

N01000003249

(Requestor's Name)

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PICK-UP WAIT MAIL

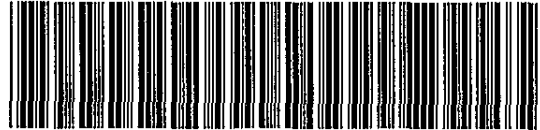
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FL

05/16/05--01027--020 **43.75

Amend.

C. Coulliette JUN 0 2 2005

ACCOUNT
Bookkeeping

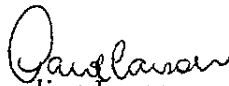
May 12, 2005.

Amendment Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Dear Sir or Madam:

Enclosed an the original of the proposed of the Amendment to Articles of Incorporation of **NEW BEGINNINGS INTERNATIONAL FOOD MINISTRIES, INC**. Please file the Article of Incorporation . A money order in the amount of \$43.75 payable to your office, for total filing and processing fees is included. In this amount it's included \$ 35.00 for the filing fee Articles of Incorporation and \$8.75 for the Certificate of Status.

Sincerely,


Caroline Larson
Bookkeeper / Tax Preparer



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

May 23, 2005

NEW BEGINNING'S INTERNATIONAL FOOD MINISTRIES, INC
5950 LAKEHURST DR., STE. 146
ORLANDO, FL 32819

SUBJECT: NEW BEGINNING'S INTERNATIONAL FOOD MINISTRIES, INC.
Ref. Number: N01000003249

We have received your document for NEW BEGINNING'S INTERNATIONAL FOOD MINISTRIES, INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The designation of the registered agent must be at a Florida street address.

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 605A00036796

RECEIVED
05 JUN -2 AM 8:00
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

NEW BEGINNINGS INTERNATIONAL FOOD MINISTRIES, INC.

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment of its articles of incorporation. The following amendment(s) have been adopted.

ARTICLE ONE

The name of said corporation is NEW BEGINNINGS INTERNATIONAL FOOD MINISTRIES, Inc., and its duration is perpetual.

ARTICLE TWO

The place in Florida where the physical address and mailing of the corporation is located is 7810 Kingspointe Parkway, Orlando, FL. 32819. The registered Agent is Fernanda G. Portigliatti.

ARTICLE THREE

This organization(s) is organized and operated exclusively for exempt purposes within the meaning of section 501 C (3) of the Internal Revenue Code of 1954, as amended including the following purposes:

1. New Beginnings International Food Ministries, Inc.
 - (a) Religious
 - (b) To establish a local food bank by the direction of God and under the leadership of the Holy Spirit in accordance with all commandments and provisions as set forth in the Holy Bible.
 - (c) To hold it self out for the purpose of supporting, nurturing and assisting those in need of food provisions through donated efforts of other agencies, churches, ministries or otherwise specified organizations.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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- (d) Through this ministry, the said corporation will minister to the faithful and to those who have not known Christ as savior of the world.
- (e) To promote through this ministry, encouragement and cooperation with other organizations ministering within the community.
- (f) To teach through seminars, radio and other forms of mass media: for the purpose of assisting those in need with food provisions.
- (g) To acquire and hold such properties, either real or personal, for the purpose of establishing this ministry, as may be necessary through the ownership of God.
- (h) To establish and operate a food bank and or any other Religious and Community Faith Based Outreach establishments.

ARTICLE FOUR

The following persons serve said corporation as Officers and Trustees.

- | | |
|--|--|
| 1. Anthony B. Portigliatti
President of Corporation | 6131 St. Ives Blvd.
Orlando, FL. 32819 |
| 2. Antonio Marra
Vice President | 5950 Lakehurst Drive # 169
Orlando, FL. 32819 |
| 2. Fernanda G. Portigliatti
Trustee | 6131 St. Ives Blvd.
Orlando, FL. 32819 |
| 3. Floralee A. Shindol
Treasurer | 4601 Judy Court
Orlando, FL. 328339 |
| 4. Bruce W.H. Urich
Secretary | 2142 Bonanza Ave
Winter Park, FL. 32792 |

The term trustees and director shall be used synonymously for the purpose of the bylaws for this corporation.

ARTICLE FIVE

The private properties of the trustees and members of the corporation shall be non-assessable and not be subject to payment of any corporate debts, nor shall the trustees or members of the corporation become individually or corporately liable or responsible for any debt or liabilities of the corporation. Notwithstanding any other provisions of these

Articles, this corporation shall not carry on any other activities not permitted to be carried on by:

- (1) corporation exempt from Federal Income Tax under section 501 C (3) of the Internal Revenue Code of 1954, (or the corresponding provisions of any future United States Internal Revenue Law).
 - (2) By corporation, Contributions to which are deductible under Section 170 (e) (2) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law).
- a. The Board of Trustees may cause the corporation to solicit, collect, receive, accumulate, administer and disburse funds in such a manner as will, in the sole discretion of the Board of Trustees, to effectively operate further purposes of the corporation.
 - b. Upon dissolution of the corporation, the Board of Trustees shall, after paying or making provisions for the payment of liabilities of the corporation, dispose of all assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization(s) organized and operated exclusively for charitable, educational, religious, or scientific purposes or shall at the time qualify as an exempt organization(s) and a "public charity" under section 501 C (3) and 509 (a) (1) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law), or to an organization contributions to which are deductible under section 170 (c) (2) of such code and regulations as they now exist or as they hereafter be amended, as the Board of Trustees shall determine. Such assets not so disposed of shall be disposed of by the highest trial court of the county in which the principal office of the corporation is located, exclusively for the purposes or to an organization(s) as said court shall determine, which are organized and operated exclusively for such purposes

ARTICLE SIX

This non-profit corporation is formed without any purpose of pecuniary profit and shall have no capital stock.

