

N 96000001855

Oak Grove Lighthouse Mission  
201 Cedar Point Road  
Jacksonville FL 32226

(Address)

(City/State/Zip/Phone #)

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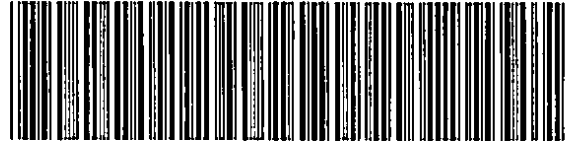
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DIVISION OF CORPORATE & FINANCIAL SERVICES  
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Amended & Restated

JUL 17 2017

D CUSHING

AMENDED AN RESTATED  
ARTICLES OF INCORPORATION  
OF  
OAK GROVE LIGHTHOUSE MISSION, INC.

STATE OF FLORIDA  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
JUL 11 11 28 AM '17

A Florida Not For Profit Corporation

The undersigned, John Stanley, President of Oak Grove Lighthouse Mission, Inc., (hereinafter referred to as the "Corporation") a Florida not for profit corporation, for and on behalf of the Corporation, hereby executes these Amended and Restated Articles of Incorporation of Oak Grove Lighthouse Mission, Inc.:

**ARTICLE FIRST:**

The name of the Corporation is **OAK GROVE LIGHTHOUSE MISSION, INC.**

**ARTICLE SECOND:**

The Amended and Restated Articles of Incorporation did not require Member approval and was unanimously approved by the Board of Directors on July 10, 2017.

**ARTICLE THIRD:**

The effective date of these Amended and Restated Articles of Incorporation shall be upon filing thereof with the Florida Department of State.

**ARTICLE FOURTH:**

The Amended and Restated Article of Incorporation shall provide as follows:

**I.**

**NAME**

The name of this Corporation shall be **OAK GROVE LIGHTHOUSE  
MISSION, INC.**

**II.**

**NOT FOR PROFIT CORPORATION**

This Corporation is a not for profit corporation and is not organized for private gain of any person. This Corporation is organized under the Florida Nonprofit Corporation Law in compliance with Chapter 617 of the Florida Statutes. This Corporation is organized exclusively for religious, charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended or the corresponding provision of any future United States Internal Revenue law.

### III.

#### PURPOSES

The purposes for which this Corporation is formed are:

A. The specific and primary purpose for which this Corporation is formed is to engage in The purpose of this corporation shall be to establish and maintain a church modeled after the early Biblical, Christian community as recorded in the book of Acts, for the advancement of the Gospel of Jesus Christ by all available means, both in local and foreign communities, and to provide Christian fellowship for those of like faith where Jesus Christ may be honored, and to engage in educational, charitable, social welfare and cultural activities. This Corporation shall have the power to do all necessary or incidental acts in the furtherance of its specific and primary purposes.

B. Subject to the limitations contained herein, the general purposes and powers of this Corporation are:

- (1) To proclaim the gospel of Jesus Christ; to work for and expand the glory and Kingdom of God in community, discipleship, and fellowship;
- (2) To solicit funds and conduct fund raising activities in furtherance of the religious, charitable, non-profit, tax-exempt activities of the Corporation.
- (3) To engage in such activities as may foster support for those activities and areas of work.

(4) To establish companies, corporations, schools, missions, institutes, and other institutions to collaborate with other such groups as above-named in any proper way permitted under the law, to foster the objectives of the Corporation.

(5) To solicit, collect receive, acquire, hold, and invest money and property, both real and personal, received by gift, contribution, bequest, devise, fees, or otherwise; to sell and convert property, both real and personal, into cash; and to use the funds of this Corporation and the proceeds, income, rents, issues and profits derived from any property of this Corporation for any of the purposes for which this Corporation is formed.

(6) To purchase or otherwise acquire, own, hold, sell, assign, transfer or otherwise dispose of, mortgage, pledge, or otherwise hypothecate or encumber, and to deal in and with shares, bonds, notes, debentures, or other securities or evidences of indebtedness of any person, firm, corporation, or association and, while the owner or holder thereof, to exercise all rights, powers, and privileges of ownership for the purpose of distributing such income or principal or both in the furtherance of the Corporation's religious, philanthropic, education and charitable purposes.

