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DIVISION OF CORPORATIONS  
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T. Roberts JAN 15 2009

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** SHOUT MINISTRIES, INC.

**DOCUMENT NUMBER:** N08000002237

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

Please return all correspondence concerning this matter to the following:

Janet M. Hinton

(Name of Contact Person)

Shout Ministries, Inc.

(Firm/ Company)

1811 High Road

(Address)

Tallahassee, FL 32303

(City/ State and Zip Code)

For further information concerning this matter, please call:

Janet M. Hinton

(Name of Contact Person)

at ( 850 ) 385-6922

(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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
09 JAN -6 AM 9:21

SHOUT MINISTRIES, INC.

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

N08000002237

(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:**

*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)

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

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

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**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:

\_\_\_\_\_

New Registered Office Address:

\_\_\_\_\_

(Florida street address)

\_\_\_\_\_, Florida

(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, 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>
D	Dena Woodburn	1815 Hartsfield Rd., #3 Tallahassee, FL 32303	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
D	John P. Lensch	8331 Shenandoah Dr. N Tallahassee, FL 32317	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
D	Thomas C. Cooper, Jr.	624 Eagle View Circle Tallahassee, FL 32311	<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 amendments to Articles III Purpose, IV Manner of Election,  
and V Initial Directors and/or Officers

Also attached are additional Articles VIII Exempt Purposes, Article IX Specific Purposes,  
Article X Membership, Article XI Directors, Article XII Prohibitions, Article XIII Dissolution,  
and Article XIV Indemnification

The date of each amendment(s) adoption: 12/31/2008

Effective date if applicable: 12/31/2008

*(no more than 90 days after amendment file date)*

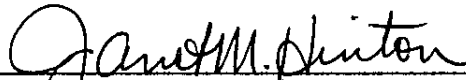
Adoption of Amendment(s)

**(CHECK ONE)**

- ☐ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(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 12/31/2008

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)

Janet M. Hinton

(Typed or printed name of person signing)

President

(Title of person signing)

**Articles of Amendment  
to  
Articles of Incorporation  
of  
SHOUT MINISTRIES, INC.  
Document Number: N08000002237**

The undersigned, acting as incorporator of SHOUT MINISTRIES, Inc. 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:

**ARTICLE III  
PURPOSE**

The purposes for which SHOUT MINISTRIES, Inc. is organized as a corporation not for profit, exclusively for religious, charitable, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law. The general purposes and objectives of this corporation is to lessen the burden of the government by providing charitable, social, and educational services for the development of the community and in particular to assist in the development of children and families, enabling them to improve and obtain a better lifestyle and become better citizens.

SHOUT MINISTRIES, Inc. will serve as ministers traveling worldwide to proclaim the Good News of the gospel of Jesus Christ and the Kingdom of God to every tribe and nation this generation.

To perform duties, services and functions of an anointed servant and minister of God.

To serve as community out-reach to the children and their families of every tribe and nation this generation.

To serve as an education center to the extent of empowering individuals to fully engage Christian life through lectures, symposiums, seminars, biblical lessons, cheers, songs and radio and television broadcasts;

To serve as a media center to promulgate and proliferate the Good News of the gospel of Jesus Christ and the Kingdom of God via print, online publications, tapes, videos and web presence.

Further, SHOUT MINISTRIES, Inc. may engage in other activities designated or intended to accomplish such purposes. To these ends, SHOUT MINISTRIES, Inc. may do and engage in any, and all lawful activities that may be incidentally or reasonably necessary to any of these purposes, and it shall have and may exercise all other powers and authority now or hereafter conferred upon corporations not for profit in the

State of Florida. SHOUT MINISTRIES, Inc. is to act as an advocate to the medically under privileged, starving, economically or socially deprived and spiritual needy.

All titles, copyrights, royalties or similar interest in electronic recordings, books, online publications or any other materials prepared for or by SHOUT MINISTRIES, Inc. activities will be held by SHOUT MINISTRIES, Inc. and its name.

