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Alvin T. McKenzie
726 Ponderosa Dr. W.
Lakeland, FL 33810
July 17, 2001

Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

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*****43.75 *****43.75

Dear Sir/Madam

Enclosed is an amendment to the Articles of Corporation name change of the Church of God in Christ of Lumberton Inc.

Also enclosed please find a check in the amount of \$43.75.

Amount for amendment change	\$35.00
Amount for certified copy	<u>\$ 8.75</u>
Total	\$43.75

Thank you,

Alvin T. McKenzie

Alvin T McKenzie

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*m/c
ac
7/23
amend*

AMENDMENT TO THE ARTICLES OF INCORPORATION
NAME CHANGE OF THE CHURCH OF GOD IN CHRIST OF LUMBERTON, INC.
TO VICTORIOUS CHURCH OF GOD IN CHRIST, INC

We, the members, of the Board of Directors of Church Of God In Christ of Lumberton Inc, is vested with the management of the business and affairs of this Corporation, subject to the law, the Articles of Incorporation and the By-Laws.

January 01, 2001, it was voted and agreed upon by all members of the Board of Directors.

Pursuant to the Provisions of the undersigned Corporation adopts the following Articles of Incorporation:

NAME CHANGE

The New Name of this Corporation is:

VICTORIOUS CHURCH OF GOD IN CHRIST, INC

A corporation not for profit. The address shall be: 726 Ponderosa West, Lakeland, FI 33810

AGREED UPON AND SIGNED BY THE FOLLOWING BOARD MEMBERS:

Alvin T. McKenzie
Alvin T. McKenzie, President

Larange Brockington
Larange Brockington, Director

Carlton Cooper
Carlton Cooper, Director

Kareen Chatman
Kareen Chatman, Director/Treasurer

Ollie Mae Sampson
Ollie M Sampson, Director

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

☞ A Not For Profit Corporation ☞

ARTICLE I

NAME OF CORPORATION AND LOCATION OF OFFICE

The name of the corporation shall be *The Victorious Church Of God in Christ, Inc.* (hereinafter, "the corporation" or "the church"). The principle office of the Corporation shall be in the state of Florida. A Florida registered office shall be established and maintained continuously.

ARTICLE II

PURPOSES

The specific purpose(s) for which the corporation is organized is (are): said corporation is organized exclusively for charitable, religious, and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under 501 (c)(3) of the Internal Revenue code of 1954 (or the corresponding provision of any future United States Internal Revenue Law). No part of the net earnings of the corporation shall leave 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 [these articles]. No substantial part of the activities of the corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not Participate in, or intervene (including the publishing or distributions 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 permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any further United States Internal Revenue Law); or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision for any future United States Internal Revenue Law). The main purpose of the corporation is to be a Christian

Fellowship where the Gospel of Jesus Christ is preached and taught, and the ordinances of the Christian Church are properly and regularly administered. Further, the corporation through its ministers and lay-members shall endeavor to provide a Christian witness in the community through its threefold ministry namely:

1. Preaching and Healing ministry to be obtained through the conducting of public worship and personal evangelism.
2. Teaching ministry to be attained primarily through the religious education activities of the Church Of God In Christ, Inc. such as Sunday School, Bible Band, Y.P.W.W., New Member Orientation, Etc.
3. Ministry of Social Service whereby the gospel and faith are applied in daily life. This will include home and foreign mission in areas of human need, outreach, benevolence, and addressing problems of human suffering and neglect.

ARTICLE III

MEMBERSHIP

Section 3.1 Qualification For Membership

Any person who believes that Jesus Christ is Lord and is willing to accept the Holy Bible as the unadulterated Word of God and willing to abide by the scriptural teaching and doctrine of the Church Of God In Christ, Inc. shall be eligible for membership in ***The Victorious Church Of God In Christ, Inc.***

Section 3.2 Application and Methods of Obtaining Membership

Means of obtaining membership in the corporation shall be made by one of the following methods:

- A) By conversion or the experience of new "Spiritual Birth" according to Romans 10:9, II Corinthian 5:17, and Acts 2:38.
- B) By a letter of transfer from another Christian Church.

C) By personal testimony of the Christian experience.

Section 3.3 Types of Membership

Membership shall not be determined by the payment of dues or assessments. However, all members are urged to support the Church through the payment of tithes(one-tenth of earnings) and free will offerings. The types of memberships shall be as followed:

1. Charter Membership

This membership is reserved to those individuals who were part of the initial conception of the Corporation.

2. Full Membership

This membership is for individuals who have joined since the initial conception of the Corporation, who has pledged full support of the Corporation through active participation in the ministry, both financially and physically, and are not a part of any other church body or membership.

3. Watch-Care Membership

This membership is for individuals who are temporarily away from their home church and desire to work with and support the work of this ministry while they are presently living within the community.

4. Honorary Membership

This membership is for individuals who are part of another church body and has shown an expressed amount of support for the Corporation in performance of the Corporation's various functions.

Section 3.4 Dismissal of Members

A person may be dismissed, or expelled, from membership by a majority vote of the Board of Directors of the Corporation for open denial of the faith and for morally reproachful conduct after all reasonable efforts by the Board of Directors to effect reconciliation have failed. He/she may also be considered inactive when he has failed to attend or support church activities

for a period of one year without good cause.

ARTICLE IV

OFFICERS

Section 4.1 Pastor

The Pastor shall be the spiritual leader, President, and Chief Administrative Officer of the Corporation. He shall have final authority in deciding all matters pertaining to the Church spiritual and business affairs. All decisions of the Directors, Department Heads, Committee Chairman, and other officers shall be subject to the Pastor's authority. The Pastor's decisions and authority shall be final.

