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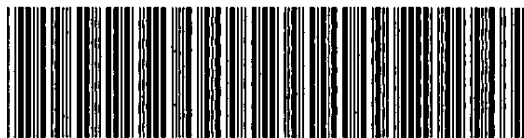
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08 JUL 15 PM 1:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Amend*  
G. Goulette JUL 17 2008

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: ROYAL NATION MINISTRIES, INC

DOCUMENT NUMBER: NO8000003473

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

Please return all correspondence concerning this matter to the following:

SANFORD BROOKINS

(Name of Contact Person)

ROYAL NATION MINISTRIES, INC

(Firm/ Company)

1007 W. 6th STREET

(Address)

LAKELAND, FL 33805

(City/ State and Zip Code)

For further information concerning this matter, please call:

SANFORD BROOKINS

(Name of Contact Person)

at (863) 529-7485

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

MONEY ORDER ENCLOSED

☐ \$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

ROYAL NATION MINISTRIES, INC

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

NO8000003473

(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:

**NEW CORPORATE NAME (if changing):**

— not applicable —

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

**AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE)** Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

ARTICLE III, LINE ITEM 13 thru 19.

ARTICLE V OR PART V. - (ADDITIONS) - PART V A-C (COMPENSATION),  
PART V, 2A (Relationships), PART V, 3A (Further Information);  
PART V, 4A (Compensation Arrangements); SUB-CATEGORIES OF  
PART V ARE: Article I (Purpose); Article II (Definitions); Article III (Procedures);  
Article IV (Records of Proceedings); Article V (Compensation); Article  
VI (Annual Statements); Article VII (Periodic Reviews); Article  
III (Use of Outside Experts); PART VI, 1A (Benefits). PART VIII, 4A  
(Specific Fundraising Activities); AMENDMENT PARAGRAPHS  
a-c.

FILED  
08 JUL 15 PM 1:15  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

The date of adoption of the amendment(s) was: 07-09-08

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

Signature Sanford Brooks  
(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.)

SANFORD BROOKINS

(Typed or printed name of person signing)

CEO/FOUNDER

(Title of person signing)

**FILING FEE: \$35**

\*\*\*Additional Information submitted to IRS for 501 ( c ) (3) approval\*\*\*

**Royal Nation Ministries, Inc**

**EIN # 26-237-1623**

## ARTICLES OF INCORPORATION

### Article I

The name of this corporation shall be, "Royal Nation Ministries, Inc." It shall be incorporated as a not for profit religious organization under the laws of the State of Florida.

### Article II

The principal place of business and mailing address of this corporation shall be: 1007 W. 6<sup>th</sup> Street, in the city of Lakeland, FL 33805. The registered agent in charge thereof is Sanford Brookins of 1007 W. 6<sup>th</sup> Street, Lakeland, FL 33805.

### Article III

The purpose for which the corporation is organized is:

1. To encourage and promote the evangelization of the gospel of Jesus Christ throughout the world.
2. To encourage and promote the worship of God
3. To encourage and promote the edification of believers
4. To provide a fellowship among Christians of like faith
5. To spread the gospel of Jesus Christ by utilizing the gifts of God's people through all communication medium such as public assembly; radio, T.V; church, CD's, DVD's, one-on-one, interne.
6. To help feed the hungry; give drink to the thirsty, befriend strangers; clothe those in need, visit the sick and imprisoned.
7. To seek out individuals, groups, organizations and businesses that can provide spiritual, monetary or material support to help meet ministry objectives.
8. To celebrate being a follower of Jesus Christ.
9. To invest in fellow Christ followers.
10. To reward Christ followers.
11. To spread the gospel of Jesus Christ so others can become part of the "Royal Nation" of God.
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13. To glorify God in Christ Jesus as Revelation 1:6 and I Peter 2:9 Saints.
14. The organization's activities will consist primarily of providing charitable works to the general public. More specifically, the primary charitable program we will implement will be to spread the gospel of Jesus Christ as a unified Body, showing the love we have for Jesus and for each other, so others will want to become part of the "Royal Nation" of God in Christ Jesus. We plan to reach people of like faith and the public who have not had an encounter with God through His Son Jesus.
15. Since we are a newly formed corporation, we have yet to receive any resources to help fulfill our mission. However, we plan to implement many aspects of the vision as soon as we acquire the necessary funds through various sources, including individual contributions, private agency funding, and governmental grants. We plan to spend the majority of our time and resources on this charitable soul winning quest (approximately 70% of our time and resources).
16. One individual at a time, we hope to bring hope and joy to the public, who are already starting to feel the bite of the challenges that goes along with inflation and the cares of the world. We will do all that is possible, within the reach of our resources, time, and imaginations to provide those individuals with physical and spiritual incentives to enjoy life more abundantly in Jesus Christ.
17. A number of volunteers, including our Board of Directors, will assist as necessary. The volunteers we will use will be solicited through volunteer banks and through the contacts our Board of Directors have made with local volunteer associations within the community.
18. We propose to implement a website so that we may reach a broader and more diverse level of donors and possible recipients of our programs.
19. In addition to a website, Royal Nation Ministries promotes Variety Gospel Talent Shows for the general public. The programs will take up approximately 25% of the Corporation's time and resources. We have not held a program, but plan on hosting our first gospel talent show in the near future. The programs will further the organization's tax-exempt purposes by educating the general public, specifically in the area of the Christian arts. The performances will be held in a public venue. We also hope to provide the Christian community and the general public, specifically those individuals with little or no exposure to Christians, an opportunity to experience the goodness of God through the performances of young Christian artist. These programs will also take place in public venues, which will be volunteered or rented out with money from public donations. They will be open to all members of the general public, and admission will be free.

