

NO 70000105

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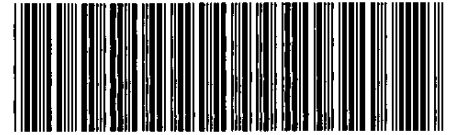
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Amend/NC
[Signature]

12-30-11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: ORLANDO MARTHOMA CONGREGATION, FLORIDA INC.

DOCUMENT NUMBER: N 07000010573

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

Please return all correspondence concerning this matter to the following:

LAL VARGHESE, ATTORNEY AT LAW

(Name of Contact Person)

LAW OFFICES OF LAL VARGHESE, PLLC

(Firm/ Company)

1111 KINWEST PARKWAY, SUITE 120

(Address)

IRVING, TEXAS 75063-3416

(City/ State and Zip Code)

ATTYLAL@AOL.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

LAL VARGHESE, ATTORNEY AT LAW

(Name of Contact Person)

at (972) 788 - 0777

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|--|--|---|---|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input checked="" type="checkbox"/> \$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

ORLANDO MARTHOMA CONGREGATION, FLORIDA INC.

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

N 07000010573

(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:

A. If amending name, enter the new name of the corporation:

ORLANDO MAR THOMA CHURCH, FLORIDA INC.

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or " Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

145 W. BROADWAY STREET

OVIEDO, FL 32765

SEMINOLE COUNTY

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

145 W. BROADWAY STREET

OVIEDO, FL 32765

SEMINOLE COUNTY

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent: JOHN VARGHESE

145 W. BROADWAY STREET

(Florida street address)

New Registered Office Address:

OVIEDO, Florida 32765

(City)

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If AMENDING the Officers and/or Directors, please list all officers/directors of the corporation as the record to be. Please indicate the title(s), name and address for each officer/director.
(Our database can index up to 6 officers/directors. If you have more than 6 officers/directors, please list additional sheet.)

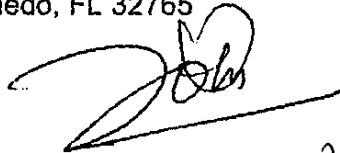
<u>Title(s)</u>	<u>Name</u>	<u>Address</u>
1) <u>Rt.Rev</u>	<u>Dr. Geevarghese Mar Theodosius</u>	<u>2320 Merrick Avenue</u> <u>Merrick, NY 11566</u>
2) <u>Rev.</u>	<u>John Kuruvilla</u>	<u>13048 Terrace Spring Drive</u> <u>Temple Terrace, FL 33637</u>
3) <u>Mr.</u>	<u>Oommen Samuel</u>	<u>880 Mount Pleasant Drive</u> <u>Kissimmee, FL 34761</u>
4) <u>Mr.</u>	<u>John Varghese</u>	<u>3933 Costal Breeze Drive</u> <u>Kissimmee, FL 34744</u>
5) <u>Dr.</u>	<u>N. P. John</u>	<u>3502 Kentshire Blvd.</u> <u>Ocoee, FL 34761</u>
6) <u>Mr.</u>	<u>Paul Thomas</u>	<u>1432 Holyglen Run</u> <u>Apopka, FL 32703</u> <u>(Please see attached sheet more r</u>

If REMOVING an officer and/or director, please list the title(s) and name of the officer/director to

<u>Title(s)</u>	<u>Name</u>	<u>Title(s)</u>	<u>Name</u>
1) _____	<u>Not Applicable</u>	4) _____	_____
2) _____	_____	5) _____	_____
3) _____	_____	6) _____	_____

Names and addresses of the new Board of Directors. (Contd.)

