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COMMUNITY CHURCH OF MANDARIN

July 11, 2000

Edward Willis GAVE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State Division of Corporations
Amendment Section
Attention: Darlene Connell
409 East Gaines Street
Tallahassee, Florida 32399

AUTHORIZATION BY PHONE TO
Heading NAME OF CHURCH: Grace Community Church of Mandarin
CORRECT Initial & address
DATE 7-12-00 Statement
DOC. EXAM. D. Connell

Dear Ms. Connell,

Grace Community Church of Mandarin is pursuing federal tax exemption under Internal Revenue Code 501(c)(3). In this process, we are required to amend our Articles of Incorporation with the state of Florida.

Enclosed are all the necessary documents to accomplish an amendment, as well as payment for the service. Please send your response to the following address via the enclosed Federal Express prepaid envelope:

Grace Community Church of Mandarin
5991 Chester Avenue, Suite #201
Jacksonville, Florida 32217

In the meantime, if you have any questions, please contact me via:

Phone: (904) 268-8854
Fax: (904) 425.3417
Email: edward@gracejax.com

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The federal review board has given us a short amount of time to complete this, so your alacrity would be very much appreciated.

Many thanks,

Edward Willis

Edward Willis
Music Pastor

Amendment
7-12-00
DC

ENCLOSURES

"Grow in the grace and knowledge of our Lord and Savior Jesus Christ" 2 Peter 3:18

P.O. Box 24444 • JACKSONVILLE, FL • 32241-4444 • 904 • 268 • 8854

ARTICLES OF AMENDMENT

Grace Community Church of Mandarin, Inc.

Change ARTICLE II to read:

The street address of the principal office and mailing address of this Corporation shall be:

Grace Community Church of Mandarin, Inc.
P.O. Box 24444
Jacksonville, Florida 32241-4444

Change ARTICLE VI to read:

The name and address of the **registered agent is:**

Troye Scott Christmas
4104 Nakema Drive South
Jacksonville, Florida 32257

Change ARTICLE VII to read:

The name and address of each **director is:**

Troye Scott Christmas
4104 Nakema Drive South
Jacksonville, Florida 32257

Mark Beckworth
623 North Main Street
Jacksonville, Florida 32202

John Monday
151 Mayall Drive West
Jacksonville, Florida 32220

Change ARTICLE III to read:

"The general nature and the objects of the corporation shall be religious, charitable, and such other, as are generally carried on by conservative, Protestant Churches of the United States; to organize, maintain, operate and conduct such Churches, departments or agencies, so as to carry out the above mentioned purposes; to own, control, lease, purchase or take by gift, devise, bequest or otherwise, and to convey, dispose, encumber, lease and to do all things and exercise all powers which a natural person might do and exercise control over real and personal property of every nature and kind whatsoever. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its

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members, trustees, 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 Section 501(c)(3) purposes. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempt 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, or in opposition to, any candidate for public office."

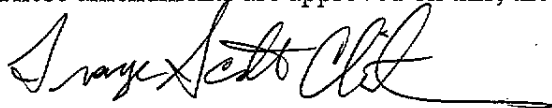
Change ARTICLE VIII to read:

"No part of the net earnings, properties or assets of this corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual or any member or director of this corporation. On liquidation or dissolution all properties and assets of this corporation remaining after paying or providing for all debts and obligations shall be distributed and paid over to such fund, foundation or corporation organized and operated for religious purposes as the board of directors shall determine, and as shall at the time qualify as a tax-exempt organization under Internal Revenue Code Section 501(c)(3), or as the same may be amended."

Change ARTICLE IX to read:

"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 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.)"

There are no members or members entitled to vote on the amendment. The amendments were adopted by the board of directors on July 11, 2000.
These amendments are approved on this, the eleventh day of July, 2000.

 7/11/00

Troye Scott Christmas, Pastor-teacher