

N03000004609

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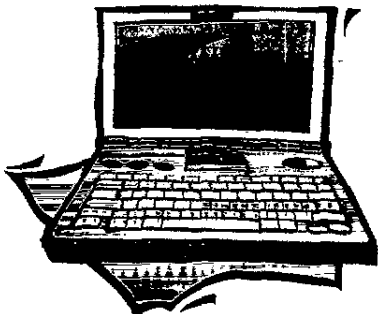


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TALLAHASSEE, FLORIDA

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CDC CONSULTING FIRM

Accounting, Auditing & Taxation Services

4699 North SR 7, Suite Z
Tamarac, FL 33319
954-735-3523
954-735-1382 Fax
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October 4, 2004

Florida Department of State
Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

RE: Doc # N03000004609

Dear Specialist:

Please amend the above referenced Articles of Incorporations in the name of **Atonement International Ministries, Inc.** the filing fees are attached in the form of money order.

Return the amended stamped certified copy to me at the address listed above.

If you have questions, don't hesitate to contact me at either of the numbers listed above.

Sincerely,

A handwritten signature in cursive script, enclosed within an oval. The signature appears to read "Eula Nelson".

Eula Nelson, President

enc: original & copy
Money order \$35

ARTICLES OF AMENDMENT
Doc # N03000004609

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned authority, acting as President of Atonement International Ministries, Inc., a Florida Non-Profit Corporation and pursuant to chapter 617 of the Florida Statutes, do hereby adopt the following Articles of Amendment for the Organization, and would state as follows

***** INSERT ARTICLE III - PURPOSE *****

Said corporation is organized exclusively for charitable, religious, and education purposes under Section 501(c)(3) of the Internal Revenue Code.

***** MODIFY ARTICLE IV - DIRECTORS *****

The initial Board of Directors were appointed by the president and shall hold office until the first Annual Directors meeting, at which time they may be re-elected and additional directors elected. The term of office shall be four (4) years. The number of directors may be increased or decreased but, shall never be less than three (3).

***** MODIFY ARTICLE VIII - ORGANIZATION POWERS*****

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable 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 and to make payments and distributions in furtherance of Section 501(c)(3) purposes.

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 (b) by an corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

***** INSERT ARTICLE X - ASSETS**

Upon dissolution of this 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 shall be distributed to the Federal government, state or local government for a public purpose.

***** INSERT ARTICLE XI - OFFICERS *****

The initial officers of the corporation shall consist of a President, Secretary and Treasurer, each of which were elected by the Board, two offices may be held by the same person except the office of Secretary and Treasurer may never be held by the same individual. Officers may be removed by the Board of Directors at such time and in such manner as may be prescribed in the Bylaws.

Officers may hold office for a term of six (6) years or until his/her successor has been elected and trained. Officers may be elected for a second term, as determined by the Board of Directors.

***** INSERT ARTICLE XII - FISCAL YEAR *****

The fiscal year of the corporation shall end on **March 31**.

There are no Members entitled to vote on this Amendment.

This Amendment was approved and adopted by the Board of Directors on **September 13, 2004**

X *Paul Campbell*
Paul Campbell- President