ARTICLE SEVEN

There shall be a Board of Trustees who shall consist of members of the organization who are at least twenty-one years of age or older, and shall be elected at the annual meeting. The Board of Trustees shall consist of a President who is presently Anthony B. Portigliatti, President and Antonio Marra Vice-president. Each Trustee shall serve until

such time that the President and Vice President concur on any dissolution of their services. There shall be no limitation on terms of any of the Board of Trustees.

ARTICLE EIGHT

There shall be an annual business meeting in January in each and every year, subject to satisfaction of meeting date and the agenda as determined by the Presidents and Board of Trustees at least thirty days prior to the meeting. Only official members of the organization who are at least eighteen years of age or older and in good standing shall be entitled to vote at the annual business or organizational meetings. The President and Vice-President shall have sole power to appoint additional Pastors, Evangelist, Teachers, Prophets, Apostles, Ministers, Trustees and members into the organization and to remove names from the membership roll. The Board of Trustees shall assist in this process.


ARTICLE NINE

The President, Vice-president and Board of Trustees shall be empowered to call special meetings of the corporation whenever it is advisable according to their discretion and at least thirty days notice of such meeting and of their purpose shall be announced to all members of the corporation, and published in the organization newsletter. The President shall call a special organizational meeting upon written request of one-third of the members having power to vote, with notice such meeting announced to members of the organization and a notice shall be sent via US Mail or any other means of communication. This meeting shall be convened within thirty days after request is made to the President.

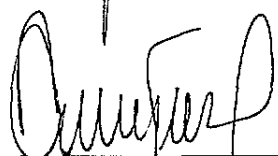
ARTICLE TEN

These Articles of Incorporation may be amended as necessary from time to time pursuant to the provisions of the laws of the State of Florida.

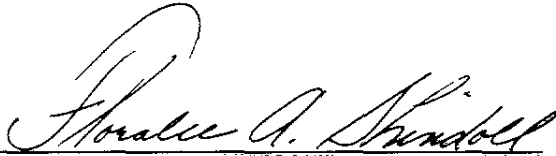
In WITNESS WHEREOF, we have signed these Articles of Amendment to the Articles of Incorporation of New Beginnings International Food Ministries, inc., and severally acknowledge same to be our act.

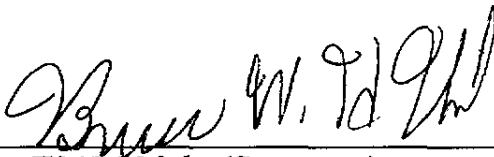


Anthony B. Portigliatti (President)



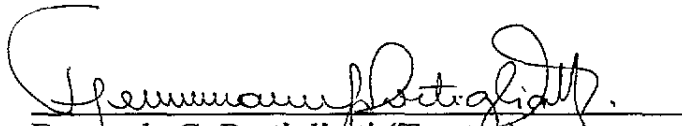
Antonio Marra (Vice-President)


Floralee A. Shindoll (Treasurer)


Bruce W.H. Urich, (Secretary)


Fernanda G. Portigliatti (Trustee)

.....
Having been named as registered agent to accept service of process for the above stated corporation(s) at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in its capacity.


Fernanda G. Portigliatti (Trustee)

3.17.2005
Date:

New Beginnings International Food Ministries, Inc.
7810 Kingspointe Parkway
Orlando, FL. 32819

CORPORATE RESOLUTION

AMMENDMENT TO ARTICLES OF INFORPORATION

On Saturday, March 12, 2005, a meeting was help with the members of the organization whereas a resolution was passed to seek to amend the organizations Articles of *Incorporation in order to transfer all authority both legal and financial to the new board and its members.*

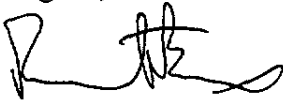
Present at this meeting were;

Robert Barroso, President
Mireya Barroso, Vice president
Maria Barroso, Trustee
Ray Medina, Trustee
Mercedes Medina, Trustee

All votes passed unanimously with a resolution that stated that New Beginnings International Food Ministries, Inc FEIN: 59-3714702, would transfer all authority as follows and amend its Articles of Incorporation to reflect the new organizations *leadership as follows:*

Anthony B. Portigliatti, President
Antonio Marra, Vice President
Fernanda G. Portigliatti, Trustee & Registered Agent
Floralee A. Shindoll, Treasurer
Bruce W.H. Urich, Secretary

Signed,



Robert Barroso
NBIFM, President