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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COVER LETTER

TO: Amendment Section Division of Corporations

NAME OF CORPORATION: GARY HAINES, GARY'S KIDS, INC.

DOCUMENT NUMBER: N99000004211

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

Please return all correspondence concerning this matter to the following:

David L. Shirkey
(Name of Contact Person)

GARY HAINES, GARY'S KIDS INC
(Firm/Company)

1828 Kimberly Lane
(Address)

Inverness, FL 34452
(City/State/and Zip Code)

For further information concerning this matter, please call:

David L. Shirkey at (352) 341-3172
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

<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)
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Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

RESTATEMENT OF ARTICLES OF INCORPORATION
Of

VineLife Network, Inc.
(A Florida Corporation Not For Profit)

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05 JUN 21 PM 3: 23

CLERK OF STATE
TALLAHASSEE, FLORIDA

We the undersigned, being the President and Secretary of VineLife Network, Inc., a Florida Corporation not for profit organized under the laws of the State of Florida, hereby certify that the following Restated and Amended Articles of Incorporation were duly adopted by the Member and the Board of Trustees at a meeting duly held by them on the 2nd day of June, 2005.

ARTICLE I

The name of this non-profit corporation shall be VineLife Network, Inc., and the principal place of its location shall be 1828 Kimberly Lane, Inverness, Florida, 34452.

ARTICLE II

The said corporation is organized exclusively for religious purposes including for such purposes, the establishing and networking of cooperating churches and ministries for spiritual, practical and charitable acts of service, and the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954, or the corresponding provision of any future United States Internal Revenue Law. The powers of this corporation shall be limited to the exercise of only such powers as are in furtherance of exempt purposes as defined in Section 501(c)(3) of the Internal Revenue Code of 1954.

ARTICLE III

The officers of this corporation shall consist of the Board of Trustees, which shall be the Board of Directors for said corporation, and executive officers, which shall include a President, Vice-President, Secretary, and Treasurer, which executive officers shall be appointed by the Board of Trustees.

ARTICLE IV

The Board of Trustees, which are the Board of Directors of this corporation, shall consist of not less than three (3) members.

ARTICLE V

The members of this corporation shall consist of those persons, who are on the Board of Trustees of this corporation, and whose names are recorded in the corporate minutes as current members of the Board of Trustees of this corporation.

ARTICLE VI

The initial Board of Trustees and the incorporators of this non-profit corporation are:

<u>NAME</u>	<u>Address</u>
Gary D. Haines	6343 South Lima Avenue Homosassa, FL 34446
Deborah R. Haines	6343 South Lima Avenue Homosassa, FL 34446
Matthew E. Esser	6209 South Lima Avenue Homosassa, FL 34446
Daniel I. Haines	6343 South Lima Avenue Homosassa, FL 34446

ARTICLE VII

All persons professing faith in Jesus Christ as their personal savior and expressing a desire to grow in a knowledge of Jesus Christ shall be eligible for membership in this Corporation. A proposal for membership as to each member shall be submitted to the Board of Directors by an active member in good standing on such form as shall be supplied by the Corporation and shall bear the endorsement of the said member. A majority of the Board of Directors voting affirmatively shall be necessary for membership approval.

ARTICLE VIII

Membership on the Board of Trustees shall be perpetual unless the Board member presents written resignation to the Board at a regular Board meeting, which resignation will become effective thirty (30) days after it is so presented, unless said resignation is so accepted and made effective by at least a two-third vote of the members of the Board of Trustees present at a regular meeting of the Board, and further any member of the Board of Trustees may be removed as a member of the Board of Trustees, by said Board of Trustees, at any regular meeting of said Board, upon motion of a member of the Board of Trustees and approval of said individual's removal from the Board of Trustees by at least two-thirds of the members of said Board of Trustees present at said meeting.

ARTICLE IX

Anything that may be done at a regular meeting of the Board of Trustees may be done at a special meeting of said Board called for that purpose, after written notice of said special Board meeting, setting out the purpose of said meeting has been mailed to each member of said Board at the last address shown for said Board member set out in the corporation record book, at least ten (10) days prior to said special meeting, or upon written waiver of said notice signed by all members of said Board.

ARTICLE X

By-laws may be adopted by the Board of Trustees to assist it in carrying out the purpose and the business of the corporation, to the extent that they are not inconsistent with these Articles of Incorporation.

