

N98000004450

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

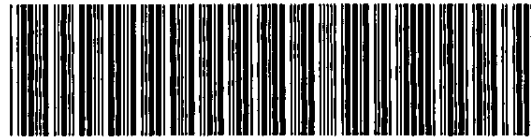
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



200252283372

10/04/13--01040--003 **52.50

FILED
13 OCT 31 PM 4:24
SECRETARY OF STATE
TALLAHASSEE, FL 32399

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Panagia Vlahernon Greek Orthodox Monastery, Inc.

DOCUMENT NUMBER: N98000004450

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

Please return all correspondence concerning this matter to the following:

Achillies Georgiou

(Name of Contact Person)

Panagia Vlahernon Greek Orthodox Monastery, Inc.

(Firm/ Company)

12600 W. Highway 318

(Address)

Williston, Florida 32696

(City/ State and Zip Code)

fathers@panagiavlahernon.org

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

For further information concerning this matter, please call:

Achillies Georgiou

(Name of Contact Person)

at (352) 3325540

(Area Code & Daytime Telephone Number)

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

- | | | | |
|--|--|---|---|
| <input 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 checked="" type="checkbox"/> \$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

FILED
13 OCT 31 PM 4:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



**Panagia Vlahernon
Greek Orthodox Monastery**

12600 West Hwy 318
Williston, FL 32696-4405
Phone: (352) 591-1716 Fax: (352) 591-1719

FLORIDA DEPARTMENT OF STATE

DIVISION OF CORPORATIONS

P.O. BOX 6327

TALLAHASSEE, FL 32314

ATTN: Diane Cushing

October 24, 2013

RE: LETTER# 013A00023997

Pursuant to advice given on referenced letter, enclosed please find the "Restated Articles of Incorporation" for Panagia Vlahernon Greek Orthodox Monastery, Inc. (#N98000004450).

Thank you very much for your attention to this matter.

Yours truly,

Achilles Georgiou



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 14, 2013

ACHILLIES GEORGIU
PANAGIA VLAHERNON GREEK ORTHODOX MONASTE
12600 W. HIGHWAY 318
WILLISTON, FL 32696

SUBJECT: PANAGIA VLAHERNON GREEK ORTHODOX MONASTERY, INC.
Ref. Number: N98000004450

We have received your document for PANAGIA VLAHERNON GREEK ORTHODOX MONASTERY, INC. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please file the document as either Articles of Amendment or Restated Articles of Incorporation pursuant to applicable Florida Statutes.

You cannot file both.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Diane Cushing
Senior Section Administrator

Letter Number: 013A00023997

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
PANAGIA VLAHERNON
GREEK ORTHODOX MONASTERY, INC.**

FILED
13 OCT 31 PM 4:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Panagia Vlahernon Monastery, Inc. amends its Articles of Incorporation to read as follows and hereby adopts the following Restated Articles of Incorporation of said Corporation, which supersede and take the place of its heretofore existing Articles of Incorporation

ARTICLE I

Name

The name of the Corporation shall be Panagia Vlahernon Greek Orthodox Monastery, Inc.

ARTICLE II

Purposes

The Corporation is organized and shall be operated exclusively for charitable, religious and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law) (hereinafter the "Internal Revenue Code"); to engage in activities relating to the aforementioned purposes; and to invest in, receive, hold, use and dispose of all property, real or personal, as may be necessary or desirable to carry into effect the aforementioned purposes.

Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not carry on any 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 (b) by a corporation, contributions to which are deductible under sections 170(c) (2), 2055(a) (2), or 2522(a) (2) of the Internal Revenue Code.

ARTICLE III

Powers

The corporation shall have all powers conferred upon nonstock, nonprofit corporations organized under Chapter 617 of the Florida Statutes and any successor fulfillment of its above-stated purposes.

The Corporation shall not engage in any of the following activities:

(1) The Corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office.

(2) No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting, to influence legislation; provided, however, that this provision shall not apply to activities consisting of carrying on propaganda, or otherwise attempting, to influence legislation, to the extent the Corporation has made an election pursuant to and remains in compliance with the restrictions of Section 501(h) of the Internal Revenue Code.

(3) No dividends shall be paid and no part of the net earnings of the Corporation shall inure to the benefit of any private individual within the meaning of Section 501(c) (3) of the Internal Revenue Code.

ARTICLE IV

Members

The Corporation shall have no members with voting rights.

ARTICLE V

Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors. The current number of Directors constituting the Board of Directors is three (3); hereafter, the number and manner of election or appointment of Directors and their terms of office shall be as provided in the Bylaws, but the number of Directors shall not be less than three (3).

ARTICLE VI

Dissolution and Liquidation

In the event of dissolution of the Corporation, no liquidating or other dividends and no distribution of property owned by the Corporation shall be declared or paid to any private individual, but the net assets of the Corporation shall be distributed as follows:

(1) All liabilities and obligations of the Corporation shall be paid, satisfied and discharged, or adequate provision shall be made therefore;

(2) The real property and improvements located at 12600 West Highway 318, Williston, Florida (the "Property") shall be distributed to the Diocese of Atlanta, provided that the Diocese of Atlanta is then recognized by the Internal Revenue Service as an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code") and that the Diocese then adheres and conforms to the Sacred Canons and Traditions of the Fathers of the One Holy Eastern Apostolic Church and acts and conducts itself in accordance with the decisions and terms of the Seven Ecumenical Councils and of the regional councils of the Orthodox Church and the Holy Fathers. If the Diocese is not then an organization described in Section 501(c) (3) of the Code or if the Diocese no longer adheres and conforms to the Sacred Canons and Traditions of the Fathers of the One Holy Eastern Apostolic Church or no longer acts and conducts itself in accordance with the decisions and terms of the Seven Ecumenical Councils and of the regional councils of the Orthodox Church and the Holy Fathers, the Property shall be distributed as provided in paragraph (3) below.

(3) All remaining assets shall be distributed to one or more organizations described in Section 501(c) (3) of the Internal Revenue Code as determined in the plan to dissolve adopted by the Board of Directors of the Corporation. Any assets not disposed of pursuant to the foregoing provisions shall be distributed by the Circuit Court of the county in which the principal office of the Corporation is located to one or more organizations described in Section 501(c) (3) of the Internal Revenue Code, or to a governmental unit referred to in Section 170(c) (1) of the Internal Revenue Code exclusively for public purposes, as such court shall determine.

ARTICLE VII

Amendment

These Articles may be amended in the manner now or hereafter provided in the Florida Statutes.

ARTICLE VIII

Miscellaneous


Section 1. The name and address of the registered agent of the corporation is Modesto Alexopoulos, 12600 West Highway 318, Williston, Florida 32696.

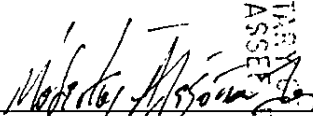
Section 2. The mailing address in Florida of the principal office of the Corporation is in Marion County at 12600 West Highway 318, Williston, Florida 32696.

The undersigned officers of the Corporation certify that there are no members of the Corporation having voting rights with the respect to the amendment and restatement of the Articles of Incorporation and the foregoing Restated Articles of Incorporation of this Corporation were adopted by unanimous consent of the Board of Directors on September 02, 2013.

IN WITNESS WHEREOF, I have unto set my hand this 2nd day of September, 2013.

Attest:


Its: Secretary


Its: President



FILED
13 OCT 31 PM 4:24
SECRETARY
TALLAHASSEE
FLORIDA