- | | | |
|-----|--|------------------|
| 7) | George V. George
4330 Stone Field Drive
Orlando, FL 32826 | Committee Member |
| 8) | Jeesh Thomas
3676 Brendwood Court
Melborne, FL 32935 | Committee Member |
| 9) | Thomas Joseph
3558 Woodly Park Place
Oviedo, FL 32765 | Committee Member |
| 10) | Manu Samuel
3602 Oak Brook Lane
Eustis, FL 32736 | Committee Member |
| 11) | Varghese P. Varghese
3839 Shore View Drive
Kissimmee, FL 32744 | Committee Member |
| 12) | Pothen V. A.
3729 Becontree Place
Oviedo, FL 32765 | Committee Member |



JOHN VARGHESE
DATE: 12/11/2001

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

(PLEASE SEE ATTACHED AMENDED ARTICLES PAGES 1 - 7)

The date of each amendment(s) adoption: December 11, 2011

Effective date if applicable: December 11, 2011


(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(s) was/were sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated December 11, 2011

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)

JOHN VARGHESE

(Typed or printed name of person signing)

SECRETARY

(Title of person signing)

AMENDED ARTICLES OF INCORPORATION OF ORLANDO MAR THOMA CONGREGATION, FLORIDA INC.

I, the undersigned, natural person of the age of 21 years or more, secretary of above said Nonprofit Corporation (Church) incorporated pursuant to the Florida Not Profit Corporation Act Chapter 617, Florida Statutes, do hereby files this amended Article of Incorporation for the Orlando Mar Thoma Congregation, Florida Inc., a Nonprofit Corporation (Church) under section 617.1006, Florida Statutes, which was approved by general body of the congregation in its duly held meeting on December 11, 2011, in which a majority of the members eligible to vote were present and voted in favor of amendment.

ARTICLE I

Name of the Corporation:

The name of the corporation shall be 'Orlando Mar Thoma Church, Florida Inc.'

ARTICLE II

Law under which incorporated:

The corporation is incorporated pursuant to the Florida Not for Profit Corporation Chapter 617, Florida Statutes, and in compliance with section 501 (c) (3) of the Internal Revenue Service Code.

ARTICLE III

Purpose of the Corporation:

The purpose for which the corporation is organized is to worship Lord Jesus Christ as a parish of the Malankara Mar Thoma Church, believed to be founded by St. Thomas, apostle of Jesus Christ in A. D. 52 in Kerala, India with its head quarters at Thiruvananthapuram, Kerala, India, (hereinafter referred as the "parent church") and is directly under the control of the Diocese of North America & Europe both in temporal and ecclesiastical matters, having its head quarters in Merrick, New York.

ARTICLE IV

Effective Date & Duration of Corporation:

The amended articles of incorporation will be effective from the date of its filing with the Department of State, Florida, and shall have perpetual duration of existence based on this amended articles of incorporation.

ARTICLE V

Stocks and Shares:

The corporation shall not have any stock and no shares shall be issued to members during its existence.

ARTICLE VI

Religious Corporation:

It is a charitable and Non Profit Religious Corporation mainly formed to provide worship services in accordance with the faith and practices of the parent church.

ARTICLE VII

Place of Worship:

The present street address of the place of worship of the corporation by conducting the regular worship services on all Sundays in accordance with the liturgy approved by the parent church is at 145 W. Broadway Street, Oviedo, FL 32765 in Seminole County, Florida.

ARTICLE VIII

Principal Office of Corporation:

The present street address of the principal office of the corporation is located at 145 W. Broadway Street, Oviedo, FL 32765 in Seminole County, Florida. The present mailing address of the principal office of the corporation is also at 145 W. Broadway Street, Oviedo, FL 32765 in Seminole County, Florida.

ARTICLE IX

Registered Agent & Mailing Address:

The name of the registered agent at such address is John Varghese, who is the secretary of the corporation (Church). The present street address of the registered agent is 145 W. Broadway Street, Oviedo, FL 32765 in Seminole County, Florida. The mailing address of the registered office of the corporation is Orlando Mar Thomas, 145 W. Broadway Street, Oviedo, FL 32765 in Seminole County, Florida.

