

N07000010759

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TALLAHASSEE, FLORIDA

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COVER LETTER

TO: Amendment Section
Division of Corporations

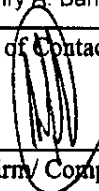
NAME OF CORPORATION: Christian Compromise Corp.

DOCUMENT NUMBER: N07000010759

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

Please return all correspondence concerning this matter to the following:

Henry A. Barrios
(Name of Contact Person)


(Firm/ Company)

666 Cortez Circle
(Address)

Altamonte Springs, FL 32714
(City/ State and Zip Code)

marbahh@juno.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Henry A. Barrios at (407) 792-3688 or (407) 461-1728
(Name of Contact Person) (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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 11, 2010

HENRY BARRIOS
666 CORTEZ CIRCLE
ALTAMONTE SPRINGS, FL 32714

SUBJECT: CHRISTIAN COMPROMISE CORP.
Ref. Number: N07000010759

We have received your document for CHRISTIAN COMPROMISE CORP. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is G39009.

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) 245-6916.

Carol Mustain
Regulatory Specialist II

Letter Number: 110A00006103

**Articles of Amendment
to
Articles of Incorporation
of**

Christian Compromise Corp.

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

N07000010759

(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:

Philos'ee Corp.

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)

N/A

C. Enter new mailing address, if applicable;
(Mailing address MAY BE A POST OFFICE BOX)

N/A

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:

N/A

New Registered Office Address:

(Florida street address)

(City)

Florida

(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.

N/A

Signature of New Registered Agent, if changing

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TALLAHASSEE, FLORIDA

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:
(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

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

See attachment

Amended

NOT-FOR PROFIT ARTICLES OF INCORPORATION-

Article I. Name

The name of this corporation shall be: PHILOSCARE Corp.

In keeping with its worldwide mission, this organization shall have the right to open field offices in the United States, and around the world, in order to carry out its purpose.

Article II. Principal place of business

The address of this corporation is:

666 Cortez Circle

Altamonte Springs Fl 32714

407-792-3688

Article III. Purpose

The specific purpose for which the corporation is organized to help, promote, organize and /or participate in educational, social, cultural, health related and religious projects, that contribute to the improvement and growth of the population in the USA and other parts of the world.

This corporation is organized and operated exclusively for the purposes stated above within the meaning of Section 501(c)(3) of the Internal Revenue Code.

Article IV. Manner in which the Directors are elected

Philoscare Corp. will be open to anyone with an altruist spirit, and who shares the vision for the purpose of the organization.

Philoscare Corp. governing board shall consist of no less than (3) members. The members of the governing board of the corporation shall be elected in the annual meeting. Board members maybe removed and the vacancies shall be filled in the manner provided by the bylaws.

The officers named in these articles shall serve as officers for the ensuing year, or until the first annual meeting of the corporation, at which time they may be reelected, or replaced in the manner set forth in the corporation bylaws. The president of the corporation will manage the affairs of the corporation.

Article V. Board of Directors

The following members will function as the original board of directors:

President – Dr. Henry A. Barrios.

666 Cortez Circle

Altamonte Springs, FL 32714

Vice President – Ronald Karpiuk
4233 Down Point Lane
Windermere, FL 34786

Secretary – Marta I. Moroni
666 Cortez Circle
Altamonte Springs, FL 32714

Vocal – Arioska Pavon
628 Eastwood Court
Altamonte Springs, FL 32714

Vocal – David Veneza
5591 Burlwood Drive
Orlando, FL 32810

Article VI. Registered office and agent

The name of the initial Registered Agent of the corporation is:
Henry A. Barrios.
The street address of the initial Registered Agent of this corporation is:
666 Cortez Circle
Altamonte Springs, FL 32714

Article VII. Incorporators

The names and addresses of the subscribers to these articles are as follows:
Henry A. Barrios
666 Cortez Circle
Altamonte Springs, FL 32714

Article VIII. Term of organization

The date of commencement of corporate existence shall be when these Articles have been filed with the Department of State and approved by it and the respective filing fee has been paid; the term for which the corporation is to exist shall be perpetual.
In the event of dissolution of the corporation, no part of the corporation's earning, savings, or assets shall inure to the benefit of any of its members; the residual assets of the corporation shall go to the Seventh Day Adventist Church, which is a tax exempt organization as described in Section 501(c) (3) and 170 (c) (2) of the Internal Revenue Code of 1986, or corresponding sections of any prior or future law. In the event the Seventh Day Adventist Church is no longer described in section 501(c)(3), no longer in existence, unable or unwilling to accept the assets of the corporation, the assets shall be distributed to an organization described in section 501 (c)(3) of the Code.

Article IX. Non profit organization

No part of the net earning of the corporation shall ever inure to the benefit of, or be distributable to its members, or other persons, except that the organization shall be authorized and empowered to pay reasonable for services rendered and to make payments and distribution in furtherance of the purposes set forth in article 2.

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

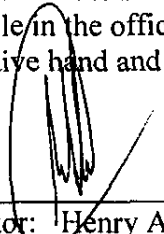
Article X. Bylaws

The first bylaws of the corporation shall be adopted by the organization board and may be amended, altered or rescinded by the board in the manner provided by such bylaws.

Article XI. Amendments to articles of incorporation

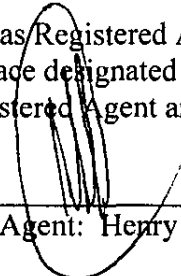
The articles of incorporation may be amended by the board of directors only.

I, the undersigned, for the purposes of becoming a corporation not for profit under the provisions of the laws of the State of Florida, do make and affix my signature to acknowledge and file in the office of the Secretary of State these articles of incorporation. Witness my respective hand and seal on the date and place indicated below.



Name of incorporator: Henry A. Barrios

Having been named as Registered Agent to accept 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 agreed to act in this capacity.



Name of Registered Agent: Henry A. Barrios

The date of each amendment(s) adoption: March 2, 2010
(date of adoption is required)

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(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 March 2, 2010

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)

Henry A. Barrios

(Typed or printed name of person signing)

President

(Title of person signing)