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**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF THE  
J.K.V. FOUNDATION, INC.  
A Florida Not For Profit Corporation**

In compliance with the requirements of Chapter 617, Section 617.1007, of the Florida Statutes, as amended from time to time, and Section 501(c)(3) of the Internal Revenue Code of 1986, including its Treasury Regulations, all as amended from time to time (the "Internal Revenue Code"), the Articles of Incorporation of the J.K.V. FOUNDATION, INC., a Florida not-for-profit corporation, are hereby amended and restated to read in their entirety as follows (these Amended and Restated Articles of Incorporation are hereinafter referred to as the "Articles"):

**ARTICLE I**

*Name*

The name of the Corporation is the J.K.V. FOUNDATION, INC. (the "Corporation").

**ARTICLE II**

*Principal Office and Address*

The address of the principle office of the Corporation and the mailing address of the Corporation is:

101 Northlake Drive  
Orange City, Florida 32763

**ARTICLE III**

*Duration*

The term of existence of the Corporation is perpetual.

**Article IV**

*Purpose*

The purposes for which the Corporation is organized are:

A. To operate as a supporting organization described in Section 509(a)(3)(B)(i) of the Internal Revenue Code by supporting and carrying out the charitable, religious, literary, scientific, and educational functions of the John Knox Village of Central Florida, Inc. (EIN: 59-1831906) (sometimes referred to as the "Supported Organization"), which is a publicly-supported charitable organization described in Sections 501(c)(3), 509(a)(1), and 170(b)(1)(A)(vi) of the Internal Revenue Code, by: (i) providing financial support and other aid to the Supported Organization, and to its beneficiaries as directed by the Supported Organization; and (ii) performing such other acts and conduct such other activities as the Supported Organization may direct or request. The Corporation will be operated, supervised, and/or controlled by the Supported Organization.

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B. To receive and maintain real and personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under 501(c)(3) of the Internal Revenue Code.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any director or officer of the Corporation, or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation, and reasonable expenses may be paid thereto, affecting one or more of the Corporation's purposes). No director or officer of the Corporation, or any private individual, shall be entitled to share in the distribution of any of the Corporation's assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall include the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall neither participate nor intervene (including the publication or distribution of statements) in any political campaign on behalf of any candidate for public office, at any time.

Notwithstanding any other provision of these Articles to the contrary, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) and 509(a)(3) of the Internal Revenue Code, or by an organization contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

#### ARTICLE V *Membership*

The Corporation shall not have any members.

#### ARTICLE VI *Directors*

A. General Powers. The property, business, and affairs of the Corporation shall be controlled and managed by the Board of Directors.

B. Number and Qualifications. The method of election or appointment of Directors shall be fixed and governed by the Bylaws. The number of directors of the Corporation shall be nine (9). Three (3) directors shall be residents of the John Knox Village of Central Florida who are not corporate directors of the Supported Organization; three (3) directors shall be corporate directors of the Supported Organization who are not residents of the John Knox Village of Central Florida; and three (3) directors shall be responsible citizens of greater Western Volusia County, Florida, who are neither a resident of the John Knox Village of Central Florida nor a corporate director of the Supported Organization. Notwithstanding the foregoing, the Supporting Organization shall regularly participate in the election of all Directors of the Corporation as more particularly described in the Bylaws.

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## ARTICLE VII

*Registered Office and Agent*

The registered office of the Corporation is located at 2120 South Woodland Boulevard, Suite 209, DeLand, Florida 32720. The current registered agent of the Corporation at that address is Basyle J. Tchividjian.

## ARTICLE VIII

*Dissolution*

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organizations or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code, as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of Volusia County or by the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organizations, as the Court shall determine, which are organized and operated exclusively for such purposes.

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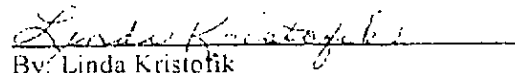
**CERTIFICATE**

Pursuant to Section 617.1007, Florida Statutes, the undersigned certifies that these Amended and Restated Articles of Incorporation of the J.V.K. FOUNDATION, INC. (the "Corporation"), were approved and adopted by the Board of Directors of the Corporation on December 15, 2022.

IN WITNESS WHEREOF, the undersigned, who is a duly authorized officer of the Corporation, executes this document on behalf of the Corporation.

Dated this 15 day of December, 2022.

J.V.K. FOUNDATION, INC.

  
By: Linda Kristofik  
Its: Director; Chair

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