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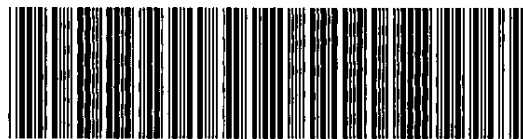


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TALLAHASSEE, FLORIDA

Amended & Restated

TB

OCT 22 2010

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: VICTORY IN JESUS MINISTRIES WORLD MISSIONA

DOCUMENT NUMBER: 735869

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

Please return all correspondence concerning this matter to the following:

Michele Diglio-Benkiran, Esquire

(Name of Contact Person)

Benkiran Law Firm, P.A.

(Firm/ Company)

1999 West Colonial Drive, Suite 204

(Address)

Orlando, Florida 32804

(City/ State and Zip Code)

michele@benkiranlaw.com

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

For further information concerning this matter, please call:

Michele Diglio-Benkiran

(Name of Contact Person)

at (407) 581-2565

(Area Code & Daytime Telephone Number)

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

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☒ \$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

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
of
VICTORY IN JESUS MINISTRIES WORLD MISSIONARY OUTREACH, INC.
(Document #735869).
A Florida not for profit corporation**

Pursuant to a resolution duly adopted by its Board of Directors on October 19, 2010, and duly approved by its members of October 19, 2010, Victory In Jesus Ministries World Missionary Outreach, Inc., a Florida not-for-profit corporation (the "Corporation"), hereby adopts the following Amended and Restated Articles of Incorporation which amend and restate each of the provisions of the original Articles of Incorporation filed with the Secretary of State on May 19th, 1976, as subsequently amended on June 9th, 1980, January 30th, 1981, May 1st, 1985, May 17th, 1989, and May 31st, 1989.

PREAMBLE

We hereby associate ourselves together for the purposes of constituting a church, to operate in accordance with the laws of God Almighty and in a not-for-profit corporation formation pursuant to the applicable provisions of the laws of the State of Florida relative to not-for-profit corporations and we hereby covenant and agree as follows:

ARTICLE I- NAME; PRINCIPAL ADDRESS

The name of the corporation shall be "Victory In Jesus Ministries World Missionary Outreach, Inc." The principal address of the corporation is 409 Langholm Drive, Winter Park, Florida 32792.

ARTICLE II- PURPOSE.

The general nature of the objectives and purposes of the Corporation shall be to establish a legal entity for Christian believers to carry out the objectives of Jesus Christ by spreading the Good News to all lands. It is intended that this Corporation is organized exclusively for charitable, religious and educational purposes within the meaning of

Section 501 (c) (3) of the Internal Revenue Code, or the corresponding section(s) of any future federal tax code.

ARTICLE III- MEMBERS.

The Corporation shall have non-voting members known as "covenant partners" which shall be detailed and more particularly described in the Bylaws of Victory In Jesus Ministries World Missionary Outreach, Inc.

The covenant partners of the Corporation shall consist of any person accepted by the Board of Directors expressing a desire to help further the purposes for which the Corporation was organized, and who displays a willingness to regularly contribute time and service for the furtherance of the purpose of the Corporation. A mature person who is willing to contribute time and money for these purposes may, upon request, be admitted as a covenant partner by the majority vote of the Board of Directors.

ARTICLE IV- ORIGINAL SUBSCRIBERS.

The names and residences of the original subscribers to the Articles of Incorporation adopted May 19th, 1976, were:

Joseph R. Steinke	409 Langholm Drive Winter Park, FL 32789
Colleen P. Steinke	409 Langholm Drive Winter Park, FL 32789
Arnold Marchione	Route #1, Box 421-B Longwood, Florida 32750
Mary C. Steinke	409 Langholm Drive Longwood, Florida 32750

ARTICLE V- CORPORATE EXISTENCE.

The existence of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE VI-MANAGEMENT

The affairs of the Corporation shall be managed by the Board of Directors and administered through its officers, which shall be President, Vice President, Secretary and

Treasurer. The Board of Directors shall elect the officers in a manner as more specifically set forth in the Corporation's Bylaws.

The Senior Pastor shall be the President of the Corporation and shall preside over all business meetings of the Corporation and Board of Directors.

ARTICLE VII- OFFICERS.

The current officers of the Corporation who shall administer the business of the Corporation until their successors are elected pursuant to the Corporation's Bylaws, are as follows:

Dr. Colleen Steinke...President.409 Langholm Drive, Winter Park, FL 32789

Mark J. Steinke.....Vice President.....206 SW 18th Avenue, Fort Lauderdale, FL 33312

Michael Steinke.....Treasurer/Secretary....409 Langholm Drive, Winter Park, FL 32789

ARTICLE VIII- DIRECTORS.

