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Florida Department of State
Division of Corporations
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Division of Corporations
Fax Number : (850)617-6386

From:

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COR AMND/RESTATE/CORRECT OR O/D RESIGN
DUNKLIN CHRISTIAN TRAINING CENTER, INC.

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Amended And Restated
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APR 26 2012

T. ROBERTS

4/20/2012

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Dunklin Christian Training Center, Inc.

DOCUMENT NUMBER: N92000000845

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

Please return all correspondence concerning this matter to the following:

Jennifer L. Williamson

(Name of Contact Person)

Crary Buchanan, P.A.

(Firm/ Company)

759 SW Federal Highway, Suite 106

(Address)

Stuart, FL 34994

(City/ State and Zip Code)

jlw@crarybuchanan.com

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

For further information concerning this matter, please call:

Lisa R. Taube

(Name of Contact Person)

at 772 , 233-4602

(Area Code & Daytime Telephone Number)

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

- | | | | |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
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(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

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**AMENDED & RESTATED ARTICLES OF INCORPORATION
of
DUNKLIN INTERNATIONAL TRAINING CENTER, INC.**

ARTICLE I

NAME and PRINCIPAL ADDRESS

The name of this corporation shall be: Dunklin International Training Center, Inc. (hereinafter entitled "Corporation"). The principal address of the Corporation shall be: 3342 SW Hosanah Lane, Okeechobee, Florida 34974.

ARTICLE II

ENABLING LAW

The Corporation is organized pursuant to Chapter 617, Florida Statutes, as a corporation not-for-profit.

ARTICLE III

PURPOSE

Section 1. The purposes for which the Corporation is organized are exclusively charitable, religious, scientific and educational, within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended and the Regulations promulgated there under.

Section 2. The primary purpose of the Corporation is to provide financial support for the treatment of the men enrolled in the alcohol and drug rehabilitation program of Dunklin Memorial Church, Inc. Other purposes of the Corporation include providing various social and educational services and programs to treat and eliminate alcohol and drug addictions and related concerns, enhancing public education and knowledge regarding addiction, facilitating the return of addicts to productive lives among families, friends, and the business community, and engaging in any other activity which furthers these purposes or are ancillary or incident thereof. The general overall purpose is to enhance the public welfare within Florida and beyond through services and programs based in the Christian faith.

Section 3. Groups targeted for assistance include, but are not limited to: a) those addicted to alcohol and/or a broad variety of prescription and non-prescription drugs, b) those experiencing personal problems threatening family relationships, and c) prison inmates.

Section 4. In order to fund the costs of these purposes, the Corporation intends to seek support from the myriad of public and private resources available to charitable organizations as well as individual donations and corporate sources. It may also establish one or more permanent dedicated funding sources (such as an endowment fund) with the annual earnings to be used to offset recurring costs and expenses involved in designing, promoting, and implementing various programs and services.

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Section 5. These purposes may be accomplished through a variety of tasks undertaken in concert with medical and social service communities, as well as other not-for-profit and religious organizations. The activities of the Corporation may include: a) design and implementation of various programs and activities to meet the special needs of the addicted population; b) assistance with management and administration of services at the various Corporation facilities and locations; c) coordination of activities with other social service, religious, or medical institutions and agencies as appropriate; d) publication of the Corporation's capabilities and services; e) sponsorship of speakers and representatives of religious organizations, medical institutions, and public agencies involved in addiction treatment; f) assembly, preparation and dissemination of statistical data concerning addiction and treatment; g) sponsorship of educational programs and seminars on services to addicts; h) sponsorship of studies and/or research on addiction and programs related thereto.

ARTICLE IV

AUTHORITY

The Corporation shall be empowered to exercise all powers prescribed by law and all powers necessary and incidental to the fulfillment of its purposes, including but not limited to:

1. The power to acquire by gift, devise, bequest, purchase, lease or otherwise, and to hold, own, occupy, use, manage, improve, develop, maintain, lease, sell, mortgage, transfer, invest in or reinvest in, or otherwise deal with any real or personal property (tangible or intangible) of whatever kind and description and wherever situated, or with any estate or interest, legal or equitable, in the property;
2. To borrow money and to make, accept, endorse, execute and issue promissory notes and other obligations in payment for property acquired or money borrowed; and to do all such other acts as are necessary or convenient to carry out the purposes set forth in these Articles;
3. To contract for the operation or management of any part of the Corporation;
4. To advertise and promote within or without the State as to the programs of the Corporation;
5. To sell, convey, or otherwise dispose of any property, and to invest, reinvest, or deal with the principle thereof in such manner as, in the judgment of the Corporation's Board of Directors, will best promote the purposes of the Corporation, without limitation, except such limitations as may be contained in the instrument under which such property is received, these Articles, the By-Laws, or any other law applicable thereto;
6. To receive income from various sources, including fees, rent, grants, loans, and/or any other appropriate source determined to be necessary to carry out the purposes of the Corporation, and to determine the best use of those receipts through preparation of annual budgets, approved by the Board of Directors and with the guidance of a Certified Public Accountant and other professionals as

