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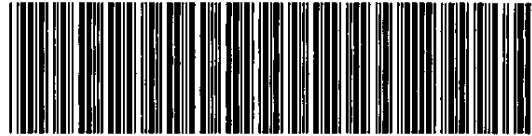
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COVER LETTER ..

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Children Born In Christ

DOCUMENT NUMBER: N03000005909

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

Please return all correspondence concerning this matter to the following:

Johnny McCray
(Name of Contact Person)

Children Born in Christ
(Firm/ Company)

1463 Spearling St.
(Address)

Jax, FL 32206
(City/ State and Zip Code)

For further information concerning this matter, please call:

Johnny McCray at (904) 705-5620
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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☒ \$43.75 Filing Fee &
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☐ \$43.75 Filing Fee &
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☐ \$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

Children Born in Christ

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

N03000005909

(Document number of corporation (if known))

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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:

NEW CORPORATE NAME (if changing):

N/A

(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)**

Articles 1-12, please see attached by-laws

The date of adoption of the amendment(s) was: May 31, 2007

Effective date if applicable: June 1, 2007
(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 Eugene B. Williams
(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.)

Eugene B. Williams
(Typed or printed name of person signing)

Board Chairman
(Title of person signing)

FILING FEE: \$35

Children Born In Christ Ministries BY-Laws

Article One

The name of this Corporation shall be Children Born In Christ Ministries.

Article Two

The Purpose of this Church is to Glorify God by lifting the name of Jesus through evangelism, preaching, teaching, witnessing, and praise. Our organization is organized exclusively for religious, charitable, and Christian educational purposes.
(Matthew 28:18-20 and John 12:32)

Article Three

Our statement of Faith is that we believe in God the Father, God the Son, God the Holy Ghost. We believe that Jesus is the only begotten son of God, Born of the virgin Mary, that he died and rose on the third day, and that he is alive, and sits on the right side of the Father. We believe that he is coming again to judge the living and the dead. We believe the laying on of hands, the power of the oil (Holy Oil). We believe in life after death, life everlasting with the Father, forever, amen.

Article Four

This church is autonomous and maintains the right to govern itself according to the BIBLE. It is independent in nature and not governed by any denominational control. We chose not to affiliate with any denomination. At anytime the church may decide to affiliate with an association, denomination, or other organization that would help further the purposes of the church.

Article Five

Section 1: General Membership

Membership in this Church shall consist of all persons who have met the qualifications for membership, as protected in Florida Code Annotated, Chapter 496,F.S., Nonprofit Corporations.

Section 2: Qualification Procedures and Criteria for Membership

1. A personal commitment of Faith in Jesus Christ for salvation their Lord and Savior
2. baptism as a symbolic testimony of faith and believe in Jesus Christ
3. successful, completion of the church membership class and/or new members orientation .
4. a commitment to abide by the membership covenant.

No language, whether implied and/or expressed, in this contained in this document shall be construed and/or interpreted to limit the right of the church to refer to persons associated with the church as "members". Further, no such reference, however, shall constitute any such person a member within the legal meaning of the Florida Code Annotated, Chapter 496F.S.-Nonprofit Corporations. The church may confer, by amendment of the Bylaws, some and/or all rights of a member, as set forth in Florida Code Annotated, Chapter 496 F.S.-Nonprofit Corporations, upon such any such person or persons.

References in the Bylaws to "member" are not references to such associated persons.

Section 3: Designation of Membership

In the effort to properly reflect the membership of the church, the church may go through the membership roll every year and remove those members who are no longer active in the life of the church and have not been present at any church functions for at least a period of one year. Obvious exceptions are physically; military service; elderly or disabled, etc. It is the responsibility of those persons to stay in communication with the church.

Section 4: Responsibilities of Membership

Described in membership covenant

Section 5: Voting Rights

The Board of Directors and the Pastor will determine the final vote in issues concerning the church's annual budget, the disposition of all and/or substantially all of the church's mergers, and/ or dissolution of the church, the acquisition of real property, and/or related debts, amendments to the articles of corporations and church bylaws.

