

714572

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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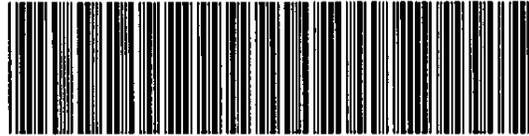
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend/cus

NOV 12 2015
I ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: United American Free Will Baptist Conference, Incorporated

DOCUMENT NUMBER: 714572

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

Please return all correspondence concerning this matter to the following:

Bishop Kenneth R. Brown
(Name of Contact Person)

United American Free Will Baptist Conference, Incorporated
(Firm/ Company)

110 West Seventh Street
(Address)

Lakeland, FL 33805
(City/ State and Zip Code)

BishopKRB@aol.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Bishop Kenneth R. Brown at 352- 398-9239
(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 &
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

United American Free Will Baptist Conference, Incorporated

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

714572

(Document Number of Corporation (if known))

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

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

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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 type="checkbox"/> Change	_____	_____	_____
<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			_____

**AMENDED
ARTICLES OF INCORPORATION
OF THE
UNITED AMERICAN FREE WILL
BAPTIST CONFERENCE, INCORPORATED**

We, the undersigned residents of the State of Florida, each being competent to contract, hereby form ourselves and our successors into a corporation not for profit in Compliance with Chapter 617, F.S. of Title 34 of the Statues of the State of Florida (Not for Profit); and under Section 501 (c) 3 of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Revenue Law) hereby adopt the following Amended Articles of Incorporation as our Charter.

ARTICLE I

Name

The name of the corporation shall be **United American Free Will Baptist Conference, Incorporated** located in the City of Lakeland, County of Polk and State of Florida; herein referred to as UAFWBC.

ARTICLE II

Duration

This corporation shall exist perpetually or until dissolved by due process of law.

ARTICLE III

Principal Office, Registered Agent and Address

The address of Corporation's principal is **110 West Seventh Street, Lakeland, Florida 33805.**

The registered agent of the Corporation is **Kenneth R. Brown, 1226 Wright Drive, Lakeland, Florida 33805.**

ARTICLE IV
Corporate Seal

The Corporate Seal of the corporation shall have inscribed thereon the name of the Corporation, the year of the incorporation and words "**CORPORATE SEAL**" and "**FLORIDA**".

ARTICLE V
Purpose

The purpose for which the corporation is organized is exclusively for the religious, educational, charitable and scientific that is described in Section 501 (c) (3) of the Internal Revenue Code of 1986.

1. To establish a national UNITED AMERICAN FREE WILL BAPTIST CONFERENCE by the direction of God and under the leadership of the Holy Spirit in accordance with all the commandments and provisions as set forth in the Holy Bible.
2. Provide a general organization for FREE WILL BAPTISTS in the United States of America and its territories for the promotion of Church.
3. Is a spiritual organism empowered by the Holy Spirit to share Christ with as many people as possible in our Churches and Communities.
4. To experience and increasingly meaningful fellowship with God and fellow believers.
5. An organization that administer unselfishly through effective and responsive leadership to all FREE WILL BAPTIST CHURCHES that are in **Fellowship and Good Standing** with the UNITED AMERICAN FREE WILL BAPTIST CONFERENCE.
6. Fulfill the calling through Christian Education by which church members grow in knowledge in their **Faith** and **Love** for **both God** and **humanity**.
7. Establish ministries that will serve our children, our homeless, our elderly and those in need of food and clothing.

8. Help churches to become totally Christ like in their daily living by emphasizing total commitment of life, personality and possession to the Lordship of Christ.

In furtherance, but not in limitation of the forgoing purposes, the corporation shall have the power and authority.

1. To receive assistance, money (as grants or otherwise), real or personal property and any other form of corporation to be utilized in the furtherance of the necessary, objects and purposes of this Corporation; to enter into agreements or contracts for contribution to the Corporation for its objects and purposes, provided however, the gifts shall be subject to acceptance by the Board of Trustees as required by the bylaws.
2. To distribute, in manner, form and method, and by means determined by the Board of Trustees of this corporation, any and all forms of contributions received by it in carrying out the programs of the corporation in furtherance of its stated purposes. Money and real or personal property contributed to the corporation in furtherance of those objects and purposes are and shall continue to be impressed with a trust for such purposes.
3. Each and all of the objects, purposes and powers of the Corporation, however, shall be exercised, construed and limited in their application to accomplish the purpose for which this Corporation is formed.
4. Advancing the Kingdom of God on earth to glorify Him and exalt Jesus Christ above all human goals as its members participate in: **Worship** (John 4:24; Hebrews 10:24-25), **Teaching the whole Word of God** (Matthew 28:19-20; Mark 16:15-16; Luke 24:46-48; Acts 1:8), **Administering the Ordinances of the Church** (Matthew 28:19; 1 Corinthians 11:23-26; John 13:4-11), **Defending the Faith** (Hebrews 10:23; Jude 3; Revelation 3:8) by disciplining its membership and helping to meet the Spiritual, Moral, Social and Economic Welfare of its members and communities.

