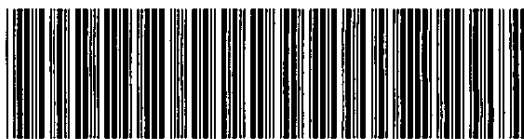


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AMEND  
RC/22



**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: MINISTERIO CASA DE PODER INTERNACIONAL INC

DOCUMENT NUMBER: N02000006445

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

Please return all correspondence concerning this matter to the following:

GUILLERMO MARTINEZ

(Name of Contact Person)

FREUND KATZ GOLDTON YOUNG & CO. PA.

(Firm/ Company)

10729 S.W. 104TH STREET

(Address)

MIAMI, FLORIDA 33176

(City/ State and Zip Code)

For further information concerning this matter, please call:

GUILLERMO MARTINEZ

(Name of Contact Person)

at ( 305 ) 279-1288

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$35 Filing Fee     \$43.75 Filing Fee & Certificate of Status     \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)     \$52.50 Filing Fee 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

MINISTERIO CASA DE PODER INTERNACIONAL INC

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

N02000006445

(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)**

**SEE ATTACHED ARTICLES OF AMENDMENT.**

**PLEASE DELETE THE FOLLOWING PERSON AS A DIRECTOR:**

**BERNAL, KHANAH S.**

**4883 N.W. 107 PATH**

**DORAL, FL 33178**

(Attach additional pages if necessary)  
(continued)

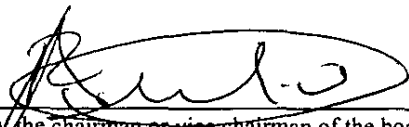
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The date of adoption of the amendment(s) was: August 8, 2008

Effective date if applicable: August 6, 2008  
(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   
(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.)

**RIGOBERTO BERNAL**

(Typed or printed name of person signing)

**PRESIDENT**

(Title of person signing)

**FILING FEE: \$35**

**ATTACHED TO AND MADE PART OF  
ARTICLES OF AMENDMENT  
FOR: MINISTERIO CASA DE PODER  
INTERNACIONAL, INC.  
DATED AUGUST 8, 2008**

**ARTICLE VI**

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, 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 the corresponding section of any future federal tax code.

**ARTICLE VII**

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 payments and distributions in furtherance of the purposes set forth in Article IX 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 or in opposition to 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 Code, or the corresponding section of any future federal tax code or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ARTICLE VIII**

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction 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 IX**

The corporation is organized pursuant to the Florida Non Profit Corporation Act and does not contemplate pecuniary gain or profit and is organized for non-profit purposes.

**ARTICLE X**  
**Indemnification of Directors and Officers**

Each Director and each officer or former Director or officer of the Corporation may be indemnified and may be advanced reasonable expenses by the Corporation against liabilities imposed upon him or her and expenses reasonably incurred by him or her in connection with any claim against him or her, or any action, suit or proceeding to which he or she may be a party by reason of his or her being, or having been, such Director or officer and against such sum as independent counsel selected by the Directors shall deem reasonable payment made in settlement of any such claim, action, suit or proceeding primarily with the view of avoiding expenses of litigation; provided, however, that no Director or officer shall be indemnified:

- A. With respect to matters as to which he or she shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in performance of duty.
- B. With respect to any matters which shall be settled by the payment of sums which independent counsel selected by the Directors shall not deem reasonable payment made primarily with a view to avoiding expense of litigation, or
- C. With respect to matters for which such indemnification would be against public policy. Such rights of indemnification shall be in addition to any other rights to which Directors or officers may be entitled under any bylaw, agreement, corporate resolution, vote of Directors or otherwise. The Corporation shall have the power to purchase or maintain at its cost and expense insurance on behalf of such persons to the fullest extent permitted by this Article and applicable state law.

**ARTICLE XI**  
**Limitation on Scope of Liability**

No Director shall be liable to the Corporation for monetary damages for an act or omission in the Director's capacity as a Director of the corporation, except and only for the following:

- A. A breach of the Director's duty of loyalty to the Corporation;
- B. An act or omission not in good faith by the Director or an act or omission that involved intentional misconduct or knowing violation of the law by the Director;
- C. A transaction from which the Director gained any improper benefit whether or not such benefit resulted from an action taken within the scope of the Director's office; or
- D. An act of omission by the Director for which liability is expressly provided by statute.

**ARTICLE XII**  
**Membership**

The Corporation shall have no voting members.

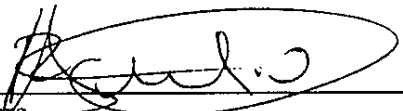
**ARTICLE XIII**  
**Nonprofit Corporation**

The Corporation is a nonprofit corporation.

**ARTICLE XIV**  
**Duration**

The period of the Corporation's duration is perpetual.

In witness whereof, we have hereunto subscribed  
our names this 8<sup>st</sup> day of August, 2008.



\_\_\_\_\_

Signature

RIGOBERTO BERNAL, President