

N97000005100

Lutheran Retirement Campus  
280 E. Merritt Ave  
Merritt Island, FL 32953

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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00 AUG 28 AM 9:27  
DIVISION OF CORPORATIONS

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SP  
9/18/00



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

August 29, 2000

Lutheran Retirement Campus of Merritt Island Inc.  
280 E. Merritt Ave.  
Merritt Island, FL 32953

SUBJECT: LUTHERAN RETIREMENT CAMPUS OF MERRITT ISLAND  
INCORPORATED  
Ref. Number: N97000005100

We have received your document for LUTHERAN RETIREMENT CAMPUS OF MERRITT ISLAND INCORPORATED. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The fee to file articles of amendment is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

The Division of Corporations does not file bylaws or amendments to bylaws and this document is being returned.

Please return a copy of this letter along with your document to ensure proper handling.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6901.

Susan Payne  
Senior Section Administrator

Letter Number: 300A00046098

RECEIVED  
00 SEP 15 PM 12:54  
DIVISION OF CORPORATIONS

**ARTICLES OF AMENDMENT  
TO  
RESTATED ARTICLES OF INCORPORATION  
FOR  
LUTHERAN RETIREMENT CAMPUS OF MERRITT ISLAND  
INCORPORATED**

**FILED**  
00 SEP 15 PM 1:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Articles III and VII of the Restated Articles of Incorporation of Lutheran Retirement Campus of Merritt Island Incorporated (the "Corporation") are hereby amended by the Corporation's Board of Directors, with the approval of the Council of Faith Lutheran Church, Merritt Island, Florida, Inc., on August 17, 2000. The Corporation is filing these Articles of Amendment to Articles of Incorporation pursuant to Florida Statutes Section 607.1006.

1. The name of the Corporation is Lutheran Retirement Campus of Merritt Island Incorporated.
2. Article III of the Restated Articles of Incorporation of the Corporation is amended to read as follows:

**"ARTICLE III.  
GENERAL PURPOSE**

The general purpose of this Corporation is to provide housing and medical services and facilities, as well as spiritual care through the preaching and teaching of the Word of God, the administration of the Sacraments, and the administration of Christian charity according to the confessional standard of the Evangelical Lutheran Church, for the benefit of residents of the Lutheran Retirement Campus located in Merritt Island, Florida (hereinafter referred to as the "Lutheran Retirement Campus"), and members of the Evangelical Lutheran Church. This Corporation is organized exclusively for charitable, religious, scientific 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 corresponding section of any future federal tax code. The purposes herein generally called "exempt purposes", include, but are not restricted to, the following more specific purposes, but only to the extent that they are in the scope of such purposes:

- a. To provide support and assistance to the members of the Lutheran Church and the organizations and entities supporting its objectives, including Faith Lutheran Church, Inc., Merritt Island, Florida (hereinafter referred to as the "Church"), to advance the membership of such Church, to assist in the expansion of the Church's programs and functions at the Lutheran Retirement Campus and to provide facilities and housing at the Lutheran Retirement Campus for members of the clergy of the Evangelical Lutheran Church, laypersons who are members of such Church, and other persons who are members of the Evangelical Lutheran Church and are interested in and supportive of the aims and objectives of the Church and the Lutheran Retirement Campus.
- b. To establish a place of worship at the Lutheran Retirement Campus at which the Corporation shall regularly conduct worship services, including, prayer meetings, bible studies, religious instruction and such other related religious activities, for the benefit of residents of the Lutheran Retirement Campus and members of the Evangelical Lutheran Church.
- c. To plan, develop and contract for the construction of condominiums and other multi-family housing and to structure the same pursuant to existing Florida Law and any amendments thereto.
- d. To sell or lease the units and other multi-family housing to clergy of the Lutheran Church, laypersons who are members of such Church, and other members of the Lutheran Church who are interested in and supportive of the aims and objectives of the Church and the Lutheran Retirement Campus. To be eligible to occupy a unit or housing at the Lutheran Retirement Campus an applicant must be a professing Christian who:
  - 1. Is baptized in the Name of the Triune God,
  - 2. Leads a Christian life and abstains from manifest works of the flesh (Galations 5).
  - 3. Is an active member of a Lutheran Church.
- e. The sale or lease of units and multi-family housing shall not exceed the housing needs of the Church and none of the housing shall be used for vacation and recreation purposes.

- f. To do and perform any and all other acts and things necessary or incidental to the specific purposes heretofore enumerated."

3. Article VII of the Restated Articles of Incorporation of the Corporation is amended to read as follows:

"ARTICLE VII.  
MANAGEMENT OF CORPORATION

The affairs of the Corporation are to be managed by the Board of Directors. The number of members of the Board of Directors of the Corporation shall be a minimum of five and a maximum of twelve. The members of the Board of Directors shall be subject to approval by the Church and shall be elected or appointed as provided in the By-Laws. The make-up of the Board of Directors shall be specified by the By-Laws of the Corporation. The Pastor and the President of the Church shall be ex-officio members of the Board of Directors of this Corporation. The offices of the president, vice president, and secretary shall not be held by the same person.

The affairs of the Corporation shall be administered by the officers designated in the By-Laws of the Corporation. The officers shall be subject to approval by the Church and shall be elected by the Board as provided in the By-Laws. At least one Board member shall be a resident of the Lutheran Retirement Campus."

4. The Corporation has no members and the foregoing amendments to the Corporation's Restated Articles of Incorporation were adopted by the Corporation's Board of Directors on the day and year set forth above.

[Remainder of page intentionally left blank. Signature page follows.]

IN WITNESS WHEREOF, the undersigned officer of this Corporation hereby acknowledges and executes these Articles of Amendment to Restated Articles of Incorporation on the 11<sup>th</sup> of August, 2000.

Lutheran Retirement Campus of Merritt Island  
Incorporated

By: [Signature]

Print Name: Roger L. Fleck

Title: President

The undersigned hereby consents to the foregoing Articles of Amendment to Restated Articles of Incorporation for Lutheran Retirement Campus of Merritt Island Incorporated and hereby executes these Articles of Amendment to Restated Articles of Incorporation on the 11<sup>th</sup> day of August, 2000.

Faith Lutheran Church, Merritt Island, Florida,  
Inc.

By: [Signature]

Print Name: Betty A. Hughes

Title: Notary

OFFICIAL NOTARY SEAL  
BETTY A. HUGHES  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC629924  
MY COMMISSION EXP. MARCH 16, 2001