The Board of Directors of the Corporation shall consist of no less than three (3) directors as determined by the Corporation's Bylaws. Directors shall be appointed in the manner set forth in the Corporation's Bylaws. The names and addresses of persons serving as current Directors are :

Dr. Colleen Steinke	409 Langholm Drive, Winter Park, FL 32789
Mark Steinke	206 SW 18 th Avenue, Fort Lauderdale, FL 33312
Michael Steinke	409 Langholm Drive, Winter Park, FL 32789
Lorraine Fink	101 Village Lane, Winter Park, FL 32792
Dr. Ken Brewer	1946 Emily Gail Court, Jacksonville, FL 32218

ARTICLE IX- BYLAWS.

The Corporation's Bylaws may be amended, altered, or rescinded by a seventy-five percent (75%) vote of the Board of Directors at a meeting where a quorum of the Board of Directors are present.

ARTICLE X- AMENDMENT OF THE ARTICLES OF INCORPORATION.

The Corporation's Articles of Incorporation may be amended, altered, or rescinded by a seventy-five percent (75%) vote of the Board of Directors at a meeting where a quorum of the Board of Directors are present.

ARTICLE XI- ASSETS UPON DISTRIBUTION.

The Corporation is organized exclusively for religious 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 of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

No part of the net earnings of the Corporation shall inure to the benefit, or be distributable to its covenant partners, trustees, officers, directors 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 its purposes.

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a Corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision(s) of any future federal tax code(s) or by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986, or any other corresponding provision(s) of any future federal tax code(s).

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purpose of the Corporation, or for one or more other exempt purposes, in such manner, or to one or more organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provision(s) of any future federal tax

code(s)), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by a court of appropriate jurisdiction exclusively for such purposes or to such organization or organizations, as said court shall determine which are organized and operated exclusively for such purposes.

ARTICLE XII-REGISTERED AGENT.

The registered agent for the corporation is Dr. Colleen Steinke having an address at 409 Langholm Drive, Winter Park, Florida 32792.

ARTICLE XIII- POWERS.

The Corporation shall have the power, subject to the laws of the State of Florida, to hold, own, work, develop, improve, divide and subdivide, process, sell, convey, lease, mortgage, pledge, exchange and otherwise deal in and dispose of property of all kinds, real personal and mixed, including stocks, bonds and securities issued and created by any other corporation in any other state or in any other country and whether now or hereafter organized, and including all rights, corporal and incorporeal hereditaments appurtenant thereto; to purchase, establish, operate and publish or cause to be published journals, books, bulletins and advertising matter; to build, construct, maintain and operate any of the properties above mentioned, and while owner of any property, to exercise all rights, powers and privileges of ownership to the same extent as natural persons might do, including the right to vote the stock of other corporations owned by it; to borrow money and secure the same and monies otherwise owing, by mortgages, debentures, bonds, deeds, or other obligations therefore; to enter into, make, perform, and carry out contracts, of every kind for any lawful purpose, to draw, make, accept, endorse, execute and issue promissory notes, drafts; bills of exchange, warranties, debentures and other transferrable instruments; to carry on all of its operations or businesses and to promote its objects and purposes within the State of Florida or elsewhere without restrictions as to place; to have, use, exercise and enjoy all the general powers of like corporations not for profit and to do and perform all such other things and acts as may be necessary or expedient in carrying on any of the businesses or acts set forth in this Article, subject to and consistent with the Corporation charges of not-for-profit corporations.

The foregoing clauses shall be construed as powers but no specific, general or special powers or purposes herein enumerated shall be determined exclusive; but it hereby expressly declared that all other lawful powers not inconsistent therewith are hereby included.

IN WITNESS WHEREOF, the undersigned President does hereby execute and
October, ^{19th} 2010.

Victory In Jesus Ministries World Missionary Outreach, Inc.,
A Florida not-for-profit corporation

Dr. Colleen Steinke

By: Dr. Colleen Steinke

Its: President

STATE OF FLORIDA)
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me on this 19th day of October, 2010, by Dr. Colleen Steinke, President of Victory In Jesus Ministries World Missionary Outreach, Inc., a Florida not for profit corporation, on behalf of said Florida not for profit corporation. She is ✓ personally known to me, has produced a Florida driver's license as identification, or has produced the following as identification:

(AFFIX NOTARY SEAL)



Karen L. Mroczkowski
NOTARY PUBLIC, STATE OF FLORIDA
Print Name: KAREN L. MROCKOWSKI
Commission # EE 353
My Commission Expires: 8/23/2014

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**


Pursuant to Chapter 617, Florida Statutes, the following is submitted in compliance with said act.

Victory In Jesus Ministries World Missionary Outreach, Inc., desiring to organize as a not for profit corporation under the laws of the State of Florida, with its registered office at 409 Langholm Drive, Winter Park, Florida, 32789, has named Dr. Colleen Steinke, located at the aforementioned registered office, as its registered agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named as Registered Agent for the Corporation at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of said act, as the same may apply to the Corporation.

Dated this 19th day of October, 2010.



Dr. Colleen Steinke, Registered Agent