

N05000005101

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Amend AC
Tleuro
8-20-08*

CEPHAS S. TARDZER, LLC.
704 Dromedary Drive
Kissimmee, FL 34759-4206

August 4, 2008

TO: AMENDMENT SECTION
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

NAME OF CORPORATION: FIND THE LIFE, INC.

DOCUMENT NUMBER: N05000005101

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

Please return all correspondence concerning this matter to the following:

Cephas S. Tardzer
(Name of Contact Person)
Cephas S. Tardzer, LLC
(Firm/Company)
704 Dromedary Drive
(Address)
Kissimmee, FL 34759-4206
(City/ State and Zip Code)

For further information concerning this matter, please call:

Cephas S. Tardzer at **(863) 588-1565**
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$43.75 Filing Fee & Certificate of Status



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 13, 2008

CEPHAS S. TARDZER
CEPHAS S. TARDZER, LLC
704 DROMEDARY DRIVE
KISSIMMEE, FL 34759-4206

SUBJECT: CHURCH @ THE VINE INC.
Ref. Number: N05000005101

We have received your document for CHURCH @ THE VINE INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Nonprofit corporations do not have shareholders. Enclosed is the proper adoption of amendment page for not for profit Articles of Amendment.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6905.

Thelma Lewis
Document Specialist Supervisor

Letter Number: 208A00045793

Error Corrected

Ceph S. Tardzer
CEPHAS TARDZER
8/16/2008

ARTICLES OF AMENDMENT
to
Articles of Incorporation
of
Church @ The Vine, Inc.

FILED
2008 AUG 19 PM 3:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT NUMBER OF INCORPORATION: ND5000005101

Pursuant to the provisions of Section 617.1006, Florida Statutes, this Florida Not For Profit Corporation adopts the following amendments to its Articles of Incorporation:

ARTICLE I: NEW CORPORATE NAME

The name of the Corporation shall be FIND THE LIFE, INC.

ARTICLE II: LOCATION OF PRINCIPAL OFFICE

The place in this state where the principal office of the Corporation is to be located is the city of Kissimmee, Osceola County, and the mailing address of this corporation shall be:

4426 Spring Blossom Drive
Kissimmee, FL 34746

ARTICLE III: PURPOSE

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including for such purposes,

- (i) The making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- (ii) Cooperating with God as He helps people receive Jesus, rejoice in the life He gives, and release that life into the world to reveal the glory of God's name.
- (iii) Partnering and cooperating with grass-root community based agencies working to reduce poverty, disease, homelessness, violence, broken families, and providing adult education or after school programs.
- (iv) Organizing fundraising drives and grant search activities from time to time to secure funding for its programmed activities; and.
- (v) Carrying out any other functions authorized under Section 617.0202 of Florida Statutes.

ARTICLE IV: MANNER OF ELECTION OF MEMBERS OF BOARD OF DIRECTORS

There shall be a Board of Directors made up of subscribers to these Articles of Incorporation. Additional board members may be elected from among its covenant members or other persons nominated and approved by the Board. The number of Directors at any one time may not exceed 12 natural persons, and the manner in which Directors may be nominated and elected is stipulated in Article III of the Bylaws of this corporation.

ARTICLE V: INITIAL DIRECTORS

The names and addresses of the persons who constitute the initial Board of Directors are as follows:

William Rollins
4426 Spring Blossom Drive
Kissimmee, FL 34746

Arnaldo Piccinelli
4418 Spring Blossom Drive
Kissimmee, FL 34746

Kimberly Piccinelli
4418 Spring Blossom Drive
Kissimmee, FL 34746

Dana Rollins
4426 Spring Blossom Drive
Kissimmee, FL 34746

Jerome J. Carpenter
2704 Rivkin Drive
Kissimmee, FL 34758

ARTICLE VI: MEMBERSHIP

The Board of Directors may cause to be issued certificates, cards or other instruments permitted by law evidencing membership in the corporation. Such membership shall be divided into two classes to be known as "Covenant Partners" and "Regular Members".

