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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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T. Roberts APR 15 2008

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: FORGIVEN BY GRACE MINISTRIES INC.

DOCUMENT NUMBER: N02000005903

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

Please return all correspondence concerning this matter to the following:

JULIUS WRIGHT

(Name of Contact Person)

(Firm/ Company)

3442 CAPPER ROAD

(Address)

JACKSONVILLE, FLORIDA 32218

(City/ State and Zip Code)

For further information concerning this matter, please call:

JULIUS WRIGHT

(Name of Contact Person)

at (904) 766-6114

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
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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

Articles of Amendment
to
Articles of Incorporation
of

FORGIVEN BY GRACE MINISTRIES INC.

(Name of corporation as currently filed with the Florida Dept. of State)

N02000005903

(Document number of corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this **Florida Not For Profit Corporation** adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

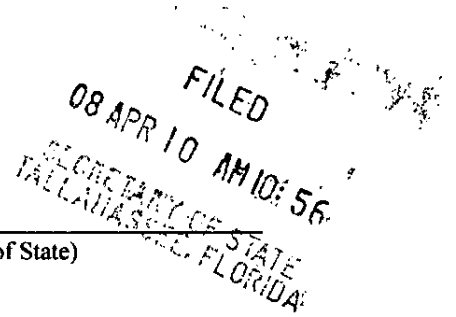
(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

AMENDED: ARTICLE III, ARTICLE IV, ARTICLE V

ADDED: PREAMBLE, ARTICLE ARTICLE VIII, ARTICLE VIII, ARTICLE IX

ARTICLE X, ARTICLE XI, ARTICLE XII



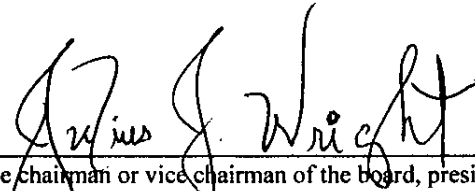
The date of adoption of the amendment(s) was: 4/09/2008

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(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 X


(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

JULIUS WRIGHT

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

FILING FEE: \$35

Articles of Amendment
to the
Articles of Incorporation
for
Forgiven By Grace Ministries Inc.

Preamble

We, the undersigned incorporators of the Forgiven By Grace Ministries Inc., mindful of our sacred purpose in the Gospel, in order that this body may be governed in an orderly manner, consistent with the principles of a self-governing body, inherent rights of the Articles of Incorporation, do declare and establish this constitution. Notice is hereby given that the undersigned incorporators are U.S. Citizens of full age, having voluntarily associated themselves for the purpose of forming a not-for-profit corporation without capital stock in accordance under the laws of the State of Florida under the provision of chapter 617, providing for the formation, liability, rights, privileges, and immunities of a not-for-profit corporation. This corporation shall exist exclusively for religious, education, and charitable purposes as defined in the Section 501c3 of the Internal Revenue Code of 1954.

Article III
Corporate Purpose and Powers

Forgiven By Grace Ministries Inc. is a present-Truth, Christian evangelistic outreach ministry located in the center of our community. Our mission is to minister the Gospel of Jesus Christ for soul winning and practical living. The purpose of Forgiven By Grace Ministries Inc. is to:

1. Serve as an outreach ministry, working synergistically with others of like faith to strengthen and unify the community both spiritually, morally, and educationally through means of teaching the Word of God.
2. Advance the teaching of the Gospel of Jesus Christ our Lord and Saviour, and to institute and maintain an outreach evangelistic and missionary work at home and abroad.
3. Establish a place of worship for those of like faith and provide training to the disciples of Christ.
4. Provide spiritual gatherings wherein members and nonmembers come together for the purpose of worship, exhortation, and encouragement of the local Body of Christ.
5. To seek out and win lost souls to the Kingdom of God.
6. Conduct a local ministry under the direction of the Lord Jesus Christ and under the guidance of the Holy Spirit as set forth in the Holy Scriptures, the irrevocable Word of God. Pursuant thereto, the following activities and guidelines shall be established:

- (a) A recognized Creed, Code of Doctrine, discipline and form of worship shall be established.
- (b) An ecclesiastical form of government shall be established.
- (c) A membership based upon acceptance of a recognized creed and beliefs
- (d) Various religious services pursuant to a recognized creed, form of worship code.
- (e) Spread the Word of God by ministering through to all through seminars, radio, television, and other forms of mass media.
- (f) To conduct a local and international ministry in various communities, cities, states, and other countries abroad.
- (g) To conduct any type of school for the religious training of ministries. To license, ordain and qualify its members for ministerial duties.
- (g) To perform the following sacerdotal functions or any other duty that may require the services of clergy in accordance with the Holy Scriptures as set forth in the Bylaws of this organization.

