

NO0000002924

Pastor Andrew L. Williams Sr
Requester's Name
1310 Carlton Avenue
Address
Lake Wales, FL 33853 (863)676-8507
City/State/Zip Phone #

FILED
JAN 12 AM 9:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

- 1. Rhema Word Christian Ministries, Inc. *Amended & Restated Name Change*
(Corporation Name) (Document #)
- 2. _____
(Corporation Name) (Document #)
- 3. _____
(Corporation Name) (Document #)
- 4. _____
(Corporation Name) (Document #)

DIVISION OF CORPORATION
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- Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

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OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Examiner's Initials *AR*

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

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TALLAHASSEE, FLORIDA

THE Rhema Word Christian Ministries, Inc

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

Amended & Restated Articles of Incorporation

Amend article I to change name to Rhema Word Christian Ministries, Inc.

SECOND: The date of adoption of the amendment(s) was: 1-10-01

THIRD: Adoption of Amendment (CHECK ONE)

The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.

There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

Rhema Word Christian Ministries, Inc
Corporation Name

(Andrew J. Williams)
Signature of Chairman, Vice Chairman, President or other officer

Pastor Andrew L. Williams
Typed or printed name

President
Title

Date

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

Of

RHEMA WORD CHRISTIAN MINISTRIES, INC.

We, the undersigned natural persons of age twenty-one (21) years or more, acting as incorporators of a corporation, not for profit, adopt the following Amended and Restated Articles of Incorporation for such Corporation pursuant to Chapter, 617, of Title 34 of the Statutes of the State of Florida.

ARTICLE I

Name

The name of the Corporation shall be **Rhema Word Christian Ministries, Inc.**

ARTICLE II

Duration

The term of the Corporation shall be perpetual.

ARTICLE III

Principal Office, Registered Agent And Address

The address of the Corporation's principal office is **1310 Carlton Avenue, Lake Wales, Florida 33853.**

The registered agent of the Corporation is Andrew L. Williams Sr. whose address is **1310 Carlton Avenue, Lake Wales 33853.**

ARTICLE IV

Corporate Seal

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

ARTICLE V

Purpose

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

1. To establish a local church by the direction of God and under the leadership of the Holy Ghost in accordance with all the commandments and provisions as set forth in the Holy Bible;

2. To be a spiritual organism empowered by the Holy Spirit to share Christ with as many people as possible in our church, community and the world;
3. To conduct religious worship service through various forms of ministry;
4. To be a worshipping fellowship, experiencing an awareness of God, recognizing his person and responding in obedience to his leadership;
5. To experience an increasingly meaningful fellowship with God and fellow believers;
6. To be a church that ministers unselfishly to persons in the community and world in the name of Jesus;
7. To be a church that is Christlike in our daily living by emphasizing total commitment of life, personality and possessions to the Lordship of Christ; and
8. To fulfill the calling through Christian education by which members grow in knowledge in their faith and love for both God and humanity.

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 contribution, gifts, bequest or devise from any person, firm or corporation to be utilized in the furtherance of the necessary, objects and purposes of this Corporation; to enter into agreements or contracts for contributions to the Corporation for its objects and purposes, provided however, that gifts shall be subject to acceptance by the Board of Trustees as required by the by-laws;
2. To distribute, in the 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; and
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.

ARTICLE VI **Limitation**

1. Notwithstanding any other provision of these articles, this corporation shall not carry on any activities not permitted 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 VII **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 Directors shall select.

ARTICLE VIII **INDEMNIFICATION**

Every director 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 director may be a party or may become involved by reason of being or having been a director or officer at the time such expenses incurred, except when the director 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 Directors approves 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 director or officer may be entitled by law. Appropriate liability insurance shall be provided for every officer, director and agent of the Corporation in amounts determined from time to time by the Board.

ARTICLE IX **Management**

The management of the Corporation shall be vested in a Board of Trustees. The number of Trustees constituting the Board of Trustees is six (6). The number of Trustees may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than six (6). The Trustees shall be elect in the manner prescribed by the Bylaws.

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

Pastor Andrew L. Williams Sr.
1310 Carlton Avenue
Lake Wales, Florida 33853

Sheila Williams
6029 Lake Ruth Drive West
Dundee, Florida 33838

Karry L. Broome Sr.
6026 Lake Ruth Drive West
Dundee, Florida 33838

Carolyn Broome
6026 Lake Ruth Drive West
Dundee, Florida 33838

Elijah R. Burgess
1624 Tangelo Street
Lake Wales, Florida 33853

Randolph Williams
6029 Lake Ruth Drive West
Dundee, Florida 33853

ARTICLE X
Officers

The Officers of the Corporation shall consist of a President, Secretary, and Treasurer, The name and address of each Officer of the Corporation is as follows:

Pastor Andrew L. Williams Sr., President
1310 Carlton Avenue
Lake Wales, Florida 33853

Carolyn Broome, Secretary
6026 Lake Ruth Drive West
Dundee, Florida 33838

Sheila Williams, Treasurer
6029 Lake Ruth Drive West
Dundee, Florida 33838

ARTICLE XI
Incorporators

The names and residences of the subscribers to these Amended and Restated Articles are:

Pastor Andrew L. Williams Sr.
1310 Carlton Avenue
Lake Wales, Florida 33853

Carolyn Broome,
6026 Lake Ruth Drive West
Dundee, Florida 33838

Sheila Williams
6029 Lake Ruth Drive West
Dundee, Florida 33838

ARTICLE XII
Articles of Incorporation

The Amended and Restated Articles of Incorporation are made and adopted by the Board of Trustees.

ARTICLE XIII
Amendment

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them. The Articles of Incorporation shall be amended in accordance with the Bylaws and provisions of the laws of the State of Florida,

ARTICLE XIV
Fiscal Year

The fiscal year of the Corporation shall begin January 1 and end on December 31 of each calendar year.

ARTICLE XV
Territory

The territory in which the operations of the Corporation is principally to be conducted is Dundee, Polk County, Florida 33838.

ARTICLE XVI
Rules Of Order

The rules contained in the current edition of Robert Rules of Orders, newly revised, shall govern all meetings of the Corporation.

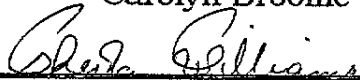
IN WITNESS WHEREOF, We, the undersigned do acknowledge these Articles of Incorporation and accordingly have hereunto set hands this 6 day of January, A.D. 2001.



Pastor Andrew L. Williams Sr.



Carolyn Broome




Sheila Williams

**STATE OF FLORIDA
COUNTY OF POLK:**

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

Pastor Andrew L. Williams Sr.
Carolyn Broome
Sheila Williams

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


Notary Public *Expires: 8/21/01*

NOTARY PUBLIC - STATE OF FLORIDA
MYRTLE A. LATHAM
COMMISSION # CC645134
EXPIRES 8/21/2001
BONDED THRU ASA 1-888-NOTARY1