

COVER LETTER

To: Amendment Section
Division of Corporation

NAME OF CORPORATION: Mantle Ministries, Inc.

DOCUMENT NUMBER: N05000005199

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

Please return all correspondence concerning this matter to the following:

Ed Tisdale
(Name of Contact Person)

Mantle Ministries, Inc.
(Firm/Company)

3100 West Desoto Street
(Address)

Pensacola, FL 32505
(City/State and Zip Code)

For further information concerning this matter, please call:

Louis R. Feldschau at (409) 892-1942
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$35 Filing Fee
- \$43.75 Filing Fee & Certificate of Status
- \$43.75 Filing Fee & Certified Copy (Additional copy is Enclosed)
- \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy Is enclosed)

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

Street Address
Amendment Section\
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**Articles of Amendment
to
Articles of Incorporation
Of
MANTLE MINISTRIES, INC.**

FILED
07 DEC 17 PM 4:08
SECRETARY OF STATE
TALLAHASSEE FLORIDA

DOCUMENT NUMBER N05000005199

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.

AMENDMENTS ADOPTED

ARTICLE I - PURPOSE

The corporation is a not for profit corporation organized and existing for religious and charitable purposes. The main purpose of this organization is to preach the gospel of Christ and prepare others for the Ministry. Further, the general purposes for which this corporation is formed are to operate exclusively for such religious and charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or any corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt under that Code.

The specific purposes for which the corporation is organized are:

- (1) To mentor and disciple future pastors and ministry leaders. To conduct leadership training and seminars in order to identify, affirm, encourage and equip those preparing for full time ministry.
- (2) To promote apostolic ministry and oversight of the people of God. (I Corinthians 12:28; Acts 14:23; Ephesians 4:8-11; Titus 1:5; I Peter 5:1-4)
- (3) To share responsibility in fulfilling the Great Commission of Christ: i.e., the proclamation of the Gospel of the kingdom and evangelization of the world.
- (4) To solicit funds, collect monies, receive gifts and bequests, and otherwise raise money to fulfill these stated purposes.
- (5) To expand, contribute, disburse, and otherwise handle and dispose of funds received.
- (6) To purchase, lease, rent acquire, own, hold in trust, use, sell, convey, mortgage, or otherwise dispose of any real estate or chattels as may be necessary for the above purposes; to hold properties for investment of said funds; to hold in trust properties for the above stated purposes.
- (7) To borrow money, issue bonds, debentures, notes or other obligations, secure for monies so borrowed or in payment for property, or for any other purposes stated above.
- (8) To have and maintain one or more offices within the State of Florida and conduct any of its affairs in the State of Florida or elsewhere within and without the United States of America. The offices may be moved to any other location with the notification to the State of Florida and the approval of the State of its new location.

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- (9) To govern itself according to this Charter and the By-Laws adopted for the government of the corporation. To have the authority, either directly or indirectly, either alone in conjunction or cooperation with others, to do any and all lawful acts and things necessary, useful, suitable, desirable or proper for the furtherance and attainment of purposes of the corporation.

ARTICLE II - MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is set forth in the By-laws of the corporation.

ARTICLE III - LIMITATION OF POWERS

(1). No Private Inurement: No part of the net earnings of this corporation shall inure to the benefit of, or be distributed to, members, trustees, officers, directors or 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 these Articles.

(2). No Political Activity: No substantial part of the activities of this 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.

(3). No Unpermitted Activities: Notwithstanding any other provision of these Articles, this corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue code of 1986 or any corresponding section of any future federal tax code or by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 or any corresponding section of any future federal tax code.

(4). Distribution of Assets Upon Dissolution: Upon dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for religious or charitable purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code or the corresponding provision 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 Court of Competent Jurisdiction 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 IV - DIRECTORS/OFFICERS

(1) The powers of this corporation shall be exercised, its property controlled, and its affairs conducted under the direction of a board of directors. The number of directors shall be three or more; the board may change the number of directors as long as there are never less than three. Officers shall be nominated and elected by the appointed directors. The initial directors and officers shall serve until the next annual meeting of the corporation. The election of officers and directors shall take place at the annual meeting in the manner as set forth in the By-laws of the organization. Officers and directors of

this organization shall be elected for a term of one year. Persons officially on duty when election of directors and officers is held shall be permitted to vote by absentee ballot.

(2) Unless otherwise provided in by-laws, the corporation shall have as officers a president, one or more vice-presidents, a secretary, and a treasurer, which shall be chosen by the Board of Directors and the officers shall serve at the pleasure of the Board.

(3) The annual meeting of the corporation shall be held in March of each year on the date set by the President. Annual meetings of the corporation may be held in or out of the State of Florida.

(4) The following persons are designated to act as directors for this year of corporate existence or until their respective successors shall be duly qualified:

Name and Address	Office
Louis R. Feldschau 4 Stonebrook Court Beaumont, TX 77706	Director/President
Suzann Feldschau 4 Stonebrook Court Beaumont, TX 77706	Director/Vice President
Ed Tisdale 3100 West Desoto Street Pensacola, FL 32505	Director/Treasurer
Don Wilson 2618 Youngwood Lane Cantonment, FL 32533	Director/Secretary
Chuck Brewster 5666 Firestone Drive Pace, FL 32571	Director/Council Member

ARTICLE V - INCORPORATORS

The name and address of the incorporator is:

**Louis R. Feldschau
4 Stonebrook Court
Beaumont, TX 77706**


ARTICLES VI - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the board of directors.

ARTICLE VII - AMENDMENT

The Articles of Incorporation may be amended or changed by the board of directors by a resolution adopted by two-thirds vote of a quorum of directors upon receiving suggestions of such changes.

12/13/07
Date


Ed Tisdale, Registered Agent