

NO8000001854

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(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

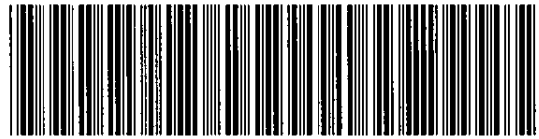
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09 FEB 11 PM 4: 01  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*[Handwritten signature]*  
2/16/09  
TL

February 7, 2009

Re: Admendment for Walking with Jesus Outreach Ministries, Inc.

Please send back both of these forms with filed by the State of Florida. We need these forms back for the Internal Revenue Service for the 501 C 3 status. We need these forms back as soon as possible because we have a deadline. Please contact Mr. Albert Grear, Jr. if you have any questions or concerns @ 229-891-0201 or Barbara J. Adams @ 321-239-3394 or 207-297-3700.

Thank you in advance for your cooperation and consideration. If you need us please feel free to call.

Cordially,

A handwritten signature in black ink that reads "Albert Grear, Jr." in a cursive style.

Albert Grear, Jr.

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Walking With Jesus Outreach Ministries, Inc.

**DOCUMENT NUMBER:** N08000001854

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

Please return all correspondence concerning this matter to the following:

ALBERT GREAR, JR  
(Name of Contact Person)

WALKING WITH JESUS  
(Firm/ Company)

440 Ave C  
(Address)

WAVERLY, FL 33877  
(City/ State and Zip Code)

For further information concerning this matter, please call:

Barbara J. Adams at ( 407 ) 297-3700  
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- |  |   |   |  |
|--|---|---|--|
| <input type="checkbox"/> \$35 Filing Fee | <input checked="" type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy<br>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

WALKING WITH JESUS OUTREACH MINISTRIES, INC  
(Name of Corporation as currently filed with the Florida Dept. of State)

N08000001854  
(Document Number of Corporation (if known))

FILED  
09 FEB 11 AM 4:02  
TALLAHASSEE FLORIDA  
SECRETARY OF STATE

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:

**A. If amending name, enter the new name of the corporation:**

*The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.*

**B. Enter new principal office address, if applicable:**  
(Principal office address MUST BE A STREET ADDRESS)

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**C. Enter new mailing address, if applicable:**  
(Mailing address MAY BE A POST OFFICE BOX)

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:**

*Name of New Registered Agent:* \_\_\_\_\_

*New Registered Office Address:* \_\_\_\_\_ (Florida street address)

\_\_\_\_\_, Florida \_\_\_\_\_  
(City) (Zip Code)

**New Registered Agent's Signature, if changing Registered Agent:**

*I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.*

\_\_\_\_\_  
*Signature of New Registered Agent, if changing*

**If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:**

*(Attach additional sheets, if necessary)*

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
<u>SEC</u>	<u>ANGELA D. GREAR</u>	<u>P O BOX 469 WAVERLY, FL 33877</u>	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
<u>SEC</u>	<u>MARY T JOHNSON</u>	<u>1630 LAKE EASY RD BABSON PARK, FL 33827</u>	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
<u>TRES</u>	<u>JACK IRVING</u>	<u>424 AVE C WAVERLY, FL 33877</u>	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove

**E. If amending or adding additional Articles, enter change(s) here:**

*(attach additional sheets, if necessary). (Be specific)*

SEE ATTACHED ARTICLES

ALSO WE ARE ADDING ELIJAH LACOUNT AS THE ASSIST SECRETARY

The date of each amendment(s) adoption: 02/07/2009

Effective date if applicable: 02/07/2009  
(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(s) was/were sufficient for approval.
- There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 02/07/2009

Signature Albert Grear Jr

(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)

ALBERT GREAR, JR  
(Typed or printed name of person signing)

PRESIDENT  
(Title of person signing)

**ARTICLES OF INCORPORATION  
OF**

**NAME: WALKING WITH JESUS OUTREACH MINISTRIES, INC.**

The named corporation voluntary association and members of said organization do voluntarily associate themselves to form a non-profit corporation under the laws of the State of Florida and do hereby certify:

**ARTICLE I - NAME OF CORPORATION**

The corporate name of the Organization shall be:

**NAME: WALKING WITH JESUS OUTREACH MINISTRIES, INC.**

**ARTICLE II - ADDRESS OF PRINCIPAL OFFICE**

The principal office of said organization shall be located:

440 AVE. C  
WAVERLY, FL 33877

**ARTICLE III PURPOSE**

The primary purpose for which this corporation is formed is to: cultivate, promote, promulgate, and extend the teachings, precepts, practices and discipline of an organization according to said principles, creed, precepts practices and discipline of said organization.

This requirement shall not be deemed to preclude a statement of general purpose of power or to restrict the right of the Corporation to engage in other lawful activity.

To purchase, receive, take, acquire, hold, sell, convey or otherwise dispose of property, whether it be real, personal or mixed; to receive property by will, and to otherwise acquire and hold all property, real or personal, including shares of stocks, bonds, and securities of other Corporations, to wit.

