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(Requestor's Name)

Celebration Church
P.O. Box 551341
Jacksonville FL 32255

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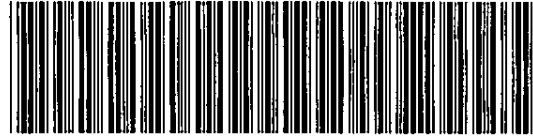
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DR
11/7/14

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF**

CELEBRATION CHURCH OF JACKSONVILLE, INC.

FILED
2013 DEC 26 PM 4:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of the Florida Not For Profit Corporation Act, Celebration Church of Jacksonville, Florida, Inc. (the "Corporation") hereby adopts the following Amended and Restated Articles of Incorporation.

ARTICLE 1

The name of the Corporation is Celebration Church of Jacksonville, Inc. The Corporation was incorporated on December 23, 1998, pursuant to the Florida Not For Profit Corporation Act, and the supplements thereto. The Corporation hereby adopts the Amended and Restated Articles of Incorporation and all previous amendments thereto are hereby deleted in their entirety and amended and restated as set forth in Exhibit A.

ARTICLE 2

The Amended and Restated Articles of Incorporation amends the prior Articles of Incorporation of the Corporation by modifying the purposes and limitations of the Corporation; by modifying the powers of the Corporation; by adding IRS compliance language; by modifying the provision regarding dissolution of the Corporation; by updating the information regarding the members of the Board of Directors of the Corporation; by adding a provision allowing for limited liability of board members; by adding a provision regarding indemnification; and by adding a provision allowing the Board of Directors of the Corporation to act by written consent.

ARTICLE 3

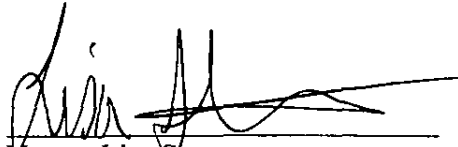
Each such amendment made by the Amended and Restated Articles of Incorporation has been effected in conformity with the provisions of the Florida Not For Profit Corporation Act and such Amended and Restated Articles of Incorporation and each such amendment made by the Amended and Restated Articles of Incorporation was adopted on November 27, 2013, in the following manner:

The Amended and Restated Articles of Incorporation and the amendments made by such Amended and Restated Articles of Incorporation were adopted at a meeting of the Board of Directors of the Corporation held on November 27, 2013, at which a quorum was present, and the Amended and Restated Articles of Incorporation and the amendments made by such Amended and Restated Articles of Incorporation received the vote of a majority of board members. There are no members with voting rights.

ARTICLE 4

The Articles of Incorporation and all amendments thereto are hereby superseded by the attached Amended and Restated Articles of Incorporation (Exhibit A) which accurately copy the entire text thereof including any previous amendments and as amended as set forth above.

IN WITNESS HEREOF, the undersigned Corporation has caused this Amended and Restated Articles of Incorporation to be signed by a duly authorized officer thereof this 15 day of December, 2013.

A handwritten signature in black ink, appearing to read 'Lisa Stewart', is written over a horizontal line.

Name: Lisa Stewart

Title: Secretary

EXHIBIT A

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
CELEBRATION CHURCH OF JACKSONVILLE, INC.**

Celebration Church of Jacksonville, Inc. (the "Corporation") hereby adopts the following Amended and Restated Articles of Incorporation for such Corporation pursuant to the provisions of the Florida Not For Profit Corporation Act (the "Act"). The Corporation hereby adopts Amended and Restated Articles of Incorporation which accurately reflect changes to the Articles of Incorporation and all amendments thereto that are in effect to date as further amended by such Amended and Restated Articles of Incorporation as hereinafter set forth.

The Corporation's original Articles of Incorporation and all subsequent amendments thereto, are hereby deleted in their entirety and amended and restated as follows:

**ARTICLE 1
NAME AND PRINCIPAL OFFICE**

The name of the Corporation is Celebration Church of Jacksonville, Inc. The current principal office of the Corporation in the State of Florida shall be located at 10302 Deerwood Park Boulevard, Ste. #104, Jacksonville, FL 32256.

**ARTICLE 2
NONPROFIT CORPORATION**

The Corporation is a nonprofit corporation organized under the Florida Not For Profit Corporation Act and shall have all of the powers, duties, authorizations, and responsibilities as provided therein. Notwithstanding the foregoing, the Corporation shall neither have nor exercise any power, nor engage directly or indirectly in any activity that would invalidate its status as an organization exempt from federal income tax and described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision or provisions of any subsequent United States Internal Revenue law or laws (the "Internal Revenue Code of 1986").

