLE VI — MEMBERSHIP

Membership in the church shall be available to those persons who qualify per the Bible and the Bylaws.

ARTICLE VII — MEETINGS

Church meetings of all types, and their notice and quorum requirements, shall be as specified in the Bylaws.

ARTICLE VIII—DIRECTORS AND OFFICERS

The Board of Directors is the legal governing authority of the corporation. There shall be at least a minimum of three (3) Directors in the office. The directors and officers of the corporation shall be people of mature experience and knowledge. The method the directors and officers are elected or appointed shall be as specified in the Bylaws.

The Board of Directors and their designated agents are authorized to open business checking accounts, lease, purchase, mortgage, encumber, and sell part or all the corporation's real property and personal assets. The Board of Directors is also authorized to apply for all Federal, State, and local grants and financial assistance and aid to supplement the church's community outreaches.

Directors, Officers, and Registered Agent in office at the time of the filing of this Restatement shall continue to serve as outlined in the Bylaws of the corporation.

ARTICLE IX — INDEMNIFICATION

The corporation shall indemnify any director or officer, or former director and officer, for any and all costs and expenses necessarily incurred by him/her for legal fees or other expenses; and for any and all sums paid or required to be paid in satisfaction of judgments against said director or officer arising from any legal suit or proceeding, whether civil or criminal in nature, in which he/she was made a party by reason of having

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been such director or officer of the corporation. No director, officer, or former director and officer, however, shall be eligible for indemnification if he/she pleaded guilty or was otherwise convicted of a crime associated with the corporation or its affiliates; or entered into a transaction deriving an improper personal benefit, directly or indirectly; or acted with recklessness; or committed an act or omission that was committed in bad faith, or with malicious purpose, or in a manner exhibiting wanton and willful disregard of safety to persons or property.

ARTICLE X — DISSOLUTION

Upon the dissolution of the corporation, none of its funds or assets shall be distributed to any church member, director, officer, deacon, or any other individual. The Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, distribute funds and assets 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. Any such funds or assets not so disposed of shall be disposed of by the circuit court of the county in which the principal office of the corporation 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 religious purpose.

ARTICLE XI — AMENDMENTS

These Articles of Incorporation may be modified or otherwise amended only by a two-thirds vote of the Directors present at a properly convened meeting of the Board of Directors.

ARTICLE XII ADOPTION OF AMENDMENTS

These adopted restated articles of incorporation supersede the original articles of incorporation and all amendments restated or otherwise to them.

ARTICLE XIII REQUIRED ADOPTION INFORMATION

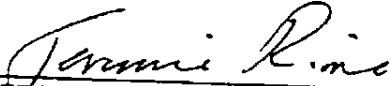
These restated articles of incorporation approved and passed by the Board of Directors contain amendments to the articles of incorporation which required Board of Directors approval. The date of adoption of the amendments and restatement was 9/29, 2024, and the votes cast were sufficient for approval.

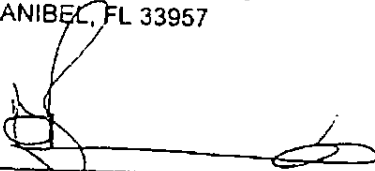
We submit this document and affirm that the facts stated herein are true. We are aware that any false information submitted in a document to the Department of State constitutes a third-degree felony as provided for in 817.155, F.S.

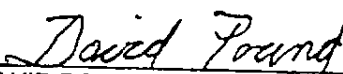
DATE: 9/29, 2024

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JERAMIE RINNE, President/Director
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SANIBEL, FL 33957


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8841 SARITA COURT
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11460 CARAVEL CIRCLE, #5026
FORT MYERS, FL 33908

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