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2012 MAY -7 PM 3:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ADR
5/11/12

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Victorious Faith Impact Ministries, Inc.

DOCUMENT NUMBER: N02000008099

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

Please return all correspondence concerning this matter to the following:

Herbert Wayne Colbert, Sr.

(Name of Contact Person)

Victorious Faith Impact Ministries, Inc.

(Firm/ Company)

P.O.Box 208, 823 Husson Ave.

(Address)

Palatka, FL 32178

(City/ State and Zip Code)

pastorcolbert@comcast.net

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Herbert Wayne Colbert, Sr. at 386 546-2350

(Name of Contact Person)

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|---|--|---|--|
| <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
enclosed) | <input type="checkbox"/> \$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

Victorious Faith Church of God in Christ, Inc.

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

N02000008099

(Document Number of Corporation (if known))

FILED
2012 MAY -7 PM 3:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

A. If amending name, enter the new name of the corporation:

Victorious Faith Impact Ministries, Inc.

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

Herbert Wayne Colbert, Sr.

2702 Cecille Ave.

(Florida street address)

New Registered Office Address:

Palatka

(City)

Florida 32177

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Herbert Wayne Colbert, Sr.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary.)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<u>X</u> Change	<u>PT</u>	<u>John Doe</u>
<u>X</u> Remove	<u>V</u>	<u>Mike Jones</u>
<u>X</u> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
2) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
3) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
4) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
5) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
6) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

PLEASE SEE ATTACHED

The date of each amendment(s) adoption: JANUARY 17, 2012

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(s) was/were sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated

5/4/12

Signature

Herbert Wayne Colbert, Sr.

(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)

Herbert Wayne Colbert, Sr.

(Typed or printed name of person signing)

CEO/President

(Title of person signing)

ARTICLES OF AMENDMENT

**To
Articles of Incorporation
Of**

**Victorious Faith Church of God In Christ, Inc.
(A Florida Not for Profit Corporation)**

Pursuant to the provisions of section 617.1002 and 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its Articles of Incorporation.

MANNER OF ADOPTION:

The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.

These Articles of Amendment were adopted by the Board of Directors of said organization at a regular meeting with a quorum being present which was held on January 17, 2012. This meeting of the Directors met the requirements of both the Articles of Incorporation and the bylaws.

THE AMENDMENTS

The Articles of Incorporation of the Victorious Faith Church of God in Christ, Inc. are hereby amended as follows:

Article I of the Articles of Incorporation is hereby replaced. The new Article I reads as follows:

**Article I
Name**

The name of the corporation, hereinafter referred to as the "Corporation" is Victorious Faith Impact Ministries, Inc. (Formerly known as Victorious Faith Church of God in Christ).

Article II of the Articles of Incorporation is hereby replaced. The new Article II reads as follows:

Article II

The period of duration of the Corporation is perpetual.

Article III of the Articles of Incorporation is hereby replaced. The new Article III reads as follows:

Article III

The Corporation is organized exclusively for charitable, religious, and educational 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 corresponding section of any future federal tax code. The Corporation may receive and administer funds for scientific, religious, educational, and charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 and to that end, the Corporation is empowered to hold any property, or any undivided interest therein, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-Laws of the Corporation, or any applicable laws, to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Not-for-Profit Corporation Law.

No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes, and no member, trustee, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. 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 publication or distribution of statements, any political campaign on behalf of any candidate for public office.

Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to one or more charitable, religious, scientific, testing for public safety, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended, or 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 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 IV of the Articles of Incorporation is hereby replaced. The new Article IV reads as follows:

Article IV

The qualifications for members and the manner of their admissions shall be regulated by the by-laws.

Article V of the Articles of Incorporation is hereby replaced. The new Article V reads as follows:

Article V

The principal street address in the state of Florida of the initial registered office of the Corporation is 823 Husson Ave., Palatka, FL 32177, and the name of the initial registered agent at such address is H. Wayne Colbert, Sr. This property is owned by the Corporation and governed by the listed board of Directors.

Article VI of the Articles of Incorporation is hereby replaced. The new Article VI reads as follows:

Article VI

The territory in which the operations of the Corporation are principally to be conducted is the United States of America and its territories and possessions, but the operations of the Corporation shall not be limited to such territory.

Article VII of the Articles of Incorporation is hereby replaced. The new Article VII reads as follows:

Article VII

The initial board of directors shall consist of at least three (3) members, who need not be residents of the state of Florida.

Article VIII of the Articles of Incorporation is hereby replaced. The new Article VIII reads as follows:

Article VIII

The names and addresses of the persons who shall serve as directors until the first annual meeting of members, or until their successors shall have been elected and qualified, are as follows:

Herbert Wayne Colbert. Sr.	2702 Cecille Ave, Palatka, FL 32177
Jarvis Fontee Wright	1015 Short St., Palatka, FL 32177
Vickie Elaine Colbert	2702 Cecille Ave., Palatka, FL 32177
Mevely Brown Spell	101 Belmont Dr., Palatka, FL 32177

Signature of Registered Agent Herbert Wayne Colbert, Sr. Date 5/4/12

Signature of Incorporator Herbert Wayne Colbert, Sr. Date 5/4/12

Victorious Faith Impact Ministries, Inc.

By: Herbert Wayne Colbert, Sr. Date: 5/4/12
CEO

Herbert Wayne Colbert, Sr.
Legibly Print Name