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warranted, except that no dividends or part of any income shall inure or be paid to any member of the Board of Directors or other persons affiliated with the Corporation, excepting only salaries for hired staff and professional assistance;

7. To have and exercise any and all powers to do all things necessary and proper to carry out and accomplish the above objects and purposes and of such other objects and purposes as are deemed necessary or proper by its Board of Directors; furthermore, the Corporation shall have all of the powers of a not-for-profit corporation organized and existing under the laws of the State of Florida, provided, however, that the Corporation is not empowered to engage in any activity that in itself is not in furtherance of its purposes set forth above;
8. To the extent permitted by law, to exercise its rights, powers, and privileges by holding meetings of its members and the Board of Directors, by employing personnel, and by establishing branches, sub-divisions, and agencies, in any part of the world;
9. Notwithstanding the powers and purposes enumerated elsewhere in these Articles, the Corporation shall be restricted as follows: 1) no part of the net earnings of the Corporation shall inure to the benefit of any member of the Board of Directors, other member, officer, or other associate or representative of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation in effecting one or more of its purposes); 2) no member of the Board of Directors shall be entitled to share in the distribution of the Corporation's assets upon dissolution of the Corporation; 3) the Corporation shall not carry on any activities not permitted to be undertaken by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or any other corresponding provisions of any subsequent provisions of United States Internal Revenue Law; 4) no substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and 5) the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE V

TERM

The period of duration of the Corporation shall be perpetual, unless dissolved according to law.

ARTICLE VI

MEMBERS

The members of the Corporation shall be the members of the Board of Directors of the Corporation as elected/appointed from time to time pursuant to these Articles and the Bylaws of the Corporation.

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ARTICLE VII**INCORPORATORS**

The names and residences of the original incorporators to the original Articles of Incorporation that were filed on December 17, 1992 are:

Hugh Murrow Okeechobee, FL	Lou Carey Okeechobee, FL	Donald Evans Indiantown, FL
Jerry Jolicouer Okeechobee, FL	Fred Beeson Jupiter, FL	Guy R. Strayhorn Fl. Myers, FL

ARTICLE VIII**BOARD/MANAGEMENT OF CORPORATE AFFAIRS**

The powers of the Corporation shall be exercised, its properties controlled, and its affairs conducted by the Board of Directors. The number of Directors herein provided for shall be set forth in the By-Laws, providing however that except for the initial Board set forth below, there shall never be fewer than six (6) nor more than twelve (12) members on the Board of Directors. The names and addresses of the Board of Directors who are to act in that capacity until the election of successors are:

Donald E. Evans 3342 SW Hosanah Ln. Okeechobee, FL 34974	Hugh Murrow 3342 SW Hosanah Ln. Okeechobee, FL 34974	Todd Haskell 3342 SW Hosanah Ln. Okeechobee, FL 34974
Fred Beeson 3342 SW Hosanah Ln. Okeechobee, FL 34974	Guy Strayhorn 3342 SW Hosanah Ln. Okeechobee, FL 34974	Jesse Jones 3342 SW Hosanah Ln. Okeechobee, FL 34974
Rich Boggs 3342 SW Hosanah Ln. Okeechobee, FL 34974	Jerry Jolicouer 3342 SW Hosanah Ln. Okeechobee, FL 34974	Bob Crowe 3342 SW Hosanah Ln. Okeechobee, FL 34974
Roy Wiley 3342 SW Hosanah Ln. Okeechobee, FL 34974		

ARTICLE IX**REGISTERED OFFICE AND AGENT**

The street address of the Corporation's registered agent and the name of its registered agent at that address are as follows:

Jennifer L. Williamson, Esq.	759 SW Federal Hwy, Ste. 106, Stuart, FL 34994.
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ARTICLE X**OFFICERS**

The officers of the Corporation shall consist of a President, one or more Vice Presidents, a Secretary and a Treasurer. The officers of the Corporation shall be elected by the Board of Directors of the Corporation and their duties defined in accordance with the provisions of the By-Laws of the Corporation. The same person, except for the offices of President and Secretary, may hold any two (2) or more offices. Officers must be members of the Board of Directors. The officers are:

Donald E. Evans	President
Hugh Murrow	Vice President
Todd Haskell	Secretary
Hugh Murrow	Treasurer

ARTICLE XI**DISSOLUTION**

In the event of dissolution of the Corporation, the residual assets of the Corporation will be distributed to one or more organizations of the type described in Sections 501 (c)(3) and 170 (c)(2) of the Internal Revenue Code of 1986, and corresponding provisions of any subsequent federal tax laws, or to the federal, state, or local government, for exclusive public purposes and use.

