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2007 AUG 27 PM 2:21

Ps 8/30/07  
Amend

2261 NW 58th Street

Willie J. Jones

Miami, Florida 33142

Tuesday, August 21, 2007

Department Of State  
Division Of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

Dear Ladies or Gentlemen

Please find enclosed a check in the amount of \$48.75 for the Articles of Incorporation for . The Crossing Road Inc., Document Number, N03000008310.

Please forward all documents to ,2261 NW 58 Street, Miami, Florida 33142; in care of Willie Jones. Sending information to any other address will delay processing efforts. If you can put a rush on this matter it would be greatly appreciated.

Thank you for your corporation and understanding.



Willie J. Jones

**AMENDMENT OF ARTICLES OF INCORPORATION**

**STATE OF FLORIDA**

**THE CROSSING ROAD, INC.,  
DOMESTIC NON-PROFIT CORPORATION  
ARTICLES OF INCORPORATION**

Document Number N03000008310  
FEI Number 201018376

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

2007 AUG 27 PM 2:21

**ARTICLES OF AMENDMENT  
To  
ARTICLES OF INCORPORATION  
Of**

**THE CROSSING ROAD, INC.,**

*Pursuant to the provisions of section 617: 1006, Florida Statutes. the undersigned Florida nonprofit corporation adopts*

FIRST: Amendment(s) adopted: ( ARTICLE III Purpose, ETC., SEE ATTACHED AMENDED, ADDED.)

SECOND: The date of adoption of the amendment(s) was: August 21, 2007

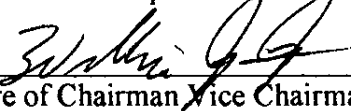
THIRD: Adoption of Amendment (CHECK ONE)

☐ 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.

**THE CROSSING ROAD, INC.**

Corporation Name



Signature of Chairman Vice Chairman. President or other officer

Willie J. Jones

Typed or printed name

Director

Title

August 21, 2007

Date

**AMENDMENT OF ARTICLES OF INCORPORATION**  
**STATE OF FLORIDA**  
**THE CROSSING ROAD, INC.,**  
**DOMESTIC NON-PROFIT CORPORATION**  
**ARTICLES OF INCORPORATION**  
Document Number      N03000008310  
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**ARTICLE II**  
**Term of Existence**

This corporation shall exist perpetually unless dissolved according to law.

**ARTICLE III**  
**Purposes**

The objectives and purposes for which this center is constituted and this corporation are: Notwithstanding any other provisions of these articles, the purposes for which the corporation is organized are exclusively charitable, scientific, literary, and educational within the meaning of 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

The center will consist of but not limited to such as drug rehabilitation counseling and facilities, feeding program for the elderly, and women in distress counseling; to teach and help people of all race, creed and color by ways of media; to adopt, and establish By-laws, and management of its affairs, in accordance with the law and not inconsistent with these Articles of incorporation; take, manage and dispose of property, real and personal, and purchase property of the Corporation. To borrow money contract debts, and lease bonds, notes and debentures, and secure payments or performance of its obligations. To do all acts necessary or expedient for the administration of the affairs and attainment of the purpose of the corporation, including e.g., the establishment of schools, seminars, youth center, etc. oriented to organizational principles. Being able to service, setup, operate in foreign and domestic, national and international, {global} boundaries

This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. The corporation is organized under the Nonprofit Public Benefit Corporation Law, for charitable and educational purposes to aid the poor and disadvantaged individuals and families towards a life of self-sufficiency, The programs will consist of but shall not be limited to: Seminars, Outreach Advocacy Programs for the Homeless and Disadvantaged, Health Care, Housing, Employment, Warfare Reform, Literacy, Counseling, Temporary Shelter, Teenage Pregnancy, Job Training, Job Placement, and Acquisition. Substance Abuse Awareness and Prevention, Tutoring, AIDS Awareness, Elderly Care and other programs to aid those in need

**ARTICLE IV**  
**Powers**

The Corporation shall have the power either directly or in directly, either alone or in conjunction or cooperation with others, to do any and all lawful acts and things and engage in any and all lawful activities which may be necessary, useful, suitable, desirable or proper for the furtherance, accomplishment fostering, or attainment of any or all of the purposes for which the corporation is organized, and to aid or assist other entities to accomplish organization whose activities are such as to further, accomplish, foster, or attain any of such purpose

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Notwithstanding any thing herein to the contrary, the corporation exempt purposes of organization set fourth in section 501(c)(3) of the internal Revenue Code.