**ARTICLE 3
DURATION**

The period of the Corporation's duration is perpetual, notwithstanding subsequent action by the Board of Directors of the Corporation.

ARTICLE 4 PURPOSES

The Corporation is formed for any lawful purpose or purposes not expressly prohibited under the Florida Not For Profit Corporation Act. The Corporation is organized and shall be operated exclusively for religious, charitable, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Notwithstanding the foregoing, the Corporation's purposes also include the limited participation of the Corporation in any other activities, including taxable activities, but only to the extent the activities would be permitted by a tax-exempt organization. More particularly, but without limitation, the purposes of this Corporation are:

- (a) Minister the Word of God;
- (b) Conduct regular religious worship services through various forms of ministries;
- (c) Promote and encourage, through ministries of the Church, cooperation with other organizations ministering within the community;
- (d) Spread the Word of the Gospel by ministering to all through seminars, radio, television, and other forms of mass media;
- (e) Conduct a local and international Church by the direction of the Lord Jesus Christ and under the leadership of the Holy Spirit in accordance with all the provisions as set forth in the Bible;
- (f) Maintain local Church and missionary facilities to propagate the gospel of Jesus Christ both at home and in foreign lands and to support and send missionaries throughout the world;
- (g) Conduct a school for ministers and leaders;
- (h) License and ordain qualified individuals including graduates of ministerial schools;
- (i) Collect and disburse any and all necessary funds for the maintenance of the Church and the accomplishment its purpose within the State of Florida and elsewhere around the world; and
- (j) Make distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 as amended.

The Church is also organized to promote, encourage, and foster any other similar religious, charitable and educational activities; to accept, hold, invest, reinvest and administer any gifts, legacies, bequests, devises, funds, and property of any sort or nature, and to use, expend, or donate the income or principal thereof for, and to devote the same to, the foregoing purposes of the Church; and to do any and all lawful acts and things which may be necessary, useful, suitable, or proper for the furtherance of accomplishment of the purposes of this Church. Provided, however, no act may be performed which would violate Section 501(c)(3) of the Internal Revenue Code of 1986, as it now exists or as it may hereafter be amended.

ARTICLE 5 POWERS AND RESTRICTIONS

Except as otherwise provided in these Articles of Incorporation and in order to carry out the above-stated purposes, the Corporation shall have all those powers set forth in the Act, as it now exists or as it may hereafter be amended. Moreover, the Corporation shall have all implied powers necessary and proper to carry out its express powers. The powers of the Corporation to promote the purposes set out above are limited and restricted in the following manner:

(a) The Corporation shall not pay dividends and no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its organizers, officers or other private persons, except that the Corporation shall be authorized and empowered to make payments and distributions (including reasonable compensation for services rendered to or for the Corporation) in furtherance of its purposes as set forth in these Articles of Incorporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by (i) a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws, or (ii) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws.

(b) In the event this Corporation is in any one year a "private foundation" as defined by Section 509(a) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws, it shall be required to distribute its income for such taxable year at such time and in such manner as not to subject the foundation to taxation under Section 4942 of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws; and further shall be prohibited from: (i) any act of "self dealing" as defined in Section 4941(d) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws; (ii) retaining any "excess business holdings" as defined by Section 4943(c) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws; (iii) making any investments in such manner as to subject the foundation to taxation under Section 4944 of the Internal Revenue Code of 1986, as amended, or corresponding provisions any subsequent federal tax laws; or (iv) making a taxable expenditures as defined in Section 4945(d) of the internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws.

(c) The Corporation shall not accept any gift or grant if the gift or grant contains major conditions which would restrict or violate any of the Corporation's religious, charitable, or educational purposes or if the gift or grant would require serving a private as opposed to a public interest.

ARTICLE 6 DISSOLUTION

Upon the dissolution of the Corporation, the Corporation shall, after paying or making provision for payment of all the liabilities of the Corporation, distribute all of the assets of the Corporation to any organization designated by the Board of Directors of the Corporation which is of like faith and order and is exempt from taxes under Internal Revenue Code Section 501(c)(3) (or the corresponding provision of any future tax law of the United States).