ARTICLE X

Board of Directors:

The number of present Board of Directors is twelve (12) who will hold office until the assumption of office by the new Board of Directors, except the positions of Chairman and President, who will hold their offices until their term of assignment in this Diocese.

per the parent church's constitution, duly elected in the next annual meeting of members. The names and addresses of the present Board of Directors are as follows:

- | | | |
|----|--|--------------------------|
| 1) | Rt. Rev. Dr. Geevarghese
Mar Theodosius
2320 Merrick Avenue
Merrick, NY 11566 | Diocesan Bishop/Chairman |
| 2) | Rev. John Kuruvilla
13048 Terrace Spring Drive
Temple Terrace, FL 33637 | President & Priest |
| 3) | Oommen Samuel
880 Mount Pleasant Drive
Ocoee, FL 34761 | Vice President |
| 4) | John Varghese
3933 Costal Breeze Drive
Kissimmee, FL 34744 | Secretary |
| 5) | Dr. N. P. John
3502 Kentshire Blvd.
Ocoee, FL 34761 | Treasurer |
| 6) | Paul Thomas
1432 Holy Glen Run
Apopka FL 32703 | Accountant |
| 7) | George V. George
4330 Stone Field Drive
Orlando, FL 32826 | Committee Member |
| 8) | Jeesh Thomas
3676 Brendwood Court
Melborne, FL 32935 | Committee Member |
| 9) | Thomas Joseph
3558 Woodyly Park Place
Oviedo, FL 32765 | Committee Member |

- 10) Manu Samuel Committee Member
3602 Oak Brook Lane
Eustis, FL 32736
- 11) Varghese P. Varghese Committee Member
3839 Shore View Drive
Kissimmee, FL 32744
- 12) Pothen V. A. Committee Member
3729 Becontree Place
Oviedo, FL 32765

ARTICLE XI

Faith & Mission of the Corporation:

To worship the Lord Jesus Christ, and conduct other religious sacraments functions as necessary in accordance with the faith and practices of The Malankara Thoma Church also known as Mar Thoma Church, believed to be established by Thomas, Apostle of Jesus Christ in A. D. 52 in Kerala, India.

To arrange, conduct sacraments, and observances as authorized and required by the faith and practices of the parent church.

To teach the members about the Trinity and the Word of God by conducting Bible study classes, prayer meetings, Sunday School classes etc. based on the teaching of Jesus Christ as revealed through the Bible and the Holy Spirit.

To help the members of the parish in their spiritual growth, and to nurture the children in the faith and practices of the parent church.

To engage in missionary activities that would enhance not only the spiritual lives of the members of the parish but also to help the parent church in its efforts for Christian missionary work in India, Mexico and other parts of the world.

To receive, hold, encumber, manage and transfer both real and personal property in such manner as may be decided by the General Body of the members from time to time with the approval of the Diocesan Bishop as per the constitution of the parent church.

To publish newsletters, magazines, membership directories both in print and electronic media, blogs and web sites, conduct meetings, seminars, conferences and other charitable or religious activities for the spiritual enhancement of the members that are not in conflict with the faith and practices of the parent church.

ARTICLE XII

Membership:

The corporation shall have members. Any one who believes in Jesus Christ, in the Trinity, and accepts and follows the faith and practices of parent church may become

a member by giving an application signed by the individual or the head of the household and approved by the Vicar in accordance with the parent church's constitution. The corporation will not practice or permit discrimination on the basis of sex, race, national origin, religion, physical handicap or disability.

ARTICLE XIII

Authority & Powers:

The corporation shall have through its board of directors, those powers permitted by the general body under the constitution of the parent church, these articles, and the laws of the corporation and any acts permitted under the law to carry out its purposes including but not limited to the following matters:

To enter into, make and perform contracts of every kind and description.

