

NO1000001946

November 28, 2001

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-12/04/01-01016--009
*****43.75 *****43.75

Re: ARTICLES OF AMENDMENT/CoMISSION MINISTRIES, INC.

Dear Division of Corporations:

Enclosed for filing are the original Articles of Amendment to the Articles of Incorporation for the above-referenced not-for-profit corporation, together with a photocopy of the executed Amendment and a check for \$ 43.75 in payment of the filing fee (\$35.00) and the fee for a certified copy (\$8.75).

Please return a certified copy of the Articles of Amendment to me at the address listed below.

Please call me at (813) 630-2460 if you have any questions regarding this matter.

Thank you for your assistance.

Sincerely,



Cecil Brackett, President
CoMission Ministries, Inc.
2716 N. 62nd Street
Tampa, FL 33619

Enclosures

FILED
01 DEC -3 PM 3:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

all
Amend

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
CoMission Ministries, Inc.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 617.1002 and Section 617.1006 of the Florida Statutes, the undersigned Florida nonprofit corporation (the "corporation") adopts the following Articles of Amendment to its Articles of Incorporation:

1. Article I, regarding the name of the corporation, is hereby deleted and replaced with the following:

"The name of the corporation is CoMission Ministries, Inc. The principal office of the corporation is located at 2716 N. 62nd Street, Tampa, FL 33619. The mailing address of the corporation is 2716 N. 62nd Street, Tampa, FL 33619."

2. Article III, regarding corporate purposes, is hereby deleted and replaced in its entirety with the following:

"The corporation is organized and shall be operated exclusively for charitable, educational and religious purposes, including but not limited to, the following:

- *To feed, clothe and minister to homeless individuals and families in Hillsborough County, Florida, thereby providing relief to the poor and distressed by enabling them to secure basic human needs, thus lessening the burdens of government and promoting the social welfare;*
- *To aid low-income and indigent families and individuals who are homeless or at risk of becoming homeless, with their economic, health and social problems, so that sickness and poverty may be lessened;*
- *To support and assist low-income elderly persons with supplying their basic human needs, including food, clothing, first aid, and transportation, and to foster community-wide concern for the problems of the elderly and homeless;*
- *To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, educational or religious purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.*
- *To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institutions, foundations, or governmental bureaus, departments or agencies.*
- *All of the foregoing purposes shall be exercised exclusively for charitable, educational and religious purposes in such a manner that the corporation will qualify as an exempt organization under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law (hereinafter referred to as "the Internal Revenue Code").*

3. Article IV is hereby amended by deleting the following sentence therefrom:
"Directors are appointed by the President," and replacing it with the following three sentences:

"There shall be three directors on the initial Board of Directors. The number of directors may be increased or decreased as provided in the bylaws, but shall never be less than three. The manner of election or appointment of the Board of Directors shall be stated in the bylaws."

4. A new Article VIII is hereby created to read as follows:

"Article VIII: Membership: The corporation shall have no members."

5. A new Article IX is hereby created to read as follows:

"Article IX: 501(C)(3) LIMITATIONS:

A. CORPORATE PURPOSES: Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from federal corporate income tax under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law), or by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law).

B. EXCLUSIVITY: The Corporation is organized exclusively for charitable, educational and religious purposes.

C. NO PRIVATE INUREMENT: The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the directors, officers, or members thereof (if any), or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable, educational and religious purposes, no part of which shall inure to the benefit of any individual.

D. LOBBYING AND POLITICAL CAMPAIGNS: No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in, any political campaign on behalf of (or in opposition to) any candidate for public office.

E. DISSOLUTION: Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to one or more organizations recognized as exempt from federal corporate income taxation under Section 501(c)(3) of the Internal Revenue Code to be used exclusively for charitable, educational and religious purposes. To the extent the assets are not distributed to tax-exempt organizations, the assets shall be distributed to the federal, state or local government for a public purpose. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

F. PRIVATE FOUNDATION STATUS: In the event that this Corporation shall become a "private foundation" within the meaning of Section 509 of the Internal Revenue Code, the Corporation shall distribute its income for each taxable year at such time and in such manner as not to subject it to tax under section 4942 of the Internal Revenue Code; shall not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code; shall not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code; shall not make any investments in such manner as to subject it to tax under section 4944 of the Internal Revenue Code; and shall not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code.

DATE OF ADOPTION: The date of adoption of these amendments was September 29, 2001.

VOTE ON AMENDMENTS: These amendments were adopted by a unanimous vote of the Board of Directors.

NO MEMBERS: There are no members entitled to vote on these amendments.

CERTIFICATION

I, Cecil Brackett, President of the Board of Directors, hereby certify that these Amendments to the Articles of Incorporation of **COMISSION MINISTRIES, INC.** were duly adopted by the Board of Directors of the corporation at its meeting on September 29, 2001 at which a quorum was present and voting throughout.


CECIL BRACKETT, PRESIDENT

DATE: 28 NOV 01, 2001