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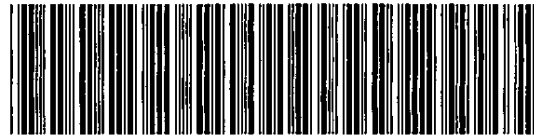
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TALLAHASSEE, FLORIDA

Amend.
6/6/08
DC

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: The Church of God of Jensen, Inc.

DOCUMENT NUMBER: 715307

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

Please return all correspondence concerning this matter to the following:

Linda E. Capobianco

(Name of Contact Person)

Stone & Capobianco, P.L.

(Firm/ Company)

219 E. Ocean Blvd.

(Address)

Stuart, FL 34994

(City/ State and Zip Code)

For further information concerning this matter, please call:

Linda E. Capobianco, Esq.

(Name of Contact Person)

at (772) 781-4357

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
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(Additional copy is
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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 THE
ARTICLES OF INCORPORATION
OF
THE CHURCH OF GOD OF JENSEN, INC.
A FLORIDA NOT FOR PROFIT CORPORATION**

DOCUMENT NUMBER 715307

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 617.1006, Florida Statutes, this Florida Not for Profit Corporation adopts the following amendments to its Articles of Incorporation:

AMENDMENTS ADOPTED

**ARTICLE I
(Amended)**

Location of Principal Office

The Church of God of Jensen, Inc., a Florida not for profit corporation, has its principal office is located at 1050 N.E. County Line Road, Jensen Beach, Florida 34958.

**ARTICLE II
(Amended)
Purposes**

The General Purposes for which said corporation is organized are exclusively for charitable, religious, literary and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The specific purposes for which the corporation is organized are providing a place of worship for its members, who shall be members in good standing of the Church of God of Jensen, Inc. and conducting the affairs of the congregation according to the rules, regulations and bylaws of the Church of God of Jensen, Inc.; promoting the cause of Christianity; receiving, managing, and disbursing gifts, bequests, and other funds for the benefit of the congregation and the Church of God of Jensen, Inc., owning and maintaining suitable buildings and facilities necessary for their acquisition, upkeep, maintenance and sale, all in accord with the rules, regulations and bylaws of the Church of God of Jensen, Inc.

**ARTICLE IV
(Amended)**

Board of Directors and Management of Corporate Affairs

(a) Board of Directors.

The powers of the corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The corporation shall have no less than three (3) and no more

than seven (7) Directors. The number of Directors of the corporation may be increased or diminished from time to time by a majority vote of the then existing Board of Directors or Bylaws but shall never be less than three (3).

The Board of Directors shall be chosen from the active, tithe paying members of the congregation who are otherwise in good standing. The member of the Board of Directors shall be seated until such time as he or she resigns, is removed or dies. Any vacancy of the Board of Directors may be filled by an active, tithe paying members of the congregation who are otherwise in good standing, who has been elected by the remaining seated members of the Board of Directors.

The names and addresses of the Board of Directors to be seated upon the approval and adoption of these Articles of Amendment are as follows:

Name	Address	Title
Larry G. Bender	c/o The Church of God of Jensen, Inc. 1050 N.E. County Line Road Jensen Beach, FL 3957	President
Oscar Harriel	c/o The Church of God of Jensen, Inc. 1050 N.E. County Line Road Jensen Beach, FL 3957	Vice President
Leonard Geddes	c/o The Church of God of Jensen, Inc. 1050 N.E. County Line Road Jensen Beach, FL 3957	Treasurer
Don Williams	c/o The Church of God of Jensen, Inc. 1050 N.E. County Line Road Jensen Beach, FL 3957	Secretary
Thalia M. Hodge	c/o The Church of God of Jensen, Inc. 1050 N.E. County Line Road Jensen Beach, FL 3957	Director
Michael Silas	c/o The Church of God of Jensen, Inc. 1050 N.E. County Line Road Jensen Beach, FL 3957	Director

The above members of the board of directors includes those officers elected by the members pursuant to the approval and adoption of these Articles of Amendment who pursuant to Florida Statute 617.0809 shall replace those individuals previously added as officers or directors to the corporation in 2007 during the period of time wherein the number of directors was fewer than three. **As such, the following individuals are deleted from the list of officers and directors of the Church of God, Inc. as previously filed with the State of Florida and are no longer**

members of the Board of Directors: Miretha Wiley, Andrea Dixon, Francis Hall and Robert Delancy.

Any member of the Board of Directors who ceases to be an active, tithe paying member of the congregation in good standing may be removed without cause by a majority vote of the seated members of the Board of Directors.

Annual meetings of the Board of Directors shall be held at the principal office of the corporation, or at such other place or places as the Board of Directors may designate from time to time by resolution. Special meetings of the Board of Directors may be called by the President or Vice President upon no less than four (4) hours notice to the members of the Board of Directors. Notice of special meeting are not required to be in writing so long as oral notice is personally effectuated within the time constraints provided herein.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting if the majority of the Members of the Board individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the Articles of Incorporation and Bylaws of the corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

(b) Corporate Officers.