To borrow or raise funds for any of the purposes of the corporation and from time to time, without limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, and other negotiable instruments as evidence of indebtedness, and to secure the payment of any thereof by the interest thereon by mortgage upon or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation, whether at the time owned or hereafter acquired, and to sell, pledge, or otherwise dispose of such bonds but the corporation shall not have discount or other banking privileges.

To have one or more officers, to carry on all or any of its operations and business within the limits set by the constitution of the parent church, articles and by-laws of the corporation, and authorized by the General Body.

ARTICLE XIV

Religious Purpose:

The Corporation is organized exclusively for religious purposes, specifically for establishing a church, and for such purposes like the making of distributions to religious organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of future federal tax code.

ARTICLE XV

Distribution of Net Earnings:

No part of the net earnings of the corporation shall inure to the benefit of any individual. No part of the net earnings of the corporation shall 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. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, or

Corporation shall not participate in, or intervene in (including the publishing or distributing of states) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not engage in any other activities not permitted to be carried on (a) 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 (b) by a corporation, contribution to which are deductible under Section 170 (c) (2) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Notwithstanding any other provision of these articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of the Corporation.

ARTICLE XVI

Distribution of Assets upon Dissolution:

Upon the 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, 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 public purpose. Any 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 XVII

Supremacy Clause:

In all ecclesiastical matters the constitution of the parent church shall be binding on the corporation and its members. If there is any conflict between the Articles and by-laws of the corporation with that of the constitution of the parent church, the constitution of the parent church shall prevail. All matters for which there is no specific provision in the Articles or in the by-laws of the corporation, or in the constitution of the parent church, the decisions of the Diocesan Bishop, or the Metropolitan or Episcopal Synod shall be binding on the corporation and its members. The Diocesan Bishop shall have exclusive jurisdiction over all ecclesiastical matters, and his decisions shall be final subject to the appeal to the Metropolitan or to the Episcopal Synod and no legal actions shall be brought against the parish, its officers, Diocesan Bishop for any matters relating to the faith and practice of the parent church or of the parish. Regarding temporal matters no legal actions shall be initiated by any members against the parish, its office bearers, or by any member of the parish or organizations against the Diocese or Diocesan Bishop, Metropolitan, and Episcopal Synod until all the administrative remedies have been sought and exhausted as provided under the constitution of the parent church.

ARTICLE XVIII

Amendments:

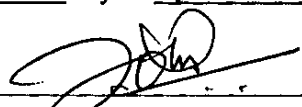
The corporation reserves the right to amend, alter, change or repeal any provision contained in this amended articles of Incorporation, in the manner now or hereafter prescribed by statutes or the constitution of the parent church and all rights conferred on the members herein are granted subject to this reservation. No part of this Article shall be amended, changed, deleted or added so as to render the parish incapable of maintaining its tax exempt status under section 501 (c) (3) of the Internal Revenue Service Code or any such future laws. No part of this Articles shall be amended, changed, deleted or added so as to render the parish incapable of maintaining the status as a profit corporation under the laws of the State or any such other laws where it has incorporated. No part of this Articles shall be amended, changed, deleted or added so as to render the parish incapable of maintaining the status as a parish of the parent c

ARTICLE XIX


Acknowledgment:

In witness, the undersigned state that this amended articles of Incorporation have been duly approved by the majority of the members present in the general body of the Nonprofit corporation (Church) held on December 11, 2011 and I have been authorized to file the same with the Florida Department of State and hereby declare, under penalty of perjury of the laws of the United States and State of Florida, that the statements made in the foregoing amended Articles of Incorporation are true and correct.


Executed on this 11th day of DECEMBER 2011.


John Varghese- Secretary
Orlando Mar Thoma Church, Florida Inc.

Approved by:


Rev. John Kuruvilla - President/Priest
Orlando Mar Thoma Church, Florida Inc.

Approved by:


Rt. Rev. Dr. Geevarghese Mar Theodosius
Diocesan Bishop, Diocese of N. America & Europe
Date: Dec 15, 2011.