Section 6: Termination of membership

Members shall be removed from the Church roll for the following reasons;

1. death
2. transfer of membership to another church
3. personal request of the member.
4. dismissal by the pastor according to the following conditions;
 1. The member's life and conduct is not in accordance with the membership covenant in such a way that the member hinders the ministry influence of the church in the community.
 - b. Procedures for the dismissal of a member shall be according to (Matthew 18:15-17)

Section Seven: Restoration of Members

Any member that is dismissed shall be restored by the Pastor.(2Corin 2:7-8) according to their spirit , life-style changes, and are acknowledged to be again as agreed.

ARTICLE IV MEMBERSHIP MEETINGS

Section 1: Place

Meetings shall be held on the Church's property or any other designated place approved by the pastor and the trustees.

Section 2: General Meeting

An annual, general membership meeting shall be held in the month of August. This meeting shall serve as the annual membership meeting. The purpose of this meeting shall be to adopt an annual budget governed by Section 4 of this Article and conduct any business as necessary.

Section 3: Special Meeting

Special meeting may be called at any time by the pastor and trustees at any time for any purpose.

Section 4:Quorum

A two-thirds majority of current Trustees present at a meeting duly called and noticed shall constitute a quorum

ARTICLE SEVEN TRUSTEES

Section 1: Number and Term

The authorization number of Trustees shall be, until changed by amendment of the Articles or Incorporation or by a Bylaw duly adopted by the members or such number as may from time to time be authorized by resolution of the directors, provided that such number shall not be less than three (30 nor more than fifteen(150. The trustees shall consist of the Pastor, and Chief Financial Officer as defined in Article 5,Section 6.

Section 2: Powers

1. *General Corporate Powers:* Subject to the provisions and limitations of the Florida Code Annotated, Chapter 496,F.S.-Nonprofit Corporations and any limitations in the Articles of Incorporation and/or Bylaws, the activities, business and affairs of the Church shall be conducted , as well as, all corporate powers exercised by

and/or under the direction of trustees and the pastor.

2. *Special Powers:* Without prejudice to the general powers as set forth above, the Pastor, *with the approval of the trustees*, shall have the Power to:
 - a. select and remove all officers and employees of the church, prescribe any powers and duties for them that are consistent with law, the Articles of Incorporation, and bylaws
 - b. change the principal executive office or the principal business office of the church in the State of Florida from one location to another, and designate any place to hold meetings
 - c. adopt, make and use a corporate seal and after the form of the seal, and
 - d. borrow money and incur debts on behalf of the Church and cause to be executed and delivered for the Church's purposes and in the Church's name, promissory notes and other evidences of debt and securities;
 - e. exercise all other powers conferred by the Florida Code Annotated, Chapter 496, F.S.-Nonprofit Corporations, or other applicable laws.

ARTICLE EIGHT MEETING OF THE TRUSTEES

Section 1: Place of Meeting

Regular or special meeting of the trustees may held at any place within or outside the State of Florida that has been designated from time to time by the Trustees. All such Trustees shall be deemed to be present in person at such meeting.

Section 2: Regular Meeting

Regular meeting of the trustees may be held without notice if the the time and the place of such meeting are fixed of the Trustees.

Section 3: Special Meeting

1. Authority to Call. The Pastor or any other Trustee may call any purpose and at any time special meeting of the trustees.

2. Notice.

a. manner of giving: Notice of the time and place of special meeting shall be given to each Trustee by one of the following methods:

- i. by personal delivery
- ii. by telephone communication
- iii. by first class mail

b. Time Requirements: Notices sent by first class mail shall be deposited in the U.S. Mail at least four (4) days before the time set for the meeting. Notices given by personal delivery, telephone, e-mail telegraph, shall be delivered, telephoned, faxed to the

Trustee, given to the telegraph company, electronic mail with receipt at least twenty-four (24) hours before the time set for the meeting.

c. Notice Contents: The notice shall state the time and place for the meeting. However, the notice does not need to specify the place of the meeting if the special meeting is to be held at the Church's principal office. The notice must specify the purpose of the meeting.

