

Restated and Amended Articles of Incorporation
of
Florida's Light and Life Camp, Inc.

The undersigned certify that the following Restated and Amended Articles of Incorporation of Florida's Light and Life Camp, Inc. were adopted in accordance with Article IX of the Articles of Incorporation, the bylaws of the corporation, and Florida Statutes section 617.1006 and 617.1007, at a duly called meeting of the members of the corporation, held on September 22, 1998, by more than a two-thirds majority of the members present and entitled to vote at the meeting.

Article 1

The name of the corporation is FLORIDA'S LIGHT AND LIFE PARK, INC.

Article 2

The street address of the registered office of the corporation is 5602 Deeson Road, Lakeland, Florida, 33910, Hillsborough County and the name of the registered agent of the corporation at the registered office is Craig DeJonge.

Article 3

The corporation is organized as an integrated auxiliary of The Free Methodist Church of North America exclusively for religious, charitable, and educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue law), including, but not limited to, for such purposes, the establishing and maintaining of a Christian retirement community that will promote holy living, service to the community, the preaching of the Word of God, and any other lawful purpose or purposes not for pecuniary profit and not specifically prohibited to corporations under other laws of the state of Florida or to organizations exempt under Section 501 (c) (3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue law).

Article 4

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, 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 tax-exempt purposes of the corporation set forth in Article 3.

Article 5

The address of the principal place of business of the corporation is 5602 Deeson Road, Lakeland, Florida 33810 (County of Hillsborough).

Article 6

The qualifications, rights, privileges, duties, and classifications, of members of the corporation shall be stated in the bylaws of the corporation.

Article 7

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the corporation, distribute all of the assets of the corporation to the Free Methodist Church of North America. In the event that the Free Methodist Church of North America is not exempt from federal income taxation at the time of the dissolution of the corporation, the assets shall be distributed to such organization or organizations organized and operated exclusively for charitable, religious, or educational purposes as shall at the time qualify as a organization exempt from Federal income taxation under Section 501 (c) (3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue law), as the Board of Directors shall determine.

Article 8

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 or in opposition to any candidate for public office.

Article 9

The corporation shall have a racially nondiscriminatory policy and therefore shall not discriminate against members, applicants, employees, and others on the basis of race, color, or national or ethnic origin.

Article 10

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, except that the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue law), or by an organization, contributions to which are deductible under Section 501 (c) (3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue law).

Article 11

No director of the corporation shall be personally liable to the corporation or its members (if any) for monetary damages for conduct as a director, except where such conduct involves: (1) acts or omissions that involve intentional misconduct by the director or a knowing violation of

the law by the director, or (2) any transaction from which the director will personally receive a benefit in money, property, or services to which the director is not legally entitled.

Article 12

The bylaws of the corporation shall include the constitutions as set forth in the *Discipline of the Free Methodist Church of North America* as legislated and declared from time to time, and no bylaws of the corporation shall be adopted that are inconsistent with the provisions of said Discipline. The bylaws of the corporation may be formulated, adopted, altered, amended, or rescinded at any of the regularly called meetings of the members of the corporation in which at least twenty-five (25%) percent of the voting members are in attendance by a two-thirds (2/3) majority of those members present and entitled to vote. All meetings shall be called in compliance with the bylaws of the corporation.

Article 13

All Directors of the corporation shall be members of the Free Methodist Church. All officers shall be elected from the membership of the Board of Directors for a one (1) year term by the Board of Directors unless otherwise provided in the bylaws of the corporation.

Article 14

The articles may be amended at a meeting called after due notice has been given in writing by the Secretary of the corporation setting forth the proposed amendment or amendments. Notice shall be given to the members at least fifteen (15) days prior to any meeting to consider amendments to the articles. At least twenty-five (25%) percent of the voting members must be in attendance at the meeting and the amendment must receive a two-thirds (2/3) majority vote of those members present and entitled to vote for passage.

In Witness Whereof, the undersigned, being officers of the corporation authorized to execute these Restated and Amended Articles of Incorporation which have been adopted by more than a two-thirds majority vote of the members of the corporation, do so this 22nd day of September, 1998.

Signed, _____ Donald J. Cleveland, President

Signed, _____ Norman Matthews, Secretary

[Transcribed in Microsoft Word from hard copy of original by Robert F. Andrews on April 27, 2002.]