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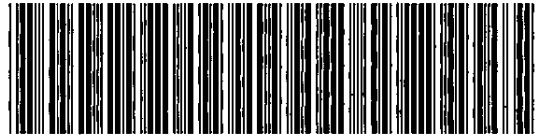
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Amend
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4-16-09

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Mount Hermon Ministries Inc.

DOCUMENT NUMBER: 710991

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

Please return all correspondence concerning this matter to the following:

Adrianne E Carr

(Name of Contact Person)

Mt. Hermon Ministries, Inc.

(Firm/ Company)

P O Box 9309

(Address)

Fort Myers, FL 33902

(City/ State and Zip Code)

For further information concerning this matter, please call:

Adrianne E Carr

(Name of Contact Person)

at (239) 848-5292

(Area Code & Daytime Telephone Number)

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

☐ \$35 Filing Fee

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☐ \$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 files June 7, 1966 Pursuant to the provision of Chapter 617, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

ARTICLE 1 NAME

First 1:1 The name of the Corporation is Mount Hermon Ministries Inc. and the principal office is 2856 Douglas Street, Fort Myers, Florida.

ARTICLE 2 PURPOSE AND POWERS

Second 2:1 The purposes for which the Corporation is formed are as follows:

- A. To provide and render Christian guidance, assistance and Education through administering the Word of God to all people, through the establishment of churches and/or subsidiaries.
- B. To participate in and aid organization involved in Christian outreach and evangelism.
- C. To lease, acquire, either by deed, gift or purchase, any real or personal property to be held in trust for the benefit of the Corporation and its stated purposes.
- D. To mortgage, sell, or lease, or otherwise encumber any property when deemed to be in the best interest of the organization as defined in its stated purpose as a Christian Corporation.
- E. To establish a credit union solely for the benefit of members and all persons associated with the Corporation.
- F. To establish a home for the indigent persons even to complete support where necessary.
- G. To provide Christian Child Care Facilities, ages 6 weeks to 4 years, through the support and operation of the Dew of Hermon Child Care Centers.
- H. To provide Christian Education, Kindergarten through Twelfth Grade, through the support and operation of the Mount Hermon Christian School.
- I. To provide a higher level biblical, religious and ministry education through the support and operation of a Christian University.

2:2 The Corporation shall have all corporate powers permitted under Florida laws, including the capacity to contract, bring suit and be sued. No part of the income of the Corporation shall be distributed to members, directors and officers of the organization.

2:3 The Corporation is specifically precluded from engaging in any activities defined in Section 617.0105, Florida Statutes.

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ARTICLE 3 Terms and Limits

Third 3:1 Board Members shall serve by appointment. Mount Hermon Ministries shall set a two-year term for each board member.

Terms

- a) At the conclusion of a term, the board member must apply for reappointment to the Board.
- b) If application is accepted, the board member may be reappointed for another term by the Apostle and the executive committee.
- c) If the board member does not apply, or if the application is not accepted, the board member's term will expire.
- d) The Apostle shall have a permanent seat on the board

Term Limits

- a) So as to not limit the work of effective board members, Mount Hermon Ministries shall not place a limit on consecutive terms served.
- b) The Apostle and Executive Committee members will evaluate the effectiveness of each board member at the conclusion of the two year term.
- c) If an application for reappointment is submitted and the Apostle and Executive Committee approves, another two year term is granted.
- d) If an application for reappointment is submitted and the Apostle and Executive Committee does not approve it, the Board member's term will expire.
- e) If no application of reappointment is submitted, the board Member's term will expire.
- f) When succession occurs in the Apostle Office the board of directors with the input of elders and deacons ministry shall guide the process in selecting the next Apostle.

Staggered Board Terms

- a) Board terms shall be staggered in order to assure that every One's term does not expire at the same time.
- b) Different term lengths shall be established for the initial ministry board.
 - 1. Officers – Initial appointment for 3 years
 - 2. Others - Initial appointment for 2 year
- c) All subsequent appointments shall be for two years, and every year some, but not all of the board seats will be open for appointments.