Section 4.2 Lay Officers

The lay officers shall consist of Vice-President, Secretary, and Treasurer (which may also be titled as the Business Manager).

Section 4.4 Vacancies

Vacancies in offices, however occasioned, may be filled at any time by election by the Board of Directors for the unexpired terms or by appointment of the pastor.

ARTICLE V

DUTIES OF OFFICERS

President (Pastor):

The president shall preside at all meetings of the Board of Directors of the Corporation. He shall appoint all Committees and Chairman's thereof. He shall be the chief executive officer of the Corporation and shall sign all instruments authorized by the Board. He shall call special Meetings upon the request of the members and such other times as in his judgment the interest of the Church requires. He shall present to the members of the Church at their annual meeting a

report covering the activities of the Board and the progress of the Corporation. He shall have general control of the affairs of the Corporation.

Vice-President:

The Vice-President shall act in the absence of the President. He/she shall have such duties and authority as the Board or Pastor may determine, but, at a minimum, shall be coordinator of the ministerial activities of the Church.

Treasurer:

The Treasurer shall have the responsibility for all funds and assets of the corporation. He/she shall keep proper financial records, account for all receipts and disbursements, and shall make proper financial reports to the Pastor, the church and the Board of Directors at such time as are designated. The records shall at all times be open to the inspection by any Director or member of the Corporation. He/she shall ensure that all reporting and compliance requirements of the State of Florida and the Internal Revenue Service, relating to Not For Profit Corporations are met. He/she shall be the Business Manager of the Corporation.

Secretary:

The Secretary shall keep in permanent form including, but not limited to:(1) List of Members, and (2) Minutes of each Membership and Board meetings. He/she shall perform other duties as may be assigned by the Board of Directors or Pastor.

ARTICLE VI

BOARD OF DIRECTORS

Section 6.1 Members of the Board of Directors

The affairs of the Corporation shall be managed by the Board of Directors.
The number of Directors shall not be less than five(5). Directors will comprise only of members of the Corporation presently included in the Articles of Incorporation, unless they are involuntarily

removed in the manner herein provided. The Directors shall serve as an advisory body to the pastor on matters of concern to the total membership. Their term shall last until death, dismissal, expulsion, or removal as herein define by these bylaws.

Section 6.2 Powers and Duties

The Board of Directors shall formulate and determine policies for the administration and development of the Corporation. The Directors shall in all cases act as a Board duly convened. They may adopt rules and regulations for the conduct of their meetings and management of the Corporation, which shall be approved by the pastor, and which shall be consistent with the Article of Corporation, these bylaws, and the laws of the State of Florida.

Section 6.3 Meetings of the Board of Directors

There shall be a minimum of four (4) regular meetings of the Board of Directors each year, and at such times and places as a majority of the Board of Directors shall determine. Any business may be transacted at each meeting and a written notice of such meetings shall be given at least seven (7) days in advance. The President of the Board shall preside at each meeting of the Board of Directors. In the absence of the President, the Vice-President shall chair the meeting.

Section 6.4 Quorum

Three (3) Board members shall constitute a quorum for the transaction of business at Board Meetings. If the Board of Directors exceed twelve (12) in number, then a majority of such members shall constitute a quorum. The vote of a majority of the quorum of Directors present at the meeting shall constitute the action of the Board of Directors.

Section 6.5 Removal of Directors

Any Director, other than the President, may be removed, with just cause, at any time by a vote of two-thirds of the Directors in attendance at any Board meeting at which a quorum is present,

provided that notice thereof has been given of the called meeting. Further, at any meeting of members called expressly for that purpose, and Director(s) may be removed from office, with just cause, by vote of a majority of members, pending approval of the Pastor.

Section 6.6 Filling Vacancies

Any vacancy occurring in the Board of Directors may be filled by an affirmative vote of a majority of the remaining Directors even though it may be less than a quorum of the Board of Directors shall be filled by: (a) a special meeting of the Members called for that purpose, (b) a not less than a two-thirds vote of the members of the Board of Directors at a special meeting called for that purpose, or (c) special appointment by the Pastor.

ARTICLE VII

MEETINGS

Regular business meetings of the Church shall be held quarterly each year, with the annual meeting to be held each January. One-third (1/3) of the total membership shall constitute a quorum, and a majority vote of the present quorum shall constitute as the action of the Church. Notice of business meetings shall be in writing and mailed at least seven (7) days before the meeting, unless emergency circumstances require an earlier meeting, for which a verbal notice shall be given to each member by a reasonable effort.

ARTICLE VIII

COMMITTEES

Committees of the Corporation shall be appointed by the Pastor as deemed necessary to assist in the support of the Church, and in the carrying out of the great commission of the Gospel of Jesus Christ.

ARTICLE IX

AMENDMENTS

These Bylaws may be amended by the majority vote of the Board of Directors with the approval of the Pastor provided that the notice of the proposed amendment has been given in the notice of said meeting.

I hereby certify that the foregoing is a true and correct copy of the Bylaws of The **Victorious Church Of God In Christ, Inc.**, a non-profit Florida Corporation, as in effect at the date hereof.

Alvin T. Mckenzie, President Alvin T Mckenzie
Larange Brockington, Director Larange Brockington
Carlton Cooper, Director Carlton Cooper
Kareen Chatman, Director Kareen L Chatman
Ollie Sampson, Director Ollie M Sampson

SWORN AND SUBSCRIBED this 1st day of January, 2008

By: Mae A Pickett

STATE OF FLORIDA
COUNTY OF Pasco

The foregoing instrument was acknowledged before me this 1st day of January, 2008 by Mae A Pickett

Notary Public

My Commission Expires

