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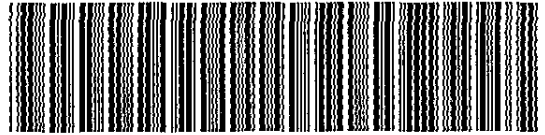
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Ps
1/5/04
Amend

From the desk of Otis C. Drummer



P. O. Box 91834 Lakeland, FL 33804
Phone 863 688 81088 Office 863 206 0379
Email od12349@yahoo.com

December 16, 2003

The Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Sirs;

Attached hereto is the requesting packet for the articles of amendment to Articles of incorporation for the Shepard's Hand Ministries Inc. If there be any question you may contact me, Otis C. Drummer 863 688 8108, P.O. Box 91834 Lakeland FL 33804. You may want to email me at otee4unow@aol.com.

May I thank you in advance for your cooperation in this most important mater.

Sincerely

Otis C. Drummer

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

of

FILED

03 DEC 22 PM 3:39

CLERK OF STATE
TALLAHASSEE, FLORIDA

Shepard's Hand Ministries Inc.
(present name)

NO20000006320

(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.)

Article Numbers being amended are I, and III
Articles Numbers being added are
II, VII, IX, XI, and XII

SECOND: The date of adoption of the amendment(s) was: January 16 2003

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.

Patricia A Mack

Signature of Chairman, Vice Chairman, President or other officer

Patricia A Mack

Typed or printed name

President

Title

12/17/03
Date

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF**

THE SHEHARDS HAND MINISTERIES INC

The Shepard Hand's Ministers Inc. (the cooperation), was incorporated on August 20th 2002 filed with the office the Florida secretary of state. Now the undersigned incorporators of the corporation for the purpose of amending and restating the Articles of Incorporation of the corporation under Florida Statutes 617.017 and 617.0201, do hereby make and adopt the following Amended and restated Articles of Incorporation, to be effective as of the date of filing with the office of the Florida secretary of State:

ARTICLE I - NAME

That the name of this corporation shall be THE SHEPARD'S HAND MINISTRIES INC. (hereinafter referred to as the ("Corporation")) and its duration shall be perpetual.

Article II - NOT FOR PROFIT

The corporation is a corporation not for profit as defined in section 617.01, Florida statutes (1988). The corporation is not formed for pecuniary profit, but shall not be prohibited from earning or receiving income. No part of the income or assets of the corporation is or shall be distributable to or for the benefit of its directors, trustees or officers except as to the extent as permissible under law, and in accordance with these articles of incorporation.

III The Purpose of the corporation is

1. To provide rehabilitative services to homeless individuals that each may achieve full integration and participation in society. To provide shelter, clothing and ensuring equal opportunity and access to, excellence in, education, employment and community living.
2. To provide special education and counsel to troubled and or at risk teens
3. In implementing this mission, the cooperation supports programs that help educate those homeless individuals and at risk teens suffering from addictions, mental and physical disabilities.
4. This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.
5. Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the fed

Article IV REGISTERED OFFICE AND AGENT.

Section 1. Initial registered office and agent : The name of the registered agent shall be Patricia Mack 1419 West Burger Street Tampa Fl. 33604; the street address of the initial registered office of the Corporation shall be 1419 W Burger Street Tampa Florida 33604.

Section 2. Other Offices. The Corporation may also have offices at such other places both within and without the State of Florida as the Board of Directors may from time to time determine or the business of the Corporation may require to make desirable.

Article V Incorporator

The name and address of the incorporator is Patricia Mack, 1419 Burger Street Tampa, Florida 33604

Article VI

Initial Principal Office

Until the principal office of the Corporation has been designated by the Corporation in its annual report, notices may be mailed to the alternate corporate mailing address at:

1419 W Burger Street Tampa Florida 3360

VII - Indemnification

To the fullest extent not prohibited by the Florida Nonprofit Corporation Act, as it exists on the date

hereof or is hereafter amended, the Corporation:

(1) Shall indemnify any person who is made, or threatened to be made, a party to an action, suit or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the Corporation), by reason of the fact that the person is or was a director of the Corporation; and

(2) This Article VII shall not be deemed exclusive of any other provisions or insurance for the indemnification of directors, officers, employees, or agents that may be included in any statute, bylaw, agreement, resolution of directors as to action in any official capacity and action in any other capacity while holding office, or while an employee or agent of the Corporation

Article VIII - Initial Board of Directors

The oversight of the business affairs of the corporation shall be vested in the board Of directors who shall act in an advisory capacity to the president. The number of persons constituting the board of directors shall be six (6), which number includes the president. The number of directors may be increased less than or decreased in accordance with the by laws of the cooperation but shall never be Less than three (3), and shall never exclude the president. After the formation of the initial board of directors the president shall nominate persons to serve on the board of directors, and the active members shall ratify or confirm the directors so nominated at an annual meeting held in accordance with the by-laws of the corporation.

Article IX - NOT FOR PROFIT

The corporation is a-not-for profit as defined in section 617.01, Florida status 1981. The corporation is not formed for pecuniary profit, but shall not be prohibited from earning or receiving income. No part of the income or assets of the corporation is or shall be distributable to or for the benefit of trustees or officers, except as to the extent permissible under law, and in accordance with these articles of incorporation.

Article X - name and address of the incorporators is:

Patricia Mack 1419 W Burger Street Tampa Florida 33604

Leon Mack 1419 W Burger Street Tampa Florida 33604

Felicia Mack 1419 W. Burger Street Tampa, Florida 33604

[derivations provision was contained in the original articles of incorporation filed August 20, 2002 but with the above two additions.

XI - NONSTOCK BASES

The corporation is organized and shall be operated on a nonstick bases within the meaning of the Florida not for profit corporation act, and shall not have the power to issue shares of any type or class of stock or other certificates or writings evidencing the ownership or proprietary interest in the corporation.

XII - ARTICLE - BY LAWS

The By Laws of the corporation, changes, deletions and additions thereto, shall be prepared and adopted by the Board of Directors, subject to ratification and approval of a majority vote of the directors present and voting at a regular business meeting, after such proposed adoption, change, deletion, or addition has been announced from the office of the president by certified mail on the proceeding three (3) days prior to the business meeting.

IN WITNESS WHEREOF, the undersigned, has hereby signed these amended articles of incorporation on this ____ day of _____, 2003.

SHEPARD HANDS MINISTRIES INC,

By: _____ PATRICIA MACK, President