(7) To purchase, lease, or otherwise acquire, own, hold, use, sell, exchange, assign, convey, lease, or otherwise hypothecate or encumber real and personal property.

(8) To invest and reinvest its funds in such stock, common or preferred, bonds, debentures, mortgages or in such other securities and property as its Board of Directors shall deem advisable, subject to the limitations and conditions contained in any bequest, devise, grant or gift. **PROVIDED:** such limitations and conditions are not in conflict

with the provisions of Section (501(c)(3) of the Internal Revenue Code of 1986, as amended and its Regulations as they now exist or as they may hereafter be amended.

(9) To carry into effect any one or more of the objects and purposes hereinabove set forth and to that end, to do any one or more of the acts and things aforesaid, and likewise any and all acts or things necessary or incidental thereto; and, in conducting or carrying on its activities, and for the purpose of promoting or furthering any one or more of its said objects or purposes, to exercise any or all of the powers hereinabove set forth in this Article, or hereafter authorized by law, either alone or in conjunction with others, as principal, agent, or otherwise:

**PROVIDED, HOWEVER:** that this Corporation shall not have the power to, and shall not do any act or conduct any activity, plan, scheme, design or course of conduct which in any way conflicts with Section 501(c)(3) of the Internal Revenue Code of 1986, as amended and its Regulations as they now exist or as they may hereafter be amended, including, but not limited to, the following prohibitions:

(a) No part of the net earnings of the Corporation shall inure to the benefit of any private shareholder or individual.

(b) No substantial part of the activities of the Corporation shall, in any way, consist in the carrying on of propaganda, or otherwise attempting, to influence legislation.

© The Corporation shall not, either directly or indirectly, 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.

(d) The property of the Corporation must be used exclusively for the promotion of charitable, educational, social welfare, and cultural activities and, the net earnings of which, are devoted exclusively to charitable, educational, social welfare or cultural purposes.

(e) The property of the Corporation shall not be used or operated so as to benefit any officer, trustee, director, shareholder, member, employee, contributor or bondholder, or the owner or operator, or any other person, through the distribution of profits, payment of excessive charges or compensations, or the more advantageous pursuit of their business or profession.

(f) The property of the Corporation shall not be used by the owner or members thereof for fraternal or lodge purposes, or for social club purposes, except where such use is clearly incidental to the primary research, educational, charitable or philanthropic purpose.

(g) The Corporation shall distribute its income for each taxable year at such time in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, as amended or corresponding provisions of any subsequent tax laws.

(h) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(a) of the Internal Revenue Code of 1986, as amended or corresponding provisions of any subsequent tax laws.

(i) The Corporation shall not retain any excess business holdings as defined in Section 4943 of the Internal Revenue Code of 1986, as amended or corresponding provisions of any subsequent tax laws.

(j) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, as amended or corresponding provisions of any subsequent tax laws.

(k) The Corporation shall not make any taxable expenditure as defined in Section 4945(d) of the Internal Revenue Code of 1986, as amended or corresponding provisions of any subsequent tax laws.

#### IV.

#### **PRINCIPAL OFFICE**

The Corporation's principal office for the transaction of its business is located in Duval County, State of Florida.

#### V.

#### **AGENT FOR THE SERVICE OF PROCESS**

The initial agent for the Service of Process and his address is John Stanley, 5201 Cedar Point Road, Jacksonville, Florida 32226.

#### VI.

#### **RESTRICTIONS ON ACTIVITIES**

This Corporation is one which does not contemplate pecuniary gain or profit to the members thereof and it is organized solely for religious, nonprofit, education, charitable or social welfare purposes. Notwithstanding any other provision of these Articles of Incorporation this Corporation shall not carry on any other activities not permitted to be carried on:



A. By a Corporation exempt from Federal Income Taxes under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any corresponding provision of any future United States Internal Revenue Law.