Said property is to be held in trust for the use and benefit of the members of the:

**NAME: WALKING WITH JESUS OUTREACH MINISTRIES, INC.**

- \* To act as Trustees under any condition incidental to the principal subject of the Corporation, and to receive, hold, administer, and extend funds of property subject to such trust;
- \* To convey, exchange, lease, mortgage, encumber, transfer upon trust, or otherwise dispose of all property, real or personal;
- \* To borrow money, contract debts and issue bonds, notes debentures, and secure same;
- \* To contract and be contracted with;
- \* To do all acts necessary or expedient for the administration of the affairs and attain-

ment of the purpose of the Corporation;

- \* That the Corporation is organized pursuant to the general non-profit Corporation law.
- \* That the Corporation is a Corporation that does not contemplate pecuniary gain or profit to the members thereof.

## **SECTION B. - THE FURTHER PURPOSE**

The organization is exclusively for charitable, religious, educational, and/or scientific purposes under section 501C(3) of the Internal Revenue Code.

No part of the net earning of the organization shall inure the benefit of , or distribute to its members, trustees, officers, or other persons except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and make payments and distributions in furtherance of the purpose clause hereof. No substantial part of the activities of the organization shall not carrying on propaganda, otherwise attempting to influence legislation, and the organization 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 and other provision of this document, the organization shall not carry on any other activities not to be carried on (a) by an organization exempt from federal income tax under section 501C(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170C(2) of the Internal revenue Code, or corresponding section of any further federal tax code.

Under the dissolution of the organization, assets shall be distributed for one or more exempt purpose, within the meaning of section 501C(3) of the Internal Revenue code, or corresponding section of any future federal tax code, or shall be distributed to federal government, or to state or local government, for a public purpose.

## **ARTICLE IV - QUALIFYING MEMBERS**

Anyone shall qualify as member of this corporation and will be admitted when he or she is accepted by membership guidelines set forth regulating membership found in the Official Manual the denomination.

## **ARTICLE V - CIVIL STRUCTURE**

The civil officers of the corporation shall be President, Vice President, Secretary, Treasurer, and such other officers as the corporation shall establish.

- A. The President shall preside at all meetings and shall make an annual report of the status of the status and condition of the corporation to this Board of Directors. The President shall sign all certificates, contracts, deeds and other instruments of the corporation. During the absence or disability of the President, the Vice President shall exercise all the powers and discharge all the duties of the President.
- B. The Secretary shall keep the minutes of all meetings; shall have charge of the seal and corporate books and shall make such reports and perform such duties of the secretary in his/her absence, or disability, or as directed by the corporation.
- C. The Treasurer shall have custody of all monies and securities of the corporation and shall keep regular books of account. He shall disburse the funds of the corporation in payment of the just demands against the accounting of all his transactions as Treasurer of the financial condition of the corporation. The assistant Treasurer shall perform duties of the trea-



- surer in his absence, disability or as directed by the corporation.
- D. The officers of the corporation shall hold offices until their successors are duly elected and qualified.
- E. The Board of Directors shall meet at least once each year, but special meetings may be called if and when the same may become necessary. Directors who shall be given the title of Trustees shall be decided upon in an annual meeting of the organization in January. Elections shall be by secret ballot subject to the approval of the Pastor/President before such election is confirmed. If a vacancy occurs in the Board of Trustees, the remaining Trustees shall submit to Pastor /President, for approval, the name of some person to fill out the unexpired term until the next annual meeting. The names and addresses of persons who are to act in the capacity of Directors until the selection of their successors and who shall be given the title of Trustees are:

<b>NAME</b>	<b>ADDRESS/CITY &amp; STATE</b>	<b>TITLE</b>
ALBERT GREAR, JR P.O. BOX 504 WAVERLY, FL 33877		PRESIDENT
ERRA GREAR P.O. BOX 504 WAVERLY, FL 33877		VICE-PRESIDENT
MARY T JOHNSON 1630 LAKE EASY RD BABSON PARK, FL 33827		SECRETARY
ELIJAH LACOUNT 1638 WINDSOR OAK CT KISSIMMEE, FL 34744		ASSIST SEC
JACK IRVING 424 AVE C WAVERLY, FL 33877		TREASURER

#### **ARTICLE VI - BYLAWS**

Bylaws of the Corporation may be made, altered, or rescinded by the members of the Corporation at any regular meeting with a majority of the membership present and 2/3 vote of the members present.

#### **ARTICLE VII - AMENDMENTS**

These Articles of incorporation may be amended upon 2/3 vote of the majority of the membership . Proposed amendments shall have been presented in writing prior to the date of the meeting at which the proposed amendment is to be acted upon

#### **SECTION B - AMENDMENT EFFECTIVENESS QUALIFICATION**

Amendments to the Articles of Incorporation, when approved by a 2/3 vote of the members present and voting as provided in Section I, must also be forwarded to the Florida Secretary of States Office and filed before the same shall become effective.

**ARTICLE VIII - REGISTERED AGENT**

ALBERT GREAR, JR  
P.O. BOX 504  
WAVERLY, FL 33877

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate. I hereby accept the appointment as the registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statues relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
\_\_\_\_\_  
Signature/Registered Agent

02/07/2009  
Date

**ARTICLE X - THE INCORPORATOR**

ALBERT GREAR, JR  
P.O. BOX 504  
WAVERLY, FL 33877

  
\_\_\_\_\_  
Signature/Incorporator

02/07/2009  
Date