ARTICLE VI
Membership

The members of this corporation shall consist of churches who are members of UNITED AMERICAN FREE WILL BAPTIST CHURCH CONFERENCE in GOOD STANDING, friendly and sympathetic with its purposes.

ARTICLE VII
Ordinance

Section 1. We practice believer's baptism by single immersion in the name of the Father, and of the Son, and of the Holy Ghost after a confession of faith. (Matthew 28:19; Mark 16:16; Romans 6:3-4)

Section 2. We practice close communion, which is believers celebrating the Lord's Supper after self-examination. (Matthew 26:26-29; Mark 14:22-25; Luke 22:14-20; 1 Corinthians 11:17-34)

Section 3. We practice as believer's the washing of the saint's feet as recorded in the Word of God. (John 13:1-20)

ARTICLE VIII
Policy/Law

The **UNITED AMERICAN FREE WILL BAPTIST CONFERENCE, Inc.** shall be governed by its board of Trustees/Bishop's on the basis of majority rule and the principles of the New Testament. We believe the UAFWBC has the resources within itself to make policies and resolve differences.

We believe that the board of Trustees/Bishop's and members of the UAFWBC have sufficient intelligence and virtue to render the intervention of outside authorities unnecessary, and that the Board of Trustees/Bishop's and the Executive Committee is the UAFWBC sole authoritative interpreter of Scripture.

We believe according to the **Word of God that marriage is Ordained by God that of the union of a Man and Woman, (Genesis 2:21-24; Matthew 19:4-6; 1 Corinthians 7:2-4)** and therefore the **UNITED AMERICA FREE WILL BAPTIST CONFERENCE, Inc. and her Churches; Bishop's;**

Pastor's and associate Ministers shall not be compelled or demanded to perform such unions that are not Ordained by God's Holy Word. And therefore cannot be held Liable by Local, State and Federal Law for not performing said unions between (Homosexual; Lesbian; Transsexual and Transvestite).

We will not discriminate against the attendance in services of persons with **alternative sexual preferences, life styles and behavior (Homosexual; Lesbian; Transsexual; Transvestite)**, in any of our Churches of the United American Free Will Baptist Conference, because the Bible says (**who so ever will let him come**). And therefore the UAFWBC and Churches which are governed by the UAFWBC does have the right according to the Word of God to say who can Join/Become Members of the Church. We stand on the Word of God that all who practices such life styles are still living in willful Sin and have not Repented turn away from this life style (**Leviticus 18:22; 20:13; 1 Corinthians 6:9; 1 Timothy 1:10**) and therefore cannot become a member of any Churches that are Members, in Fellowship, that are Governed by the **UNITED AMERICAN FREE WILL BAPTIST CONFERENCE, Inc.**

Any one practicing these life styles of living, having made a statement of repentance and confession of Jesus Christ as Lord and Saviour and water Baptism thus becoming a member of any Church governed by the United American Free Will Baptist Conference Inc., and being found still living in these life styles (Homosexual; Lesbian; Transsexual and Transvestite) will be dismiss / excommunicated.

Any member can be excommunicated should He or She becomes an offense to the Church and to its New Testament standard by reason of un-Christ like conduct, or by persistent breach of his/her covenant vows, the Church may terminate his/her membership. Only after due notice and a hearing before the Pastor and the Executive Committee after faithful efforts have been made to bring about repentance and reconciliation should such action be taken (Matthew 18:15-20 1 Corinthians 5:1-13). Excommunicated members may by a majority vote be restored to membership on confession of their error (Sin) and by giving evidence of their repentance (2 Corinthians 2:5-11).

ARTICLE IX **Limitation**

1. Notwithstanding any provision of these articles, this corporation shall not carry on any activities not to be carried on by an organization

exempt from Federal Income Tax under section 501(c)3 of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue Law.

2. The Corporation shall not carry on propaganda or otherwise attempt in any way to influence legislation or participate or intervene in, (including the publishing or distribution of statement), any political campaign on behalf of any candidate for public office.
3. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its Trustees, officers and members 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 purpose set forth above.

ARTICLE X
Management

The management of the Corporation shall be vested in a Board of Trustees. The number of Trustees constituting the Board of Trustees is seven (7). The number of Trustees may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than seven (7). The Trustees shall be elected in a manner prescribed by the Bylaws.

The names and address of each Trustee of the Corporation is as follows:

Lee H. Burns, President
1029 California Blvd.
Sumter, SC 29153-7947

Kenneth R. Brown, Vice President
1226 Wright Dr.
Lakeland, FL 33805-3457

Elliott T. Brown Sr., 2Vice President
636 Wheeling Avenue
Altamonte Springs, FL 32714

Regina S. Rodmon Record Secretary
2452 Mary Jewett Circle NE
Winter Haven, FL 33881