B. By a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or any corresponding provision of any future United States Internal Revenue Law.

## VII.

### USE OF PROPERTY

The property of this Corporation is irrevocably dedicated to religious, charitable, educational, social welfare, philanthropic purposes and no part of the net income or assets of this Corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person.

## VIII.

### DISSOLUTION

Upon the dissolution or winding up of the Corporation, after paying or adequately providing for the debts and obligations of the Corporation, the remaining assets shall be distributed to a Christian religious nonprofit fund, foundation, or corporation which is organized and operated exclusively for Christian religious, charitable, educational, social welfare, cultural or philanthropic purposes and which has established its tax-exempt status under Section

501(c)(3) of the Internal Revenue Code of 1986, as amended or any subsequent corresponding Federal Income Tax Law.

**IX.**

**LIMITATION OF LIABILITY**

The liability of the directors of this Corporation for monetary damages shall be eliminated to the fullest extent permissible under Florida law.

**X.**

**CORPORATE INDEMNIFICATION**

The Corporation may indemnify each of its agents, as defined in Section 5238 of the California Corporations Code, whether by Bylaw, Agreement, or otherwise, subject to the limits on indemnification set forth in Section 617.0831 of Florida Revised Statutes.

**XI.**

**MODIFICATION OR REVOCATION NOT RETROACTIVE**

Any repeal or modification of Articles VIII, IX or XI of these Articles of Incorporation shall not adversely affect any right or protection of a Director, Officer, Employee or Agent of the Corporation existing at the time of such repeal or modification.

XII.

NAMES OF OFFICERS

The names of the officers who are to serve until the next election pursuant to these Amended and Restated Articles of Incorporation are:

<u>Name</u>	<u>Office</u>
John Stanley	President
Melody Milligan	Treasurer
Carmen Deese	Secretary

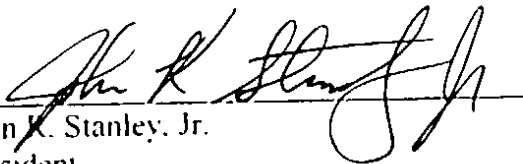
XIII.

BOARD OF TRUSTEES

The number of persons constituting the Board of Trustees shall be five (5). The number of Trustees may be increased or decreased from time to time in the manner as provided for in the Bylaws of the Corporation, but shall never be less than three (3). The names and addresses of the persons serving as the Board of Trustees until the next election pursuant to these Amended and Restated Articles of Incorporation are as follows:

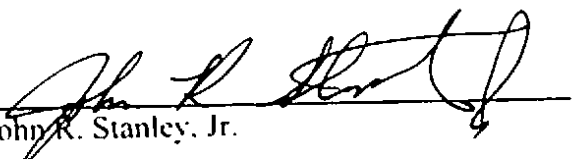
<u>Name</u>	<u>Address</u>
John Stanley	15974 Shark Road West Jacksonville, Florida 3226
Windell Wingate	11742 Wynell Road Jacksonville, Florida 32218
William M. Jenkins	14041 Crestwick Drive East Jacksonville, Florida 32218
Melody Milligan	10230 Sawpit Road Jacksonville, Florida 32226

IN WITNESS WHEREOF, the undersigned, who is the president of this Corporation, has executed these Amended and Restated Articles of Incorporation of this, the 10 day of July 2017.

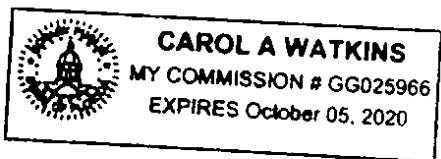
  
\_\_\_\_\_  
John K. Stanley, Jr.  
President


The undersigned declares that she is the person who executed these **AMENDED AND RESTATED ARTICLES OF INCORPORATION** and hereby declare that this instrument is the act and deed of the undersigned.

Executed at Jacksonville, Florida, on July 10, 2017

  
\_\_\_\_\_  
John K. Stanley, Jr.

[NOTARY]



  
7/10/2017