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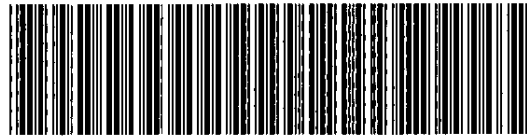
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*Amended and
Restated*

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: First Romanian Baptist Church of Florida, Inc.

DOCUMENT NUMBER: N26292

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

Please return all correspondence concerning this matter to the following:

PERRY W. HODGES, JR., ESQ.

(Name of Contact Person)

ROGERS, MORRIS & ZIEGLER LLP

(Firm/ Company)

1401 E BROWARD BLVD., #300

(Address)

FORT LAUDERDALE, FL 33301-2116

(City/ State and Zip Code)

pwhodges@rmzlaw.com

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

For further information concerning this matter, please call:

PERRY W. HODGES, JR.

(Name of Contact Person)

at (954) 462-1431

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☒ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

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

**FIRST AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
FIRST ROMANIAN BAPTIST CHURCH OF FLORIDA, INC.**

(A Florida Non Profit Corporation)
Document Number of Corporation: N26292

FILED
11 OCT 17 AM 11:31
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, First Romanian Baptist Church of Florida, Inc. (the "Corporation") adopts the following amendments and restatement to its Articles of Incorporation.

The Corporations's original Articles of Incorporation and all subsequent amendments thereto, are hereby deleted in their entirety and amended and restated as follows:

ARTICLE 1. NAME

The name of this corporation is:

NEW LIFE ROMANIAN BAPTIST CHURCH, INC.

ARTICLE 2. COMMENCEMENT & DURATION

This corporation's duration shall be perpetual, unless it is hereafter dissolved according to law.

ARTICLE 3. PURPOSE

This corporation is being formed for the purpose of charitable engaging in the transaction of any and all activities permitted under the laws of Florida and the United States of America. This corporation will engage in religious, charitable, and/or educational purposes, and will not engage in nonexempt purposes.

This corporation is irrevocably dedicated to and operated exclusively for non-profit purposes;

and no part of the income or assets of the corporation shall be distributed to, nor inure to the benefit of any individual.

This corporation shall be limited in its purposes, objectives and activities as follows:

1. Notwithstanding any other provision of these Articles, 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 1954 or the corresponding provision of any future United States Internal Revenue law or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue law.

2. Notwithstanding any other provision of these Articles, this corporation is organized exclusively for charitable, religious, educational, and scientific 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 corresponding section of any future federal tax code.

ARTICLE 4. POWERS

This corporation may do and perform all such acts and things, including those generally allowed by the laws of Florida relative to nonprofit corporations, as now existing, or as the law may henceforth provide, as from time to time may be necessary or expedient to the exercise of any and all of its corporate functions, powers, and rights.

However, this corporation, in exercising any one or more of such powers shall do so in furtherance of the exempt purpose for which it has been organized as described in the applicable sections of the Internal Revenue Code.

ARTICLE 5. MEMBERSHIP

Section 1 - Membership by Baptism

Any person professing faith in the Lord Jesus Christ as Savior and Lord, and declaring it as his or her purpose to follow Him as His Savior and as His disciple, after having consultation with a church committee concerning the church covenant, may, by a vote of the congregation at any church worship service, be received through Baptism into full membership of the church.

Section 2 - Membership by Letter

Members of other Baptist churches of like doctrine, who have been baptized according to New Testament, will, by a vote of the congregation at any of its public services and after having consultation with a church committee concerning the church covenant, be received into full membership of the church in good and regular standing upon receipt of letters of dismissal from their former church.

Section - Membership by Statement

Any person professing faith in the Lord Jesus Christ as Savior and Lord, and who has been examined by the pastor and the church concerning baptism according to the New Testament may, upon statement of the facts and a vow of his or her faith and love to Christ, and after having consultation with a church committee concerning the church covenant, be received to membership by a vote of the congregation at any of its public worship services.

ARTICLE 6. MANAGEMENT AND BOARD OF DIRECTORS

The powers of this corporation shall be exercised, its properties controlled, and its affairs and business conducted and managed by a Board of Directors made up of not less than seven (7) members of the congregation.

Any action required or permitted to be taken by the Board of Directors, under any provision of the law, may be taken without a meeting, if all of the directors shall individually or collectively consent in writing to such action. Such written consent shall be filed with the minutes of the proceedings of the Board of Directors. Any such action by written consent shall have the same force and effect as if taken by a unanimous vote of the Board of Directors. Any certificate or other document filed, under any provision of the law which relates to the action so taken, shall state that the action was taken by the unanimous written consent of the Board of Directors without a meeting, and that these Articles of Incorporation authorize the Board of Directors to so act. Such a statement shall be prima facie evidence of such authority.

The number of directors may be increased or decreased, from time to time, by an amendment to the corporate Bylaws, but shall never be less than seven (7).

The directors of this corporation must, at all times, be members of the congregation. Only a member of the congregation may serve as a director of this corporation.

The manner of the election of the directors shall be specified in the corporate Bylaws.

ARTICLE 7. OFFICERS

The officers shall consist of a president, a vice president, a secretary, and a treasurer. This corporation may have such other officers as may be provided in the corporate Bylaws.

The manner of the election of the officers shall be specified in the corporate Bylaws. The officers named herein, comprising the current officers, shall hold office until the election of officers at a Board of Directors' meeting, or until their successors are elected and qualified.

The names of the officers are:

<u>Office</u>	<u>Name</u>
President	VASILE HERDEAN
Vice President	JOHN VLADIA
Secretary	VOICU P. DAVIS
Treasurer	VALENTIN S. BARB

ARTICLE 8. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE 9. PRINCIPAL OFFICE

The principal office and mailing address of this corporation shall be located at 1950 Van Buren Street, Hollywood, Florida 33020.

ARTICLE 10. REGISTERED OFFICE & AGENT

The address of this corporation's registered office shall be: 1415 Wiley Street, Hollywood, Florida 33020.

The name of the individual who shall serve as this corporation's registered agent at that address is: VALENTIN S. BARB

ARTICLE 11. BYLAWS

Corporate Bylaws will be hereinafter adopted by the Board of Directors. The corporate Bylaws may be amended or repealed, in whole or in part, by the Board of Directors in the manner provided therein, provided that they are not inconsistent with the provisions of these Articles of Incorporation. Any amendments to the corporate Bylaws shall be binding on this corporation's members.

ARTICLE 12. SPECIAL PROVISIONS

A. In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or the Federal, State, or Local government for exclusive public purpose.

B. This corporation will not, as a substantial part of its activities, attempt to influence legislation.

C. This corporation will not participate to any extent in a political campaign for or against any candidate for public office.

D. This corporation will distribute its income for each tax year at such time and in such manner as not to subject income to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provision of any subsequent Federal tax laws.

E. This corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

F. This corporation will not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

G. This corporation will not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provision of any subsequent Federal tax laws.

H. This corporation will not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

ARTICLE 13. AMENDMENTS

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of this corporation's members for their vote. Such amendments may be adopted by a vote of a majority of the quorum of this corporation's members.

The First Amended and Restated Articles of Incorporation, as set forth above, were adopted by the members and the board of directors on September 12, 2011, and the number of votes cast for the amendments were sufficient for approval.

IN WITNESS WHEREOF, the below named authorized corporate office executes these Amended and Restated Articles of Incorporation this 28 day of September, 2011.



IACOB GRUIA, Secretary and Director