ARTICLE 4 SUBSCRIBERS

Fourth 4:1 The names of the original subscribers to This Charter was as follows, to wit: A.C. Scurry, William Henry Scott, and Charles Kemp.

ARTICLE 5 DATA RESPECTING DIRECTORS

Fifth 5:1 The affairs of the Corporation shall be managed by the Board of Directors composed of not less than five persons and not more than fifteen.

5:2 The offices of the Board of Directors are as follows:

Apostle/CEO – The person who provides oversight, articulates mission and vision and sets the direction for the board.

Chair – Presides over meetings, included drafting the agenda beforehand, appoints committees and generally makes sure all board projects are proceeding as planned. Works closely with Apostle.

Vice Chair – Generally has few specific formal responsibilities. By custom is expected to help the chairperson with various tasks, fill in for the chair person as needed, if the chairperson need to vacate the office, the vice chairperson assumes that role until the next officer elections.

Treasurer – Generally responsible for keeping track of the ministry's funds, including maintaining the books, handling bank transactions, and preparing any financial reports that may be necessary. The treasurer often share check writing responsibility. (The treasurers responsibilities may be delegated to staff)

Secretary – Keeps minutes of board meetings and manages ministry records, such as Articles of Incorporation, Bylaws, and other official documents. (these task may be Delegated to staff members). The secretary also has the legal responsibility to give notice of meetings and file any state required paperwork.

Director – Members of the Board are always to abide by the Word of God, to support and uphold the common mission and vision of its entities by "Keeping the main thing the main thing" through Word, Worship, and the Work of God.

Succession Guidelines and Procedures – Provided in the Board Members Handbook and shall be the guiding document in the process.

5:3 Sometimes a subgroup of the board sits as an "**Executive Committee**" – which can convene and act with the full authority of the board. Executive Committees should be used judiciously, not as a regular substitute for full board involvement.

a) The Executive Committee has no authority to amend Articles of Incorporation without the full board present.

5:4 A meeting consisting of only the Executive Committee : 1) Can only be called by the Chairperson or the Apostle and 2) Is only binding if all the executive committee are present 3) all board members are to be notified if an executive committee meeting is scheduled.

ARTICLE 6 BYLAWS

- Sixth 6:1 The Bylaws of the Corporation may be made, altered, amended or rescinded in the following manner:
- A. By vote of a majority of members of the Board of Directors at a meeting called for such purpose
 - B. A majority shall consist of 50 percent plus 1.
 - C. Quorum shall consist of the 50 percent plus 1 of the board members.

ARTICLE 7 AMENDMENTS


- Seventh 7:1 Amendments of the Articles of Incorporation may be proposed and Adopted in the following manner:
- A. Such may be proposed and considered at any regular meeting of the Board of Directors, may not be adopted until the next regular meeting of the Board and then only by a majority vote.

ARTICLE 8 DISSOLUTION AND LIMATION

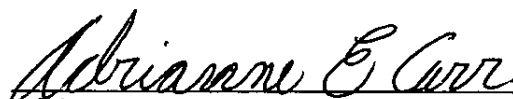
- Eighth 8:1 In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c) (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State or Local Government for exclusive public purpose.
- 8:2 In conducting ministry business the board of directors and or the executive committee shall function according to the board of directors handbook. The board of directors handbook can only be amended by a majority of 50 percent plus 1 of the board of directors.

Mount Hermon Ministries Inc. of Fort Myers, Florida

By:


William L. Glover, Apostle / CEO

By:


Adrienne E. Carr, Secretary

STATE OF: Florida

COUNTY OF: Lee

The date of each amendment(s) adoption: March 15, 2009

Effective date if applicable: March 15,, 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 March 24, 2009

Signature

William L. Glover

(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)

William L. Glover

(Typed or printed name of person signing)

Senior Pastor & CEO

(Title of person signing)