As a means of accomplishing the above purposes and methods, the Corporation shall have the following powers:

- (a) To accept, acquire, receive, take and hold by bequest, devise, grant, gift, purchase, exchange, lease, transfer, judicial order or decree, or otherwise, for any of its objects and purposes, any property, both real and personal, of whatever kind, nature of description and wherever situated.
- (b) To sell exchange, convey, mortgage, lease transfer or otherwise dispose of, any such property, both real and personal, as the objects and purposes of the corporation may require, subject to such limitations as may be prescribed by law.
- (c) To borrow money, and, from time-to-time, to make, accept, endorse, execute and issue bonds, debentures, promissory notes, monies borrowed or in payment for secure payment of any such obligations by mortgage, pledge, deed, indenture, agreement, or other instrument of trust, or by other lien upon assignment of, or agreement in regard to all or any part of the property, rights, or privileges of the corporation wherever situated, whether now owned or hereafter to be acquired.
- (d) To invest and reinvest its funds in such stock, common or preferred, bonds, debentures, mortgages, or in such other securities and property real and personal, as it shall deem advisable, subject to the limitations and conditions contained in any bequest, devise, grant, or gift, provided such limitations and conditions are not conflict with the provisions of 501©(3) of the internal revenue of 1986 an applicable regulations thereunder, as they now exist or as they may be amended.

Article IV

Election and Management of Corporate Affairs

The powers of the corporation shall be exercised by and under the authority of the Board of Directors who shall govern the business affairs of this corporation. The Board of Directors need not be members of this ministry, but shall act in accordance with its bylaws and doctrines. The number of Directors may be increased or decreased from time to time by a majority of the Board, but at no time shall there be fewer than (3) Directors of the Corporation. Elections into these offices shall be accomplished through a lawful assembly wherein there is a two-thirds majority ruling in which each office shall serve for a term of 1-year. This corporation may adopt an advisory board whose members need not be members of this ministry, which shall have no voting privileges or liability, but shall exist for the sole purpose of providing advice for the benefit of this corporation. All members and nonmembers shall be indemnified against actions arising out of judicial proceeding against this organization. The ministry reserves the right to retain any legal, accounting and professional services to insure accountability and integrity in its business affairs.

Article V

Board of Directors

The following is the name and addresses of the Board of Directors of this corporation.

Julius Wright- President
3442 Capper Rd.
Jacksonville, Florida 32218

Edith Lewis- Treasurer
3442 Capper Rd.
Jacksonville, Florida 32218

Janice Curry- Secretary
3442 Capper Rd.
Jacksonville, Florida 32218

Article VIII

Corporate Existence

The existence of this corporation shall be perpetual.

Article IX

Capital Stock

This corporation shall be without capital stock.

Article X
Dissolution

In the event of dissolution of this corporation, or in the it shall cease to carry out the objects and purpose herein set forth, all of the business, property and assets of the Corporation shall go and be distributed to a nonprofit corporation qualifying as an organizations exempt under the provisions of Sections 501©(3) of the Internal Revenue Code of 1986, as amended, or any superseding statute thereof, as the directors of the Corporation may select and designate; and in no event shall of said assets of property, in the event of dissolution thereof. go or be distributed or contributed by such directors, for any other such purpose. Any of such assets not so disposed of shall be disposed by the District Court of the County on which the principle 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 XI
Miscellaneous

Notwithstanding any other provisions of these Articles to the contrary herein, in the conduct of the affairs of the Corporation:

- (a) The Corporation shall neither have nor exercise any power, nor engage directly in any activity, that would invalidate it status:
 - 1. As a corporation which is exempt from income taxation as an organization described in Section 501c(3) of the Internal Revenue Code 1986 (or the corresponding provision of any future United States Internal Revenue law);
 - or
 - 2. As a corporation contributions to which are deductible under Section 170©(2) of the Internal Revenue Code of 1986)or the corresponding provision of any future United States Internal Revenue Law.)
- (b) The property of the Corporation is irrevocably dedicated to religious, educational and charitable purposes, and no part of the net earnings of the corporation shall inure t the benefit of or be distributed to its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered pertinent to it and to make payments and distributions in furtherance of the purposes set forth in these Articles.
- (c) No substantial part of the activities of the Corporation shall consist of carry on propaganda, or otherwise attempting to influence legislature; no shall it in any manner or to any extent participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office; no shall the corporation engage in activities that are unlawful under applicable federal, state, or local laws.
- (d) The corporation shall not:
 - (1) operate for the purpose of carrying on a trade or business of profit;
 - (2) accumulate income, invest income, or diver income, in a manner endangering its exempt status; or
 - (3) except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of the purposes of the corporation.
- (e) The corporation's operations are to be conducted principally in the United States of America; the corporation may conduct operations in foreign countries, subject, however, to the laws of the State of Florida.

Article XII
Amendments

Amendments to these Articles of Incorporation may be adopted by a majority of the directors in the manner set forth in the Bylaws of the corporation.