SHOUT MINISTRIES, Inc. will be involved in identifying strategies that work in finding solutions to alleviate health and social problems. The mission will be accomplished by the assessment of health habits, individuals at risk behaviors and lifestyle patterns, planning, counseling, referring and distributing culturally sensitive material, information, message programs and services as necessary. To conduct conferences, workshops, seminars, community fairs and forums as needed. SHOUT MINISTRIES, Inc. will function by increasing the active participation of the medically under privileged, economically or socially deprived and spiritual needy in every tribe and nation, this generation.

#### ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed are stated in the By-Laws of SHOUT MINISTRIES, Inc.

#### ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

President: Janet M. Hinton  
1811 High Road  
Tallahassee, FL 32303

Director: Dena Woodburn  
1815 Hartsfield Rd., #3  
Tallahassee, FL 32303

Director: John P. Lensch  
8331 Shenandoah Dr., N.  
Tallahassee, FL 32317

Director: Thomas C. Cooper, Jr.  
624 Eagle View Circle  
Tallahassee, FL 32311

Director: Arnold Shaw  
4888 Old Bainbridge Hwy.  
Quincy, FL 32351

#### ARTICLE VIII EXEMPT PURPOSES

SHOUT MINISTRIES, INC. is organized and shall operate as an exempt charitable and educational organization within the meaning of Section 501(c)(3) of the Internal

Revenue Code of 1986, as amended (or similar provision of any future revenue law)(the "Code") without profit to any officer or director and the Corporation.

#### **ARTICLE IX** **SPECIFIC PURPOSES**

SHOUT MINISTRIES, Inc. is incorporated under the laws of the State of Florida specifically to assist in the development of children and families in every tribe and nation, this generation, enabling them to improve and obtain a better lifestyle and become better citizens. Subject to the limitations set forth in Article III, SHOUT MINISTRIES, Inc. may also engage in all other activities which are permissible by law.

#### **ARTICLE X** **MEMBERSHIP**

SHOUT MINISTRIES, Inc. shall not have any members.

#### **ARTICLE XI** **DIRECTORS**

The number of directors constituting the initial board of directors is five (5). Refer to Article V above for the initial directors' names and addresses. Specific information regarding the Board of Directors is stated in SHOUT MINISTRIES, Inc. bylaws.

#### **ARTICLE XII** **PROHIBITIONS**

No part of the net earnings of SHOUT MINISTRIES, Inc. shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that SHOUT MINISTRIES, Inc. shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of SHOUT MINISTRIES, Inc. set forth in Articles III, VIII and IX hereof. No substantial part of the activities of SHOUT MINISTRIES, Inc. shall be the carrying on of propaganda, or otherwise attempting to influence legislation and SHOUT MINISTRIES, Inc. shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, SHOUT MINISTRIES, Inc. shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Code by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

#### **ARTICLE XIII** **DISSOLUTION**

Upon the dissolution of SHOUT MINISTRIES, Inc. the Board of Directors shall, after paying or making provision for the payment of all the liabilities of SHOUT MINISTRIES,



Inc., dispose of all of the assets of SHOUT MINISTRIES, Inc. to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the Board of Directors shall determine. 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 SHOUT MINISTRIES, Inc. 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 XIV INDEMNIFICATION**

Each person who was or is made a party or is threatened to be made a party to or is involved in any action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that he or she, or a person of whom he or she is the legal representative, is or was a director or officer of the corporation or while a director of the corporation is or was serving at the request of the corporation as a director, officer, partner, trustee, employee or agent of another corporation or of a partnership, joint venture, trust or other incorporated or unincorporated enterprise, including service with respect to employee benefit plans or trusts, whether the basis of such proceeding is alleged action or inaction in an official capacity as a director, officer, partner, trustee, employee or agent or in any other capacity while serving as a director, officer, partner, trustee, employee or agent shall be indemnified and held harmless by SHOUT MINISTRIES, Inc. to the fullest extent authorized by the State of Florida's Corporation Act as the same exists or may hereafter be amended and pursuant to SHOUT MINISTRIES, Inc. By-Laws as such By-Laws may be amended.