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03-31-10

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10 MAR 15 PM 2:15

FILED

Amend & N.C.
C.COULLETTE

MAR 16 2010

EXAMINER

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Women of Zion International Ministries Inc.

DOCUMENT NUMBER: N07000011791

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

Please return all correspondence concerning this matter to the following:

Tangela Walden

Name of Contact Person

Women of International Ministries Inc.

Firm/ Company

Po Box 542512

Address

West Palm Beach, FL 33454-2512

City/ State and Zip Code

admin@tangelawaldenministries.org

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

For further information concerning this matter, please call:

Tangela Walden

Name of Contact Person

at (954)

226-9519

Area Code & Daytime Telephone Number

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

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is enclosed)

☐ \$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

Women of Zion International Ministries Inc.

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

N07000011791

(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

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

Women of Zion Outreach International Ministries Inc.

EFFECTIVE DATE:
03-31-10

The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

B. Enter new principal office address, if applicable:

*(Principal office address **MUST BE A STREET ADDRESS**)*

223 Foxtail Dr. #D

Greenacres, FL 33415

C. Enter new mailing address, if applicable:

*(Mailing address **MAY BE A POST OFFICE BOX**)*

PO Box 542512

West Palm, FL 33454-2512

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10 MAR 15 PM 2:15

FILED

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:

Linda Fowler

New Registered Office Address:

223 Foxtail Dr. #D
(Florida street address)

Greenacres, Florida 33415
(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.

Linda Fowler
Signature of New Registered Agent, if changing

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>
vp	Star Rogers	661 SW 15th St Deerfield Bch, Fl 33441	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
vp	Rosa Witherspoon	6301 sw 34th Ct Miramar, Fl 33023	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
tr	Linda Fowler	170 NW 5th Street Deerfield beach Fl 33441	<input checked="" 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 Attached sheets for amended and additional articles: Article I, Article II, Article III, Article IV

Article V, Article VI, Article VII, Article VIII, Article IX, Article X, Article XI

Amending Officer(Continued)

TR Alexander Walden 6301 Sw 34th Court Miramar, Fl 33023 Remove

S Gary G. Pigott Jr. 3225 SW 52nd Ave Pembroke Park, Fl. 33023 Remove

ARTICLES OF INCORPORATION
OF
WOMEN OF ZION OUTREACH
INTERNATIONAL MINISTRIES INC.

ARTICLE I
CORPORATE NAME

The name of the nonprofit corporation is **WOMEN OF ZION OUTREACH**
INTERNATIONAL MINISTRIES INC.

ARTICLE II
CORPORATE PURPOSES

The purposes for which the Corporation is organized and operated are exclusively for charitable purposes and educational within the meaning of Section 501©(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law.

The Corporation's charitable and educational goals shall be met primarily by its commitment minister and to aid services throughout the community. Women of Zion Outreach International Ministries, Inc. plans are to provide social services and community development that will include: housing to low-income families, social outreach, promoting educational success, drama/arts programs, youth enhancement programs, family enrichment programs, drug prevention programs, child abuse prevention programs, literacy programs, career training and personal leadership skills training.

ARTICLE III
LIMITATIONS

1. At all times the following shall operate as condition restricting the operation and activities of the corporation not qualifying as exempt under Section 501©(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Directors or officers of the corporation, nor to any other private persons, excepting solely such reasonable compensation that the corporation shall pay for services actually rendered to the corporation, or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on the corporation.

2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office; and

3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501©(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

4. The corporation shall not lend any of its assets to any officer or director of this corporation (unless such loan program is regularly conducted as part of the activities of the organization and the qualification of the individual to participate in same is determined by a panel comprised solely of non-Board members), or guarantee to any person the payment of a loan by an officer or director of this corporation.

ARTICLE IV DIRECTORS/MEMBERS

The corporation may (but need not) have voting members, and such membership, if any, and classes thereof, shall be as defined in the corporation's bylaws. The management and affairs of the corporation shall be at all times under the direction of a Board of Directors shall have any right, title, or interest in or to any property of the corporation.

ARTICLE V REGISTERED OFFICE AND AGENT

The initial street address and mailing address of the principal office of the Corporation is:

Tangela D. Walden
WOMEN OF ZION OUTREACH INTERNATIONAL MINISTRIES INC.
223 Foxtail Dr. Unit D
Greenacres, Fl. 33415

The initial registered agent and office of the nonprofit corporation is:

Linda Fowler
223 Foxtail Dr. Unit D
Greenacres, Fl. 33415

ARTICLE VI MANAGEMENT OF CORPORATE AFFAIRS

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall manage under the direction of, a Board of Directors which shall have four (3) directors initially. The number of directors may be increased or decreased from time to time by a majority of the directors, but at no times shall there be fewer than four (3) directors of the Corporation.

ARTICLE VII INITIAL DIRECTORS

The manner in which the Directors of the Corporation shall be elected or appointed shall be governed by the provisions of the Bylaws of the Corporation. The names and street addresses of the initial directors of the Corporation are:

<u>Name</u>	<u>Street Address</u>
Tangela D. Walden	223 Foxtail Dr. Unit D Greenacres, Fl. 33415

Star Rogers

661 SW 15th Street Deerfield Beach, Fl. 33441

Linda Fowler

170 NW 5th Street Deerfield Beach, Fl. 33441

ARTICLE VIII MEMBERS

The Corporation will not have members and shall be governed exclusively by its Board of Directors.

ARTICLE IX AMENDMENTS

Amendment to these Articles of Incorporation may be adopted by a majority of the directors in the manner set forth in the Bylaws of the Corporation.

ARTICLE X

The name and address of the Incorporator is:

Tangela D. Walden
223 Foxtail Dr. Unit D
Greenacres, Fl. 33415

ARTICLE XI MISCELLANEOUS

In the event of the dissolution of the Corporation, or in the event it shall cease to carry out the objects and purposes herein set forth, all of the business, property and assets of the Corporation shall go and be distributed to a nonprofit corporation qualifying as an organization exempt under the provisions of Section 501© 3 of the Internal Revenue Code of 1986, amended, or any superseding statute thereof, and as an organization qualifying as a public charity under the provisions of Section 509 (a)(1) or 509(a)(2) of the Internal Revenue Code of 1986, as amended, or any superseding statute thereof, as the Directors of the Corporation any select and designate; and in no event shall any of said assets or property, in the event of dissolution thereof, go or be distributed or contributed by such directors, for any other such purpose.

Any of such assets not so disposed of shall be disposed of by the District Court of the County in which the principal office of the Corporation is then located, exclusively for such purpose, or to such organization or organization as said court shall determine, which are organized and operated exclusively for such purposes.

DIRECTORS:

Tangela D. Walden , **President/CEO**

Star Rogers, **Vice-President**

Linda Fowler, **Treasurer**

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.

Linda Fowler
Linda Fowler, **Registered Agent**

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation.

INCORPORATOR:

Tangela D. Walden
Tangela D.

November 1, 2008

The date of each amendment(s) adoption: 3-8-10
(date of adoption is required)
Effective date if applicable: 3-31-10
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

☐ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

“The number of votes cast for the amendment(s) was/were sufficient for approval

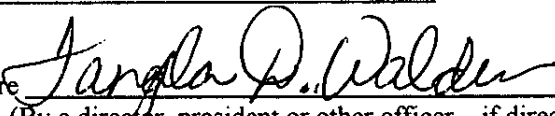
by _____.”
(voting group)

☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated 3-8-2010

Signature



(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)

Tangela D. Walden

(Typed or printed name of person signing)

President

(Title of person signing)