No part of the net earnings of the organization shall inure to the benefits of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the clause hereto. No substantial part of the activities of the organization shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office Not withstanding any other provision of these Articles, this Corporation. shall not engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation. The Corporation will exercise only those rights and powers conferred by the laws of the State of Florida upon nonprofit corporation.

Notwithstanding any other provision of these article, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501c3 of the Internal Revenue Code of 1986 or the corresponding provision of any future United State Internal Revenue Law . The Corporation will exercise only those rights and powers conferred by the laws of the State of Florida upon nonprofit corporation.

To the end of the foregoing objectives and purposes and charitable purposes and any related charitable, and may be carried out, performed and accomplished this center corporation shall have the power to engage only in such activities as shall not constitute business unrelated to its benevolent, charitable, literary and educational purposes. It shall engage only in such activities as are permitted to be carried on by corporation whose income is exempt from taxation pursuant to Section 501(c) (3), Florida Statutes, and contributions to which are deductible pursuant to Section 107(c) (2) of the Internal Revenue Code of 1986 or corresponding provisions any future United States Internal Revenue Code. Subject to provisions of Section 617: 1006 Florida Statutes and to any rules Or by-laws which may be adopted by the Board of Directors, the Board of Directors this center corporation shall be authorized to conduct Any Provision elsewhere these Articles of Incorporation to the contrary notwithstanding, this corporation shall engage in, act to shall any of its assets be used or applied to activities which constitute carrying on of propaganda, attempting to influence legislation or participating in or intervening in any political campaign on behalf of any candidate for public office, nor shall any part of its earnings or assets inure to the benefit of any private member, except- for reasonable compensation for services actually rendered. Subject to the foregoing limitations and subject specifically t, the provisions of Florida Statutes 617: 1006, this corporation shall have all of the powers and rights set forth in Florida a Statutes Section 617: 1006. The purposes set forth in Article will heroin shall likewise be constructed as powers.

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STATE OF FLORIDA

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ARTICLE V

Qualification of membership

The qualification of the members and the manner of their admissions are as follows, to-wit:

Such persons shall be qualified to become members as shall be approved by a majority of the Board of Directors and admissions to membership shall be by such majority vote; and the membership of the corporation shall consist at all times of the members of the Board of Directors then in office and their successors.

ARTICLE VI

Subscribers and Incorporators

The names and addresses of the subscribers and incorporators are:

Name	Address
Title D	
MUHAMMED, GRADY	2258 N.W. 63ST MIAMI FL 33147
Title C	
MCGILL, STEPHON E	2258 N.W.63 ST. MIAMI FL 33147
Title PD	
MCGILL, EUGENE	689 N.E. 205TH TERRACE N MIAMI BEACH FL 33179
Title D	
SYMONETTE, ETHEL	2258 N.W. 63ST MIAMI FL 33147
Title SD	
PEACOCK, ZACHARY	211 N.W. 51ST STREET MIAMI FL 33127
Title D	
MERITT, JESSIE	211 N.W. 51ST STREET MIAMI FL 33127
Title D	
Willie J. Jones	2261 NW 58 <sup>th</sup> St. Miami, Fl. 33142

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**ARTICLE VII**  
**Management**

The President of the corporation will manage the business of the corporation and shall have direct operational responsibilities for the corporation; The President will be elected at the annual meeting.

**ARTICLE VIII**  
**Officers**

The affairs of this corporation shall be administered by its officers, which shall be a President, Vice President, Secretary and Treasurer, all of whom shall be members of the Board of Directors, and such other assistants or administrative officers as are determined by the Board of Directors from time to time. The Board of Directors shall appoint the officers and the officers shall serve at the pleasure of the Board of Directors: provided, however, that any person dealing with the corporation shall be entitled to rely upon the documents signed on behalf of the corporation by its President, With its corporate seal thereto affixed and attested to by its Secretary. The initial officers of this Corporation shall be as follows

Title D	MUHAMMED, GRADY	Title C	MCGILL, STEPHON E	Title PD	MCGILL, EUGENE
Title D	SYMONETTE, ETHEL	Title SD	PEACOCK, ZACHARY	Title D	MERITT, JESSIE
Title D	Willie J. Jones				

**ARTICLE IX**  
**Board of Directors**

The Board of Directors is that group of persons vested with the management of both the spiritual and secular business and affairs of this corporation, subject to the law, the Articles of Incorporation and the By-laws.

