

NO2000005161

(Requestor's Name)

ABAP Central, Inc
7104 Limestone Ln.
Tampa, Fla. 33619

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

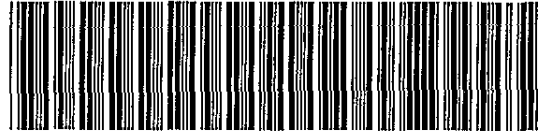
(Business Entity Name)

(Document Number)

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11/20/02--01059--007 **35.00

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03 JAN -6 PM 1:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AC 2000005161



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

December 26, 2002

AGAPE CENTRAL, INC.
7104 LIMESTONE LN.
TAMPA, FL 33619

SUBJECT: AGAPE CENTRAL INC.
Ref. Number: N02000005161

We have received your document for AGAPE CENTRAL INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

You failed to make the correction(s) requested in our previous letter.

Per phone conversation of 12-23-2002, please make corrections to your Article numbers.

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) 245-6908.

Anna Chesnut
Document Specialist

Letter Number: 602A00067439

RECEIVED
03 JAN - 8 AM 10:52
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

November 25, 2002

AGAPE CENTRAL INC.
% JOHN M. CUMBESS
7104 LIMESTONE LN.
TAMPA, FL 33619

SUBJECT: AGAPE CENTRAL INC.
Ref. Number: N02000005161

We have received your document for AGAPE CENTRAL INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Please correct all Article #'s mentioned on amendment accordingly. A copy of your Article of Incorporation and an Article of Amendment form is enclosed.

The document must state that there are no members or members entitled to vote.

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

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) 245-6908.

Anna Chesnut
Document Specialist

Letter Number: 402A00063426

RECEIVED
02 DEC 17 AM 8:20
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

AGAPE CENTRAL Inc.

(present name)

NO2000005161

(Document Number of Corporation (If known))

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.)

#3, #4, New ARTICLE #8,

New ARTICLE #9

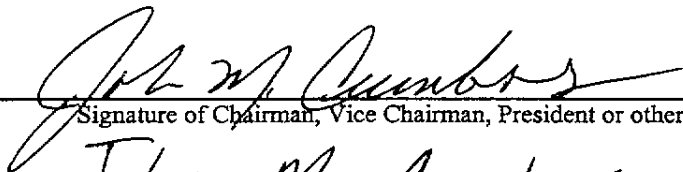
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03 JAN - 6 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: The date of adoption of the amendment(s) was: 14th Sept. 2002

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.



Signature of Chairman, Vice Chairman, President or other officer

John M. Cambess

Typed or printed name

President, Ex-Director 12-10-02

Title

Date

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
AGAPE CENTRAL INCORPORATED**

In Compliance with Chapter 617, F.S., (Not for Profit)

The undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE THREE (3): The following amendment to the Articles of Incorporation was adopted by a majority vote of the directors in office, there being no members having voting rights, said amendment being adopted on the 14th day of September, 2002. The amendment to **ARTICLE THREE (3)**, and the full text of said Article is as follows:

The purpose or purposes for which the corporation is organized are:

1. To carry on all church activities and to further the interest of the Christian faith and to testify "The Gospel of the Grace of God".
2. To assist The Department of Corrections With their Faith-based Substance abuse Transitional Housing Program, for recently released Prisoners, having been tested positive for HIV / AIDS.
3. To have perpetual succession by its corporate name.
4. To sue and be sued, complain and defend, in its corporate name.
5. To have a corporate seal which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed on, affixed to, or in any manner reproduced upon, instruments of any nature required to be executed by its proper officers.
6. To purchase, receive, lease or otherwise acquire, own, hold, improve, use or otherwise deal in and with, real or personal property, or any interest therein, wherever situated, as the purposes of the corporation shall require.
7. To sell, convey, mortgage pledge, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets.
8. To lend money to, and otherwise assist, its employees, but not its officers and directors.
9. To purchase, receive, subscribe for or otherwise acquire, own, hold, vote, use, employ, mortgage, lend, pledge, sell or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporation, whether for profit or not for profit,

associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, government, district or municipality, or of any instrumentality thereof.