a. Covenant Partners shall be made up of persons who are:

- (i) Committed to protecting the unity of the corporation by receiving God's grace of listening, including, forgiving, and encouraging, and then applying that grace as they relate to others;
- (ii) Willing to share the ministry and mission of the corporation by first taking time to discover their spiritual gifts, passions, abilities, personality, and experiences and then applying that discovery to love others;
- (iii) Voluntarily committed to give a minimum of 10% of their income toward financial contribution to support the ministry and mission of the corporation.

b. Regular Members shall be made up of all other persons who:

- (i) Regularly attend its church services
- (ii) Have publicly confessed their faith through baptism; and

- (iii) Have chosen a fellowship of believers with which to worship but are yet to fulfill the requirements of Covenant Partner status.

ARTICLE VII: POWERS AND VOTING RIGHTS

This corporation, its directors, officers, and Covenant Partners shall exercise all corporate powers as provided in the Florida Statutes. Regular members shall not have the right to vote at the annual or general meetings of the Corporation or at the Board of Directors meetings.

ARTICLE VIII: OFFICERS

The affairs of the corporation shall be managed by a President, a Secretary, and a Treasurer who shall be elected for a period of four (4) years. The names of the initial officers who will serve until the first election of officers is held are:

William Rollins, President
Arnaldo Piccinelli, Treasurer
Kimberly Piccinelli, Secretary
Jerome J. Carpenter, Director, Children's Ministry

ARTICLE IX: PROHIBITED ACTS

(a) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 the purposes set forth in Article III hereof.

(b) No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation except as otherwise provided by Section 501(h) of the Internal Revenue Code.

(c) 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.

(d) Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not carry on any 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 or the corresponding section of any future federal tax code, or by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(e) The corporation shall not engage in any act of self-dealing as defined in Section 4941 of the Internal Revenue Code nor shall it retain any excess business holdings as defined in Section 4943(c) of the Code.

ARTICLE X: DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution of this corporation, its assets remaining after payment, or provision

for payment, of all debts and liabilities of this corporation 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, 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 XI: BYLAWS

Bylaws will be adopted by the initial Board of Directors or the initial bylaws may be adopted or the initial bylaws may be repealed or amended in whole or in part at an annual meeting of the Board, but any such resolution repealing or amending the initial bylaws or adopting new bylaws shall require a vote of not less than two-thirds (2/3) of the Directors present and entitled to vote.

ARTICLE XII: REGISTERED AGENT

The name and street address of the Registered Agent at the offices of the corporation is:

Cephas S. Tardzer
704 Dromedary Drive
Kissimmee, FL 34759

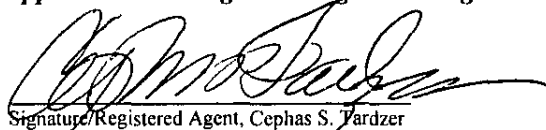
ARTICLE XIII: INCORPORATOR

The name and mailing address of the incorporator is:

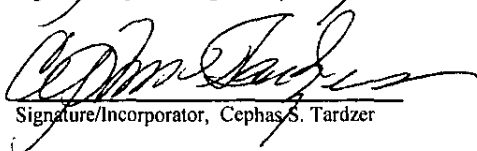
Cephas S. Tardzer
704 Dromedary Drive
Kissimmee, FL 34759

XX

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Signature/Registered Agent, Cephas S. Tardzer

08/04/2008
Date


Signature/Incorporator, Cephas S. Tardzer

08/04/2008
Date

THE DATE OF EACH AMENDMENT(S) ADOPTION: June 15, 2008

Effective date if applicable: July 31, 2008
(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

William P. Rollins

(By a director, president, or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

WILLIAM P. ROLLINS

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

FILING FEE: \$35