The name and street address of the initial directors of this corporation, who shall hold office for the first year or until his/her successor Or successors are elected and have qualified shall be:

Name	Address
Willie J. Jones	2261 NW 58 <sup>th</sup> Street Miami, Fl. 33142

The number of directors of this corporation shall not be less than three (3) at any time. Until further amendment of the By- Laws, the number of Directors may vary from time to time between a minimum of three (3) and a maximum of nine (9) with the amount to be determined by the vote of two-thirds (2/3) of the incumbent directors. The Board of Directors shall be elected as provided in the bylaws of the corporation.

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**ARTICLE X**  
**Principal office and Registered Agent**

The address of the principal office and Registered Agent of the corporation is: Willie J. Jones  
The name of the Registered Agent at such address is:      2261 NW 58<sup>th</sup> St  
Miami, Fl. 33142

**ARTICLE XI**  
**Amendments**

The power to alter, amend, or repeal the Articles of Incorporation of this corporation is vested in the Board of Directors. Such action must be taken as specified in the Articles of Incorporation, or pursuant to a Resolution approved by a majority of the Directors. Only one signature is required

**ARTICLE XII**  
**By-law**

The Board of Directors shall provide the By-laws for the conduct of its business and the business of this church corporation as the Board of Directors may deem necessary from time to time. Such By-laws may be amended, altered or rescinded by a majority of its vote of the Board of Directors present at any regular meeting or any special called for that purpose

**ARTICLE XIII**  
**Dissolution**

Upon 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 of 1986 or the corresponding provision 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 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 for such purposes.

This corporation may be dissolved only pursuant to the agreement of two-thirds (2/3) of the Board of Directors. In the event of such dissolution, the Board of Directors shall, after Paying or making provision of for payment of all the corporation, of the liabilities dispose of all assets of the corporation exclusively for the purposes of the to such corporation, such manner or organization or organizations organized and operated exclusively for charitable, educational, religious purposes Or scientific shall at the time qualify an exempt organization. Organizations under Section 501(c) (j) or the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed by the Circuit Court (or equivalent



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thereof) in the County in which the principle office of the corporation is then located, exclusively for such purposes or to such organization or organizations as the said court shall determine, which at, organized and operated exclusively for such purposes.

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the Corporation, dispose of all of the asset of the corporation in such manner, to such organization exclusively for the purpose of the corporation or corporations organized and operated exclusively for charitable, educational, religious, or scientific or No person, firm, or corporation shall ever receive any dividends or profit from the undertakings of this corporation; and upon dissolution of this corporation, assets shall be distributed for one or more exempt purpose within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section off any future federal tax code, or shall be distributed to the Federal, State of Local government For 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.

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations which themselves are exempt as organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding Sections of any prior or future Internal Revenue Code, or to the federal, state or local government for exclusive public purpose. Establishment of Other Centers This ministry has a vision to see the gospel preached all over the world. Our goal is establish other centers in other cities, states and international as the Lord lead and directs us. Upon the dissolution of this corporation, assets will be distributed for one or more exempt purposes " within the meaning of section 501(c) (3) of the Internal Revenue Code (or 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 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

**CONFLICT OF INTEREST**

Section 10.1 Conflict Of Interest Any director, officer, or key employee who has an interest in a contract, salary negotiation, or other transaction presented to the Board or a committee thereof for authorization, approval, or ratification shall make a prompt and full disclosure of his interest to the Board or committee prior to its acting on such contract or transaction. Such disclosure shall include any relevant and material facts known to such person about the contract or transaction that might reasonably be construed to be adverse to the corporation's interest.

The body to which such disclosure is made shall thereupon determine, by a vote of seventy-five (75%) of the votes entitled to vote, whether the disclosure shows that a conflict of interest exists or can reasonably be construed to exist. If a conflict is deemed to exist, such person shall not vote on, nor use his personal influence on, nor participate (other than to present factual information or to respond to questions) in, the discussions or deliberations with respect to such

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contract or transaction. Such person may be counted in determining whether a quorum is present but may not be counted when the Board of Directors or a committee of the Board takes action on the transaction. The minutes of the meeting shall reflect the disclosure made the vote thereon and, where applicable, the abstention from voting and participation, and whether a quorum was present.

IN WITNESS WHEREOF, the undersigned subscriber, of this corporation have executed these article of amendment of Incorporation Tue, Aug 21, 2007, for the purpose of constituting a center operated in corporate nonprofit form, pursuant to, the applicable sections of the Statutes of State of Florida

  
Willie J. Jones