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**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
GOOD NEWS UNITED METHODIST CHURCH, INC.**

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April 28, 2023

FLORIDA DEPARTMENT OF STATE

Division of Corporations

GOOD NEWS UNITED METHODIST CHURCH, INC.

P.O. BOX 1540

SANTA ROSA BEACH, FL 32459

SUBJECT: GOOD NEWS UNITED METHODIST CHURCH, INC.

REF: N98000004684

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Tammi Cline

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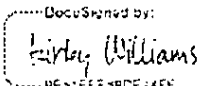
Letter Number: 223A00009557

**CERTIFICATE ACCOMPANYING  
AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
GOOD NEWS UNITED METHODIST CHURCH, INC.**

Pursuant to the provisions of *Section 617.1007* of the Florida Not For Profit Corporation Act, the undersigned authorized representative of GOOD NEWS UNITED METHODIST CHURCH, INC. (the "Corporation"), hereby certifies that:

- FIRST: The name of the corporation is Good News United Methodist Church, Inc. and its articles of incorporation were filed with the Florida Department of State on August 11, 1998 and assigned Document Number N98000004684. These Amended and Restated Articles of Incorporation change the name of the Corporation to "GOOD NEWS METHODIST CHURCH, INC."
- SECOND: The members of the Corporation approved the adoption of these Amended and Restated Articles of Incorporation at a church conference held on February 9, 2023 and the number of votes cast was sufficient for approval.
- THIRD: These Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation and any amendments thereto.

**GOOD NEWS UNITED METHODIST  
CHURCH, INC., a Florida corporation not for  
profit**

By:  \_\_\_\_\_  
Kirby H. Williams, President

AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
GOOD NEWS METHODIST CHURCH, INC.

The undersigned, Kirby H. Williams, a natural person competent to contract, hereby presents these Amended and Restated Articles of Incorporation as the Articles of Incorporation of Good News Methodist Church, Inc. (the "Articles") under the provisions of Chapter 617, *Florida Statutes*.

ARTICLE I – NAME AND PRINCIPAL OFFICE

The name of the corporation is Good News Methodist Church, Inc. (the "Church"), and the initial principal office and mailing address of the Church is 4747 Hwy 98 W., Santa Rosa Beach, Florida 32459.

ARTICLE II – PURPOSE

This Church is organized, and at all times shall be operated exclusively as, a charitable organization for charitable, religious, educational and scientific purposes within the meaning of Section 501(c)(3) under the applicable provisions of the United States Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue law) and its regulations (as they now exist or may hereafter be amended) (collectively, the "Code").

Specifically, the Church is organized and operated to operate a local church which initially intends to conduct its affairs as a Free Methodist Church, to unite together to preach the Word, administer the sacraments, and carry out God's mission, in the name of the Father and of the Son and of the Holy Spirit in accordance with the Book of Discipline of the Free Methodist Church of North America and to receive and maintain a fund or funds of real or 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 Section 501(c)(3).

ARTICLE III – LIMITATIONS

No part of the net earnings of the Church shall inure to the benefit of any council member or officer of the Church, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Church in effecting one or more of its purposes), and no council member or officer of the Church, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Church. No substantial part of the activities of the Church shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Church shall not participate or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

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

#### ARTICLE IV - MEMBERS

The Church shall have members as provided in the bylaws of the Church.

#### ARTICLE V - TERM OF EXISTENCE

The term of existence of the Church shall be perpetual until terminated pursuant to these Articles, the bylaws of the Church, and applicable law.

#### ARTICLE VI - CHURCH COUNCIL

The affairs of the Church shall be managed by the members of the Church Council. The Church Council members shall be elected, removed and/or reelected as provided in the bylaws of the Church. The Church shall initially have twelve (12) Church Council members. The number of Church Council members may be either increased or diminished from time to time as provided in the bylaws of the Church, but there shall never be less than three (3) Church Council members.

#### ARTICLE VII - OFFICERS

The Church shall have such officers consisting of a President, Vice President, Treasurer, Lead Pastor and Executive Pastor, and such other officers as the Church Council shall in its discretion determine necessary or appropriate for accomplishing the objectives of the Church. The officers shall be elected by the Church Council at the annual meeting of the Church Council or as otherwise provided in the Church's bylaws.

The names and addresses of the initial President, Vice President, Treasurer, Lead Pastor and Executive Pastor until the next election are:

President:	Kirby Williams	237 Botany Blvd, Santa Rosa Beach, FL 32459
Vice President:	Andy Butcher	254 White Cottage Road, Santa Rosa Beach, FL 32459
Treasurer:	Tanner Peacock	24 Christian Drive Santa Rosa Beach, FL 32459
Lead Pastor:	Brad Goode	114 Bryant Road, Santa Rosa Beach, FL 32459
Executive Pastor:	Scott Lees	7 Cambium Court, Inlet Beach, FL 32461

#### ARTICLE VIII - LIMITATION OF LIABILITY

To the fullest extent that the law of the State of Florida, as it now exists or as it may hereafter be amended, permits the elimination of or limitation of the liability of directors or officers, no Church Council member or officer of the Church shall be liable for monetary damages for any action taken or for any failure

to take any action. Repeal or modification of this Article shall be prospective only and shall not adversely affect any limitation on the personal liability of a Church Council member or officer of the Church existing at the time of repeal or modification. For purposes of this Article VIII, "director" includes any person who serves on a board or council of the Church in an advisory capacity.

#### **ARTICLE IX – AMENDMENT**

The Church reserves the right to amend or repeal any provisions contained in these Articles or any amendment to them by the affirmative vote of two-thirds of all council members then in office at a regular or special meeting of the Church Council called for that purpose and all rights and privileges conferred upon the Church Council and officers of the Church are subject to this reservation.

#### **ARTICLE X – BYLAWS**

The bylaws of the Church are to be made, altered, amended, or repealed by the affirmative vote of two-thirds of all council members then in office at a regular or special meeting of the Church Council called for that purpose.

#### **ARTICLE XI – DISTRIBUTION ON DISSOLUTION**

Upon dissolution of the Church, or the winding up of its affairs, the assets of the Church shall be distributed, in the manner determined by the Church Council, solely to charitable, religious, scientific, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or may hereinafter be amended.

No council member or officer of the Church, nor any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Church.

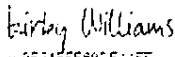
#### **ARTICLE XII – REGISTERED OFFICE AND AGENT**

The address of the registered office of the Church is 60 Clayton Lane, Santa Rosa Beach, FL, and the name of the registered agent at that address is Kirby H. Williams.

#### **ARTICLE XIII – EFFECTIVE DATE**

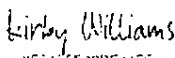
The effective date of these Articles shall be the date these Amended and Restated Articles of Incorporation are filed with the Florida Department of State.

The undersigned has executed these Amended and Restated Articles on the date set forth below.

DocuSigned by:  
  
9E31FE89DE44FE  
KIRBY H. WILLIAMS  
Date: April 25, 2023

REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of Good News Methodist Church, Inc. Further, I am familiar with and accept the duties and obligations of such designation.

DocuSigned by:  
  
9E31FE89DE44FE  
KIRBY H. WILLIAMS  
Date: April 25, 2023

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