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### **COVER LETTER**

**TO:** Amendment Section Division of Corporations

NAME OF CORPORATION: DIVINE Grace + Mercy International Ministries Inc.

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

Please return all correspondence concerning this matter to the following:

(Name of Contact Person) Divine Grace + MERCY International Ministries Inc. (Firm/Company) Po Box 380535 (Address) MIAMI FLORIDA 33238 (City/State and Zip Code)

For further information concerning this matter, please call:

LARRAY G. AND ERSON at (305) 754-4537 (Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

□ \$35 Filing Fee \$43.75 Filing Fee & □ \$43.75 Filing Fee & □ \$52.5 Certificate of Status (Additional copy is enclosed) (Additional copy is

□ \$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 FILED **Articles of Incorporation** of 06 JUN 2: LS PIF DIVINE GRACE & MERCY International (Name of corporation as currently filed with the Florida Dept/of/S NO500003961 (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)

NA

<u>AMENDMENTS ADOPTED</u>- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (<u>BE SPECIFIC</u>)

the New Article of Incorporation (Amendments) is attached: // pages).

(Attach additional pages if necessary) (continued)

The date of adoption of the amo	endment(s) was: 6-16-06
Effective date if applicable:	6-16-06
	(no more than 90 days after amendment file date)

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#### 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 (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.)

(Typed or printed name of person signing)

PRESIDENT / PASTOR (Title of person signing)

## FILING FEE: \$35

Amendments for: Divine Grace & 1 Mercy International Ministries Inc. June 16, 2006

The undersigned incorporator, for the purpose of forming a Florida not-forprofit corporation, hereby adopts the following Articles of Incorporation:

## Article I

The name of the corporation is: DIVINE GRACE ..... MERCY INTERNATIONAL MINISTRIES INC.

# Article II

The principal place of business address is: 8033 Biscayne Blvd. Miami, FL 33150

The mailing address of the corporation is: PO Box 380535 Miami, FL 33238

# Article III

The specific purpose for which this corporation is incorporated are exclusively religious, charitable, educational, and scientific subject to the general laws of the federal, state and local governments.

To found and operate a Non Denominational Ministry. And to aid, support, and assist by gifts, technical assistance, contributions of every kind and nature, other corporations, funds and foundations operating exclusively, for religious, scientific, educational literary and charitable purpose. There shall be no disbursement of the net earnings to any individual or personal interest and that no substantial part of the activities of the corporation shall be involved in propaganda or otherwise attempting to influence legislation.

Further, to do any and all lawful activities necessary to the fulfillment of our above stated purpose, objectives and goals either directly or indirectly, through joint-ventures with others whether they be natural or unnatural persons, foundations, government bodies, agencies, etc.

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## **Article IV**

Board members shall be elected or appointed in the manner and in accordance with the method provided for in the Bylaws, which shall conform to the provisions of Florida Statues. The number of initial directors constituting the Corporation's Board of Directors are 6 until the annual meeting of the corporation, at which time directors shall be elected. The following shall serve as directors until the first annual meeting:

Larry G. Anderson	170 NW 92 <sup>nd</sup> Street Miami Shores, FL 33150
Xavier F. Moore	307 Plantation Dr. Warner Robins, GA 31088
Beverly J. Cunningham	15820 NW 39 <sup>th</sup> Court Opa locka, FL 33054
Fred Pierre	7601 NE Miami Ct. Miami, FL 33180
Shanreika Taylor	15820 NW 39 <sup>th</sup> Court Opa locka, FL 33054
Sappeara Crentington	15820 NW 39 <sup>th</sup> Court Opa Locka 33054

# Article V

The name and Florida street address of the registered agent is:

Larry Gene Anderson 170 NW 92<sup>nd</sup> Street Miami, FL 33150

# **Article VI**

The powers, Authority and responsibilities of the Corporation shall be vested in the Board of Directors consisting not more than 15 or less than 3 members. The powers shall include, but not be limited to:

- 1) Manage, control, and supervise the business affairs of the Corporation.
- 2) Conduct elections and make appointments for the perpetuation

of the board and staff.

- Adopt and establish necessary rules and regulations for the effective and successful operation of the Corporation.
- To conduct periodic meetings at which the public is encouraged and invited to attend.
- 5) Employ a Director and necessary staff. Fix all officers and staff salaries, and prescribe their job descriptions.

The number of Directors may be fixed or changed from time to time by amendment of the Articles of Incorporation of this Corporation or by amendment of the Bylaws of this Corporation adopted by the vote or written assent of the Members of the Corporation entitled to exercise a majority of the quorum at a meeting of the Members called pursuant to the Bylaws.

## Article VII

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No substantial part of the activities of the Corporation shall be the carrying on the propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

Notwithstanding any other provisions of these Articles, the Corporation shall not carry any other activities not permitted to be carried on by the corporation exempt from federal and state income taxes under 501 (c) (3) of the Internal Revenue Code of 1954 and appropriate section of applicable State law as the same may be amended from time to time.

# Article VIII

The Corporation is formed solely for religious, charitable, educational, scientific purpose (s). The Corporation is not organized, nor shall it be operated for the primary purpose of generating pecuniary gain or profit, and it will not distribute any gains, profits, or dividends to the Members thereof, or to any individual, except that the Corporation shall be authorized and

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empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its specific and primary purpose (s). The property, assets, profits, and net income of the Corporation are irrevocably dedicated to charitable, educational, scientific purposes, and no part of the profit or net income of the Corporation shall inure to the benefit of the Directors, Officers, or Members thereof or to the benefit of any individual.

## Article IX

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Upon winding up and dissolution of Corporation, the assets of the Corporation remaining after payment of, or provision for payment of, all debts and liabilities of the Corporation, shall be distributed to a non-profit organization and used exclusively to accomplish the general purpose for which this Corporation is organized. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the County in which the Corporation's principal office is located, upon petition therefore the Attorney General or by any person concerned in the liquidation.

## Article X

The name and street address of the person signing these Articles of Incorporation is:

ARRY GENE ANDERSON

## Article XI

The street address of the initial registered office of this corporation is 170 NW 92<sup>nd</sup> Street; Miami Shores, FL 33150 and the name of the initial registered agent of this corporation is Larry Gene Anderson.