Joyce R. Harris, Financial Secretary
8245 Peak Avenue
Lakeland, FL 33810

Gwendolyn B. Baker, Treasurer
1482 N. E. 216th Street
Lawtey, FL 32058

Charles Brown, Chairperson
3208 Emmanuel Dr.
Lake Wales, FL 33859

Leonard Miller Sr., Board Member
920 N. 13Th Street
Palatka, FL 32177-2108

Charles E. Bethea, Board Member
6507 Enzor Street
Callaway, FL 32404

ARTICLE XI
Original Incorporates

The names and addresses of the original incorporate and subscribers of these Articles were:

O. L. Williams
1052 N. Missouri Avenue
Lakeland, FL 33805

E. T. Brown
305 Avenue X, N. E.
Winter Haven, FL 33881

L. R. Williams
313 W Second Street
Lakeland, FL 33805

ARTICLE XII
Indemnification

Every Trustee and officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed in connection with any proceeding or any settlement of any proceeding (including any appeal thereof) to which a trustee may be a party or may become involved by reason of being or having been a trustee or officer at the time such expense incurred, except when the trustee or officer is adjudged guilty of, or liable for, willful misfeasance in the performance of duties; provided that in the event of a settlement before entry of judgment, the indemnification shall apply only when the Board of Trustees approve such settlement and reimbursement as being in the best interest of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such trustee or officer may be entitled by law. Appropriate liability insurance shall be provided for every

officer, trustee and agent of the Corporation in amounts determined from time to time by the Board.

ARTICLE XIII
AMENDMENTS

These Articles of Incorporation may be amended when such amendment is proposed and adopted by a resolution by the members of the corporation at any business meeting of the corporation and shall become effective when such resolution is duly certified by the Secretary of the corporation and filed with the Secretary of State, of the State of Florida, approved by him/her, and all filing fees have been paid.

ARTICLE XIV
Contracts and Agreements

The corporation shall have power from time to time to make such contracts and do such things as shall be authorized by the members of this corporation and the laws of the State of Florida. All legal contracts of the corporation shall be signed by the President and attested by the Secretary.

ARTICLE XV
Territory

The Territory in which the operation of the corporation is principally to be conducted in Lakeland, Polk County, Florida with affiliates throughout the United States.

ARTICLE XVI
Fiscal Year

The fiscal year of the Corporation shall begin July 1st and end on June 30th of each calendar year.

ARTICLE XVII
Rules of Order & Law

The Discipline of the **UNITED AMERICAN FREE WILL BAPTIST CONFERENCE, INC.** shall govern all meetings of the conference and local affiliated Churches.

ARTICLE XVIII
Dissolution

The regulation of internal affairs of the Corporation, including the distribution of assets on dissolution, shall be provided for in the by-laws and shall include that:

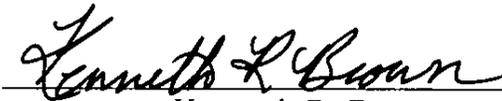
1. Upon dissolution of the Corporation or winding down of its affairs, the assets of the Corporation shall be applied and distributed as follows:

(a.) All liabilities and obligations of the Corporation shall be paid, satisfied and discharged, or adequate provisions shall be made;

(b.) Assets held by the Corporation upon condition requiring, return, transfer or conveyance, which condition occurs by reason of the dissolution or winding down, shall be returned, transferred or conveyed in accordance with such requirements; and

(c.) All remaining assets not disposed of under either of the preceding paragraphs (a.) or (b.) shall be transferred or conveyed to one or more religious, charitable, education or scientific organizations (i) which are described in Section 509(a)(1), (2), or (3), and (ii) to which deductible contributions can be made under Section 170(c)(2), 2522(a)(2), as the Board of Trustees..

IN WITNESS WHEREOF, we, the undersigned do acknowledge these Articles of Incorporation and accordingly have hereto set hands this 2 Day of November 2015. These amended and restated articles were adopted by the directors on November 2nd, 2015 and do not contain any amendments requiring members approval.



Kenneth R. Brown

(Signature/ Registered Agent)

Lee H. Burns

Lee H. Burns

(Signature/President)

Kenneth R. Brown

Kenneth R. Brown

(Vice President)

Elliott T. Brown

Elliott T. Brown

(2 Vice President)

Regina S. Rodmon

Regina S. Rodmon

(Recording Secretary)

Joyce R. Harris

Joyce R. Harris

(Finance Secretary)

Leonard Miller Sr.

Leonard Miller Sr.

(Director)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgment personally appeared:

Lee H. Burns

Kenneth R. Brown

Elliott T. Brown

Regina Rodmon

Joyce R. Harris

Leonard Miller Sr.

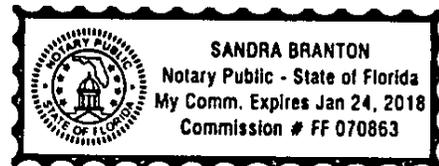
To me well known to be the persons described in the forgoing Amended and Restated Articles of Incorporation and acknowledge before that subscribe to same.

Notary Public

Seal

Sandra Branton

Sandra Branton



11-2-2015

(Date)

June 26, 2015

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

June 26, 2015

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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 _____

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)

Bishop Kenneth R. Brown

(Typed or printed name of person signing)

Vice-President

Kenneth R Brown

(Title of person signing)