ARTICLE XII**BY-LAWS**

By-laws will be hereinafter adopted at the first meeting of the Board of Directors. Such By-Laws may be amended or repealed in whole, or in part, in the manner provided therein. Any amendment to the By-Laws shall be binding on all members of the Corporation.

ARTICLE XIII**AMENDMENTS OF ARTICLES**

Amendments to these Articles may be proposed by a Director and presented to a quorum of the Board of Directors for their vote. Amendments may be adopted by a vote of a majority of members of the Board of Directors of the Corporation.

ARTICLE XIV**INDEMNIFICATION**

Every Director and every officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees reasonably incurred by or imposed by him in connection with any proceeding to which he may be a party, or in which he may become involved, by reason of his being or having been a

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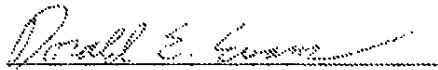
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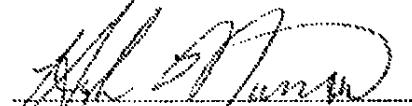
Director or officer of the Corporation, or any settlement thereof, whether or not he is a Director or officer at the time such expenses are incurred, except in such cases wherein the Director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or officer may be entitled.

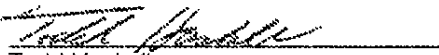
ARTICLE XV**NONDISCRIMINATION**

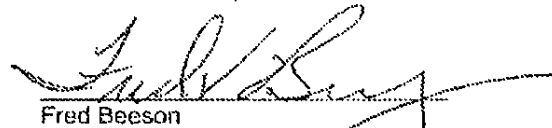
The Corporation shall strive to not discriminate against any person on the basis of race, creed, national origin, age or handicap.

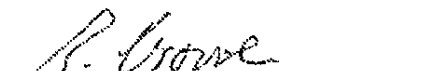
IN WITNESS WHEREOF, the undersigned Directors, representing a majority of the Board adopting and approving these amendments, executed these Amended & Restated Articles of Incorporation, this 11 day of April, 2011.

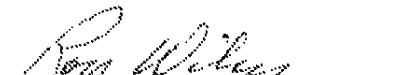

Donald E. Evans


Hugh Murrow


Todd Haskell


Fred Beeson


Bob Crowe


Roy Wiley

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State of Florida
County of Martin

Before me, the undersigned Notary Public, personally appeared Donald E. Evans, Hugh Murrow, Todd Haskell, Fred Beeson, Bob Crowe and Roy Wiley, who, being first duly sworn, acknowledged to me that they are Directors of Dunklin International Training Center, Inc., and the ones who executed the foregoing Amended & Restated Articles of Incorporation, and that they executed the same for the purposes therein expressed.

Witness my hand and seal this 11th day of April, 2012.



NICHOLAS REYNOLDS
NOTARY PUBLIC
STATE OF FLORIDA
Comm# EEB10623
Expires 9/26/2014

[Signature]
Notary Public, State of Florida at large

ACKNOWLEDGMENT AND ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for DUNKLIN INTERNATIONAL TRAINING CENTER, INC., at the place (i.e., registered office) designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said place (registered office).

[Signature]
Jennifer L. Williamson, Esq.

Crary-Buchanan
759 SW Federal Hwy., Ste. 106
Suwanee, FL 34994

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Articles of Amendment
to
Articles of Incorporation
of

Dunklin Christian Training Center, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

N92000000845

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

Dunklin International Training Center, Inc.

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

759 SW Federal Highway, Suite 106

(Florida street address)

New Registered Office Address:

Stuart

(City)

Florida

34994

(Zip Code)

New Registered Agent's Signature, If changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

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If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:
(Attach additional sheets, if necessary)

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

<u>X</u> Change	<u>PT</u>	<u>John Doe</u>
<u>X</u> Remove	<u>V</u>	<u>Mike Jones</u>
<u>X</u> Add	<u>SV</u>	<u>Sally Smith</u>

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F. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

Please see attached Amended and Restated Articles of Incorporation.

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The date of each amendment(s) adoption: April 11, 2012

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 4/11/12

Signature Donald E. Evans

(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator -- if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Donald E. Evans

(Typed or printed name of person signing)

President

(Title of person signing)

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