10. To make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income.

11. To lend money for its corporate purposes, invest and reinvest its funds and take and hold real and personal property as security for payment of funds so loaned or invested.

12. To conduct its affairs, carry on its operations and have officers and exercise the powers granted by this Act in any state, territory, district or possession of the United States or any foreign country.

13. To elect or appoint officers and agents of the corporation for such periods of time as the corporation may determine and define their duties and fix their compensation.

14. To make and alter by-laws, not inconsistent with its Articles of Incorporation or with the laws of this State, for the administration and regulation of the affairs of the corporation.

15. To make donations for the public welfare or for charitable, scientific or Educational purposes and in time of war to make donations in aid of war Activities.

16. To cease its corporate activities and terminate its existence by voluntary Dissolution.

17. To acquire, own, hold, mortgage and dispose of and invest its funds in real and personal property for the use and benefit and under the discretion of, and in trust for any convention, conference or association organized under the laws of this State or another state with which it is affiliated, or which elects its board of directors, or which controls it, in furtherance of the purposes of the member institution.

18. To pay pensions and establish pension plans and pension trusts for all of, or class or classes of its officers and employees or its officers or its employees.

19. To promote missionary endeavors and educational facilities.

20. To ordain, license and otherwise qualify ministers to preach the gospel of the Grace of God and provide credentials for the same.

ARTICLE FOUR (4): The following amendment to the Articles of Incorporation was adopted by a majority vote of the directors in office, there

being no members having voting rights, said amendment being adopted on the 14th day of September, 2002.

The amendment to **ARTICLE FOUR (4)**, and the full text of said Article is as follows:

Rev. John M. Cumbess, President and Executive Director,
Kenneth L. Bass, Vice President and Assistant Executive Director,
Randall S. Graham, Junior Director,
make up the board of directors for AGAPE CENTRAL INCORPORATED.
Rev. John M. Cumbess, President and Executive Director, shall remain in office until he elects to resign, becomes mentally incapacitated, or until his demise. Should the office of President and Executive Director be vacated, the Vice President shall at that time become President and Executive Director of said Corporation. Should the office of President and the office of Vice President be vacated simultaneously, the Junior Director shall at that time become President and Executive Director of said corporation. Should the office of Vice-President and/or the office of Junior Director be vacated the new appointments to these offices will be made by the President of said Corporation.

ARTICLE EIGHT (8). The following amendment to the Articles of Incorporation was adopted by a majority vote of the directors in office, there being no members having voting rights, said amendment being adopted on the 14th day of September, 2002.

The amendment is in addition to the original articles of incorporation, and **NUMBER EIGHT (8)** is to be assigned the new Article, the full text of said article is as follows:

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 payment and distributions in furtherance of the purposes set forth in Article Three hereof. 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 (a) by a corporation exempt from Federal income tax under section 501 (c) (3) of the

Internal Revenue of 1954 (or the corresponding provision of any future 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 of any future United States Internal Revenue Law).

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and 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 1954 (or the corresponding provision of any future United States internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, 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 NINE (9). The following amendment to the Articles of Incorporation was adopted by a majority vote of the directors in office, there being no members having voting rights, said amendment being adopted on the 14th day of September, 2002. The amendment is in addition to the original articles of incorporation, and **NUMBER NINE (9)** is to be assigned the new Article, the full text of said article is as follows:

The corporation shall have no members and said corporation shall be a church and the management of its affairs is vested in its Directors.

In witness whereof, we have hereunto subscribed our names this 14th day of
September, 2002.

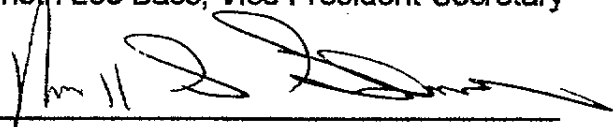
X


John Michael Cumbess, President-Treasurer

X


Kenneth Lee Bass, Vice President-Secretary

X


Randall S. Graham, Director