The presiding Pastor of the Church of God of Jensen, Inc. shall at all times be designated President of the corporation, without election, until such time as he resigns, is removed by the State Overseer pursuant to the Minutes of the Church of God General Assembly or dies.

The Board of Directors shall elect the following Officers: Vice President, Treasurer and Secretary and such other Officers as the Bylaws of the corporation may authorize, from time to time, the Directors to elect.

All corporate officers are required to be active, tithe paying member of the congregation in good standing. Any corporate officer who ceases to be an active, tithe paying member of the congregation in good standing may be removed without cause by a majority vote of the seated members of the Board of Directors. Any member of the Board of Directors who ceases to be an active, tithe paying member of the congregation in good standing may be removed without cause by a majority vote of the seated members of the Board of Directors.

ARTICLE V
(Amended)
Membership

The membership of the congregation shall consist of all persons listed in the Church of God of Jensen, Inc.'s roster, and all other persons as, from time to time hereafter, as may be or received into membership in accordance with the membership requirements of the Church of God of Jensen, Inc. as set forth in the Bylaws as the same now exists or may be hereafter from time to time be amended.

ARTICLE IX
(Amended)
Bylaws and Amendments

The Board of Directors of the corporation may provide such Bylaws for the conduct of the business of the corporation and the carrying out of its purposes as such Directors may deem necessary from time to time. The Bylaws may be amended, altered or rescinded by majority vote of the Directors present at any regular or special meeting called for that purpose, subject to any limitations set forth in the Florida Not for Profit Corporation Act concerning corporate action that must be authorized or approved by Members of the corporation, provided that the proposed amendment does not conflict with these Articles of Incorporation, as the same now exists or may be hereafter from time to time be amended.

An amendment to these Articles of Incorporation may be proposed by any Member of the congregation, but such amendment may be adopted only after receiving an affirmative vote of the majority of the Board of Directors provided that the proposed amendment does not conflict with these Articles of Incorporation and is in accord with the Bylaws of the Church of God of Jensen, Inc., as the same now exists or may be hereafter from time to time be amended.

ARTICLE X
(Amended)
Corporate Powers

The corporation shall have all of the powers conferred by the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, which are necessary, incidental, or convenient to the purposes of the corporation as herein stated.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, 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 purposes set forth in Article Three hereof. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on: (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE XI

**(Amended From Prior Annual Report and Added as an Article Number as the Registered Agent was not included in the original Article of Incorporation)
Registered Agent and Registered Office**

The Registered Office address and the name of the Registered Agent of the corporation are:

Registered Agent: Linda E. Capobianco, Esq.
Registered Office: Stone & Capobianco, P.L.
219 E. Ocean Blvd.
Stuart, FL 34994

IN WITNESS WHEREOF, the undersigned has signed, subscribed and acknowledged these Articles of Amendment to the Articles of Incorporation on this the 18th day of May, 2008.
The Church of God of Jensen, Inc.

By: Bishop Larry G. Bender
Larry G. Bender
Bishop, The Church of God of Jensen, Inc.

CERTIFICATE

The undersigned hereby certifies that the Articles of Incorporation, as amended, of The Church of God of Jensen, Inc., a Florida not for profit corporation, does provide for members and that Article IX of the original Articles of Incorporation sets forth the requirements to amend these Articles as well as the national Minutes of the Church of God General Assembly and its Bylaws which were adopted by and govern The Church of God of Jensen, Inc. These Articles of Amendment to the Articles of Incorporation are in compliance with and have been approved by and the Church of God State Overseer. Notice to the members/congregation was provided during the public service on May 4, 2008 at which time the proposed amendments were read to the members/congregation. The Articles of Amendment to the Articles of Incorporation were adopted on Sunday, May 18, 2008 by a two-thirds majority vote of those members of the Church of God of Jensen, Inc. who were present and voting, during the meeting presided over by the Church of God State Overseer that had been called for the purpose of adopting these Articles of Amendment to the Articles of Incorporation, as submitted to the Membership for their consideration prior to their adoption, as required by Article IX of the original Articles of Incorporation. The number of votes cast by the Membership was sufficient for approval.

Dated this the 18th day of May, 2008

The Church of God of Jensen, Inc.

By: Bishop Larry G. Bender
Larry G. Bender
President, The Church of God of Jensen, Inc.

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

In compliance with Florida Statute Section 617.0501, the following is submitted:

The Church of God of Jensen, Inc. has designated 219 East Ocean Blvd., Stuart, Florida as its Registered Office and has named Linda Elise Capobianco, Esq., located at said address as its Registered Agent.

Dated this the 18th day of May, 2008

The Church of God of Jensen, Inc.

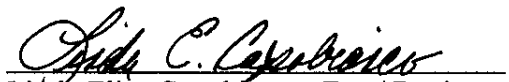
By: 

Larry G. Bender

President, The Church of God of Jensen, Inc.

Having been named Registered Agent for the above-stated corporation, at the designated Registered Office, the undersigned hereby accepts said appointment and agrees to comply with the provisions of all statutes relative to keeping open said office. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties and the undersigned is familiar with and accepts the obligations of the undersigned's position as registered agent.

Dated this the 20th day of May, 2008



Linda Elise Capobianco, Esq./ Registered Agent