

N04000006313

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TALLAHASSEE, FLORIDA

Amend.
C. Ocullette MAR 8 3 2006

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: W.O.M.B.S. Ministries, Inc.

DOCUMENT NUMBER: N04000006316

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

Please return all correspondence concerning this matter to the following:

Tonichia C. Gayle

(Name of Contact Person)

(Firm/ Company)

4057 Bessent Rd.

(Address)

Jacksonville, FL 32218

(City/ State and Zip Code)

For further information concerning this matter, please call:

Tonichia C. Gayle

(Name of Contact Person)

at (904) 591-9385

(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 &
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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

W.O.M.B.S. Ministries, Inc.

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

N04000006313

(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)**

Please Refer to Attached Pages for Adopted Amendments

(Attach additional pages if necessary)
(continued)

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The date of adoption of the amendment(s) was: February 15, 2006

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 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 Tonichia C. Gayle
(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.)

Tonichia C. Gayle
(Typed or printed name of person signing)

CEO
(Title of person signing)

FILING FEE: \$35

ARTICLE III shall be amended by paragraphs:

This corporation is organized exclusively for religious, charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that also qualify as Section 501(c)(3) exempt organizations. More specifically, the corporation is organized to provide support to women through spiritual retreats centers; to sponsor and conduct workshops or/and conferences to inform the public concerning issues specifically pertaining to women and children; to educate and train women and their families through innovative programs including but not limited to: GED preparation/high school completion and pre-college readiness. In addition, the corporation will provide faith based life skills training to teenage girls and young women who have been deemed "at-risk". These skills will include, job training, money management and social development skills.

Further, the corporation may transact any and all other lawful activities for which non-profit corporations may transact any and all other lawful activities for which non-profit corporations may be formed under Florida Law. In furtherance of these purposes set forth in paragraph in Article III, the corporation shall have all benefits, powers, rights, privileges and immunities conferred by law.

ARTICLE IV shall be amended by paragraph:

The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's by-laws. No Director shall have any right, title, or interest in or to any property of the corporation.

ARTICLE VII will be amended by changing the titles of the initial officers as follows:

ML = Chief Executive Officer
AML = Chief Financial Officer
HSD = Chief Operating Officer

Articles to be added to Articles of Incorporation are as follows:

**ARTICLE VIII
DEBT OBLIGATIONS AND PERSONAL LIABILITY**

No member, officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE IX DISSOLUTION

Upon the time of dissolution of the corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, 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 X LIMITATIONS

At all times the following shall operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the corporation shall inure to any member of the corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the corporation, nor to any other private persons, excepting solely such reasonable compensation that the corporation shall pay for services actually rendered to the corporation, or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on behalf of the corporation;
2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office; and
3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.
4. The corporation shall not lend any of its assets to any officer or director of this corporation, or guarantee to any person the payment of a loan by an officer or director of this corporation.