ARTICLE XI

This corporation shall adopt a seal.

ARTICLE XII

This corporation shall have the power and right to acquire, buy, hold, own, mortgage, sell and dispose of and convey real estate and personal property, to borrow money and sign promissory notes, all upon the authorization of the Board of Trustees, which Board of Trustees shall be the Board of Directors of the corporation. All promissory notes, conveyances, contracts, or mortgages of real estate or personal property shall be executed by the President or Vice-President together with the Secretary or Treasurer of the corporation, and corporation seal shall be affixed thereto.

ARTICLE XIII

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its 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 the purposes set forth in Article II hereof. 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 publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 (of the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE XIV

These Articles of Incorporation may be amended by a two-thirds vote of the Board of Trustees at any regular meeting of the Board of Trustees.

ARTICLE XV

The corporation will commence upon filing of these Articles of Incorporation and the term shall be perpetual.

ARTICLE XVI

The street address of the registered office is 1828 Kimberly Lane, Inverness, Florida 34452. The name of the registered agent is David L. Shirkey.

ARTICLE XVII

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, scientific or any constitutional freedom as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) or the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the

Florida District Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XVIII

All personal and private property of the officers and members of this corporation shall be exempt from liability for this corporation's debts.

ARTICLE XIX

The name and street address of the incorporators of this corporation are as follows as each have signed for the purpose of adopting these Articles of Incorporation for this corporation this 10th day of September 1997, at Homosassa, Florida.

<u>NAME</u>	<u>Address</u>	
Gary D. Haines	6343 South Lima Avenue	Homosassa, FL 34446
Deborah R. Haines	6343 South Lima Avenue	Homosassa, FL 34446
Matthew E. Esser	6209 South Lima Avenue	Homosassa, FL 34446
Daniel I. Haines	6343 South Lima Avenue	Homosassa, FL 34446

The date of the Restatement of Articles for VineLife Network, Inc., is June 2, 2005, to be effective immediately.

Signed this 10 day of June, 2005.

Signature David L. Shirkey
David L. Shirkey
(Typed or printed name of person signing)

President
(Title of person signing)

Signature Deborah Haines
Deborah Haines
(Typed or printed name of person signing)

Secretary
(Title of person signing)

**Articles of Amendment
to
Articles of Incorporation
of**

GARY HAINES, GARY'S KIDS, INC.

(Name of corporation as currently filed with the Florida Dept. of State)

N99000004211

(Document number of corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this **Florida Not For Profit Corporation** adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

The name of this non-profit corporation shall be VineLife Network, Inc.

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC)

ARTICLE I, shall read: The name of this non-profit corporation shall be **VineLife Network, Inc.**, and the principal place of its location shall be 1828 Kimberly Lane, Inverness, FL 34452.

ARTICLE II, shall read: The said corporation is organized exclusively for religious purposes including for such purposes, the establishing and networking of cooperating churches and ministries for spiritual, practical and charitable acts of service, and the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954, or the corresponding provision of any future United States Internal Revenue Law. The powers of this corporation shall be limited to the exercise of only such powers as are in furtherance of exempt purposes as defined in Section 501(c)(3) of the Internal Revenue Code of 1954.

ARTICLE VII shall read: All persons professing faith in Jesus Christ as their personal savior and expressing a desire to grow in the knowledge of Jesus Christ shall be eligible for membership in this Corporation. A proposal for membership as to each member shall be submitted to the Board of Directors by an active member in good standing on such form as shall be supplied by the Corporation and shall bear the endorsement of the said member. A majority of the Board of Directors voting affirmatively shall be necessary for membership approval.

ARTICLE XVI, shall read: The street address of the registered office is 1828 Kimberly Lane, Inverness, Florida, 34452. The name of the registered agent is David L. Shirkey.

The date of adoption of the amendment(s) was: June 2, 2005

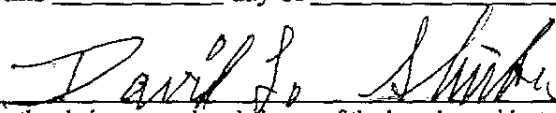
Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- ☒ The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signed this 2nd day of June, 2005

Signature



(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

David L. Shirkey

(Typed or printed name of person signing)

President

(Title of person signing)

FILING FEE: \$35