Section Four: Quorum

A two-thirds majority of current Trustees present at a meeting duly called and noticed shall constitute a quorum

Section Five: Action Without Meeting

Any action or permitted to be taken by the Executive Trustees may be taken without a meeting, if all of the trustees, individually, or collectively, consent in writing to the action. Such action by written consent shall have the same force and effect as the unanimous vote of the Trustees. Such written consent or consents shall be filed with the minutes of the proceeding of the Trustees.

ARTICLE NINE OFFICERS

Section 1: Officers

The executive Trustee of the Church shall be appointed by the pastor. The pastor shall serve as the president of the church and shall act as moderator of the church. The Vice president shall act as moderator in the absence of the pastor. The Secretary shall serve as both secretary and treasury of the church and act as moderator in the absence of the Pastor and the vice-president. The Pastor may act in any place in the church, in the absence of any member of the board.

Section 2. Election of Officers

The members at a membership meeting shall call the Pastor of the Church. All other officers of the church shall be chosen by the Trustees, and each shall serve at the discretion of the Executive Trustee, which is the Pastor, subject to the rights, if any officer under any contract of employment.

Section 3. Removal of Officers

The members at any regular or special membership meeting with a two-thirds majority vote may only remove the Pastor with documented cause as defined in Section (5) of this

Article Subject to the rights, if any of an officer under any of an officer under any contract of employment all other officers may be removed, with documented cause, by the Executive Trustee, at any regular or special meeting of the Executive Trustees.

Section 4. Vacancies in Offices

A vacancy in any office because of death, resignation, removal, disqualification, or any other cause shall be filled only in manner prescribed in these By-Laws for regular appointments to that office if such vacancies shall be filled as they occur.

Section 5. Removal from office

Because the removal of leaders from office is never a pleasant experience, we have adopted these guidelines. The office of Pastor is one of one of a visionary and mainstay of the church and to protect that God ordained office from devious and scheming persons, the Pastor may only be removed from office for the following causes:

1. Sexual Immorality: Any sexual contact with a person other than his or her spouse.
2. Fiduciary Irresponsibility: The mishandling or embezzling of church funds.
3. Doctrinal Heresy: Blatant deviation from the Bible and/or The Statement of Faith included in these By-Laws.

To protect the other offices of the church from abuse or other mishaps the other officers may be removed from office for any of the above causes or these:

1. Incompetence: The officer cannot or will not fulfill their job description or other assigned duties.
2. Change of Vision: ":@"@

ARTICLE TEN

RECORDS AND REPORTS

The Church shall keep as permanent records:

1. Minutes of all meeting of the board
2. brochures, pamphlets, newsletter, advertisements or any literature regarding our ministry.
3. all financial records will be recorded, charitable contributions, donations and expenditures.

Article Eleven

Miscellaneous

This organization is organized exclusively for religious, charitable or educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

Notwithstanding any other provision of these Articles, the organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax as an organization described in section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future federal tax code).

Upon the dissolution and winding up of this organization, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to a nonprofit fund, foundation or corporation organized and operated exclusively for the purposes specified in section 501(c)(3) of the Internal Revenue Code and which has established its tax exempt status under that section.

ARTICLE 12

CHURCH GOVERNANCE

Church Governance

The ecclesiastical government of the church shall be conducted in accordance with Children Born In Christ Ministries, Inc. The board of directors as defined under the Church Order shall constitute the board of directors and shall have all powers over the temporalities of this church as the Church Order and relevant state law may prescribe. The pastors, if there be one or more, and any persons elected to the office of elder or deacon according to the Church Order must be members of the church. The corporate functions related to an office shall cease on the vacating of the office, but a vacancy in the office of the pastor shall in no way affect the board of directors.