ARTICLE 7 MEMBERSHIP

The Corporation shall have one or more classes of members. The number, qualifications, and relative rights of each class shall be as set forth in the Corporation's Bylaws. The Corporation is a church and the management of its affairs shall be vested in its Board of Directors in the absence of an express provision to the contrary in the Bylaws.

ARTICLE 8 REGISTERED OFFICE AND AGENT

The street address of the registered office of the Corporation is 10302 Deerwood Park Boulevard, Ste. #104, Jacksonville, FL 32256. The name of the registered agent at this office is Charles Stovall Weems IV.

ARTICLE 9 BOARD OF DIRECTORS

Plenary power to manage and govern the affairs of the Corporation is vested in the Board of Directors of the Corporation. The qualifications, manner of selection, duties, terms, and other matters relating to the Board of Directors of the Corporation shall be provided in the Bylaws. The Board of Directors shall consist of at least three (3) persons. The number of Directors may be increased or decreased pursuant to the Bylaws; however, the number of Directors may not be decreased to less than three (3). Directors need not be residents of Florida. The current Board of Directors shall consist of the following six (6) persons:

<u>Name of Board Member</u>	<u>Street Address</u>
Charles Stovall Weems IV	13819 Tortuga Point Jacksonville, FL 32225
David Branker	12082 Brandon Lake Drive Jacksonville, FL 32258

Fitzhugh Powell, Jr.	1204 Morvenwood Road Jacksonville, FL 32207
Chris Brooks	7771 Crosstree Ln Jacksonville, FL 32256
Steve Riddle	4633 Pecos Court St. Johns, FL 32259
Todd Gicalone	1209 Hideaway Dr. N St. Johns, FL 32259
Jonathan MacArthur	4401 Ashfield Dr. Jacksonville, FL 32224
Erik Sharpe	7918 Abington Hills Ln Jacksonville, FL 32256
Jeff Jenkins	2523 Beautyberry Cir. E Jacksonville, FL 32246
Lisa Stewart	3830 Cricket Cove Rd. E Jacksonville, FL 32224

ARTICLE 10 LIMITATION ON LIABILITY OF DIRECTORS

A Director is not liable to the Corporation or members for monetary damages for an act or omission in the Director's capacity as Director except to the extent otherwise provided by a statute of the State of Florida.

ARTICLE 11 INDEMNIFICATION

To the extent provided in the Bylaws, the Corporation may indemnify a person who was, is, or is threatened to be made a named defendant or respondent in litigation or other proceedings because the person is or was a Director or other person related to the Corporation as provided by the provisions in the Act governing indemnification.

ARTICLE 12 CONSTRUCTION

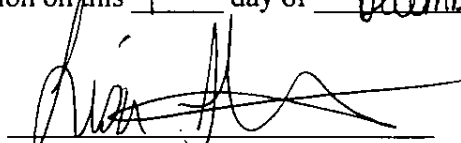
All references in these Articles of Incorporation to statutes, regulations, or other sources of legal authority shall refer to the authorities cited, or their successors, as they may be amended from time to time.

ARTICLE 13 AMENDMENT

These Articles of Incorporation may be amended by a vote of two-thirds (2/3) of the members of the Board of Directors.

The Amended and Restated Articles of Incorporation, as set forth above, has been approved unanimously by the Board of Directors of the Corporation. There are no members with voting rights.

IN WITNESS HEREOF, the below named authorized corporate officer executes this Amended and Restated Articles of Incorporation on this 1st day of December, 2013.

A handwritten signature in black ink, appearing to read 'Lisa Stewart', is written over a horizontal line.

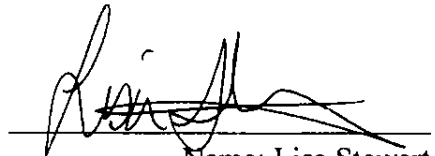
Name: Lisa Stewart

Title: Secretary

Celebration Church of Jacksonville, Inc.
Amended and Restated Articles of Incorporation

On 1st day of Dec, 2013 the included Amended and Restated Articles of Incorporation of Celebration Church of Jacksonville, Inc. were adopted by the Board of Directors. Celebration Church of Jacksonville, Inc. has no members with voting rights.

IN WITNESS HEREOF, the below named authorized corporate officer verifies the above stated on 1st day of December, 2013.


Name: Lisa Stewart
Title: Secretary