

N120000003017

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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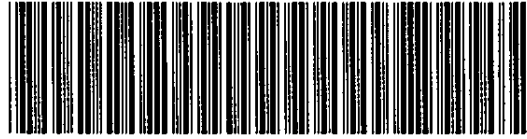
(Business Entity Name)

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Amend

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2012 AUG 20 AM 10:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

*Doc
8/20/12*

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: **BOOKAFE AMERICA, INC.**

DOCUMENT NUMBER: **N12000003017**

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

Please return all correspondence concerning this matter to the following:

Rev. Fermin I. Castanedas

(Name of Contact Person)

(Firm/ Company)

840 82nd St. #3

(Address)

Miami Beach, FL. 33141

(City/ State and Zip Code)

RESCUETHEYOUTHRTY@YAHOO.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Rev. Fermin I. Castanedas at (**786**) **277-7833**

(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 checked="" 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 type="checkbox"/> \$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
BOOKAFE AMERICA, INC.

FILED

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

2012 AUG 20 AM 10:03

N12000003017

(Document Number of Corporation (if known))

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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:

N/A

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:

N/A

*(Principal office address **MUST BE A STREET ADDRESS**)*

C. Enter new mailing address, if applicable:

N/A

*(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:

N/A

(Florida street address)

New Registered Office Address:

N/A

(City)

, Florida

(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)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input checked="" type="checkbox"/> Change	_____	<u>N/A</u>	<u>N/A</u>
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____

The date of each amendment(s) adoption: August 12th, 2012

Effective date if applicable: August 12th, 2012
(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 August 12th, 2012

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)

Lucelio Soares

(Typed or printed name of person signing)

Secretary

(Title of person signing)

ATTACHMENT #1

ARTICLES OF AMENDMENT

To

ARTICLES OF INCORPORATION

Of

BOOKAFE AMERICA, INC.

Document No. N12000003017

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida Non-Profit Corporation adopts the following articles of amendment to its articles of corporation.

FIRST: For your consideration two (2) Articles were amended, and six (6) Were added to our organizing document, which read as follows:

ARTICLE III
Statement of Corporate Nature

This is a non-profit corporation organized solely for Religious, Charitable, Educational, and Community Non-Profit Purposes pursuant to the Florida Not For Profit Corporation Act.

Purposes

The specific and primary purpose for which this corporation is formed is to: Perform Religious and Evangelical Services. To Promote Love, Hope and Wisdom through the Word of God to every Citizen around the world. To Create Spiritual Awareness in the world through Seminars, Individual Counseling Sessions, and Recorded Programs. Introduce Spiritual Awareness in Schools, as well as in the Public Arena. Provide help to the most needed Families (Physically/Spiritually) of our society. The help will include but shall not be limited to: Family Educational Teaching Support Services, Spiritual Teaching Support, Youth Dining Rooms in the most needed areas of USA and around the world. Any other related activity in order for them to become the tomorrow better citizens of the countries they live.

This corporation shall not, as a substantial part of its activities, carry out propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carry on (a) by an organization exempt from federal income tax under section 501 (c) (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 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE IV
Manner of Elections of Directors

The Board of Directors shall elect the following officers: President, Vice-President, Director, Treasurer, Secretary, and Assistant Secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time. Such officers shall be initially elected at the first annual meeting of the board of directors.

The Corporation shall never have less than six Directors no more than fifteen directors. The method of election of directors is as stated in the bylaws

ARTICLE VIII
Dedication of Assets

The property of this corporation is irrevocably dedicated to Non-Profit purposes none part of the net income or assets of this corporation shall never inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual, except that the organization shall be authorized and empowered to pay a reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in the purpose clause hereof.

ARTICLE IX
Management of Corporate Affairs

BOARD OF DIRECTORS: The powers of this corporation shall be exercised; its properties controlled, and its affairs conducted by a board of directors. (As provided the section 617. 0302, Florida Statutes). The initial number of directors of the corporation shall be four, provided, however, that such number may be changed by a bylaw duly adopted by the members. The directors shall hold office until such time as an election of directors be held.

Directors elected at the first annual meeting, shall serve for the term of one year until the annual meeting of members following the election of directors, and until the qualification of the successors in office.

ARTICLE X
Distribution of Assets

Upon the dissolution or liquidation of this corporation, its assets remaining after payment of or providing for all liabilities, contingent or otherwise, will be disposed or distributed exclusively not for profit purposes as shall at the time qualify as an exempt organization under section 501 (c) (3) of the Internal Revenue Code of 1954, or corresponding provision of any Future United States Internal Revenue Law, in accordance with the decision of the Board of Directors of this Corporation. Any assets not so disposed of or distributed by the Board of Directors, or the proper court with jurisdiction, will be disposed or distributed exclusively to such organization (s) to be determined by the court, which are organized and operated exclusively for such purposes.

ARTICLE XI
Indemnification

In order to induce officers or directors of the corporation to serve or continue to serve as such, the corporation shall indemnify and hold harmless each person who heretofore has served or shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of this having heretofore or hereafter been a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability as to which it shall be adjudged that such officer or officer or director is liable for willful misconduct in the performance of his duties.

The Board of Directors is hereby authorized to obtain directors and officers liability insurance covering acts heretofore and hereafter occurring and to pay from funds of the corporation.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything

herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.

ARTICLE XII

Term

The Existence of this Corporation Shall be perpetual.

ARTICLE XIII

Membership

Membership in **BOOKAFE AMERICA, INC.** Is open to any person or group of persons of any race, color or language who desire to promote the purposes of **BOOKAFE AMERICA, INC.** as enumerated in Article III. (There is not admission cost to become a member of **BOOKAFE AMERICA, INC.**)