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Ps 1/9/07 Amend

# **God's Calling Gospel Holiness Church Inc.**

God's Calling Gospei Holiness Church Inc.. 2261 NW 58th Street Miami, Florida 33142

Phone: 305-634-7659 FAX: 305-634-1224

e-mail: bishopjones49@hotmail.com

Wednesday, December 27, 2006

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

#### Dear Ladies or Gentlemen

Please find enclosed check in the amount of \$43.75 for the Article of amendment for Wednesday, December 27, 2006. Russell Tomlinson Ministries Inc. Please!! The quick promptness will be greatly appreciated. There is a time line that is pending upon this transaction. Thank you and happy holidays.

Please forward all documents to ,2261 NW 58 Street, Miami, Florida 33142; in care of Willie Jones.

Willie James Jones

Russell Tomlinson Ministries Inc # N06000002872 EIN # 20-4610380 ETARY OF STATE DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT

2007 JAN -3 PH 2: 29

To

## ARTICLES OF INCORPORATION Of

RUSSELL TOMLINSON MINISTRIES INC.



Pursuant to the provisions of section 617: 1006, Florida Statutes. the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

### SEE ATTACHED

SECOND: The date of adoption of the amendment(s) was: December 26, 2006

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.

[X] There are no members or members entitled to vote on the amendment The amendment(s) was (were) adopted by the board of directors.

Russell Tomlinson Ministries Inc.

Corporation Name
Signature of Chairman Vice Chairman. President or other officer
Pamela Harris
Typed or printed name

Secretary Title <u>December 26, 2006</u>

Date

## AMENDMENT OF ARTICLE Purpose

#### 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 there of 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 which 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 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.

The foregoing Amendments adopted by the organizers of this corporation on December 26, 2006 and unanimously approved by its Board of Directors, The Organization's by-laws does not require vote of members for adoption of amendments.

IN WITNESS WHEREOF the undersigned officer of this corporation have executed These Article of Incorporation on Tuesday, December 26, 2006

Pamela Harris

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