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The artists themselves will volunteer their time or will be paid reasonable compensation in exchange for their services. Their compensation will come from donations this organization will obtain through donors of the general public.

**Part V, 1a - Compensation**

**Director Address Compensation**

Sanford Brookins, 1007 W. 6<sup>th</sup> St., Lakeland, FL 33805

CEO/Owner/Founder - None

Gary Brookins, 1007 W. 6<sup>th</sup> St., Lakeland, FL 33805 None

Cheryl Williams, 640 Candyce Ave, Lakeland, FL 33815 None  
Brenda Bettard, 2119 Smithfield Place, Lakeland, FL 33801 None  
Marcus Williams, 640 Candyce Ave, Lakeland, FL 33815 None

Pursuant to Article IV, Section 4 of the Corporation's Bylaws, no Directors will be paid a salary. They may be paid a reasonable fee for attending meetings of the board and may be allowed reasonable reimbursement or advances for expenses incurred in the performance of their duties.

**Part V, 1b - Compensation**

This corporation is newly formed and has not yet hired employees nor determined the amount of compensation to pay employees it may hire. However, all compensation will be reasonable and will be paid to employees in return for furthering the exempt purposes of this nonprofit corporation.

**Part V, 1c - Compensation**

This newly formed nonprofit corporation has no current plans to contract for services with outside persons or companies. If and when it does, any such contracts will provide

for payment in commercially reasonable amounts in return for services related to the exempt functions of this nonprofit.

**Part V, 2a - Relationships**

Sanford Brookins and Gary Brookins are brothers to Cheryl Williams and Brenda Bettard and Uncles to Marcus Williams.

Sanford Brookins and Gary Brookins are brothers to each other.

Cheryl Williams is the mother to Marcus Williams, Sister to Sanford Brookins, Gary Brookins, and Brenda Bettard.

Brenda Bettard is the aunt of Marcus Williams, Sister to Sanford Brookins, Gary Brookins, and Cheryl Williams.

Marcus Williams is the son of Cheryl Williams, the nephew of Sanford Brookins, Gary Brookins, and Brenda Bettard.

**Part V, 3a - Further Information**

Sanford Brookins, CEO, CFO, Minister, Youth Pastor, Graduate Student at Strayer University, Tampa, FL; Earned Bachelor's degree in Church Ministries from Southeastern University in Lakeland, Florida (December 2006). Retired Navy Chief. Estimated 80 hours a month will be dedicated for Royal Nation Ministries, Inc as CEO/CFO. Overall responsible for the organization's mission being carried out and adherence to government guidelines.

Gary Brookins, Coach, Crystal Lake Middle School, Lakeland, FL. Graduate of Florida A & M University in Tallahassee, FL. As Director of Operations, he carries out the orders of the CEO/CFO to ensure every aspect of the organization is functioning.

Cheryl Williams, - Child Care Supervisor, Lakeland, FL. Graduate of Kathleen High



School. Estimated 10 hours a month dedicated for Royal Nation Ministries. As Director of Development, she is in charge of finding the money that Royal Nation needs to carry on its mission.

Brenda Bettard, - Pharmaceutical Control Clerk, Lakeland, FL. Graduate of Kathleen High School. Estimated 10 hours a month dedicated for Royal Nation Ministries. As Administrative Assistant, she works directly with the CEO on administrative matters concerning Royal Nation Ministries.

Marcus Williams – Elementary school Coach, Tampa, FL. Earned Bachelor's degree from William Penn University. Estimated 10 hours a month dedicated for Royal Nation Ministries. As Program Manager, he is assigned a specific program to manage for Royal Nation Ministries. An example is being in charge of the food drive program.

#### **Part V, 4a – 4g: Compensation Arrangements**

This organization has adopted a conflict of interest policy that sets guidelines concerning the actions of Directors. See Part V Section 5a. Currently, no Director within the organization is receiving a salary compensation. The bylaws governing compensation arrangements are found in Article IV, sections 4 and 5.

### **Article I Purpose**

The purpose of the conflict of interest policy is to protect this tax-exempt organization's (Royal Nation Ministries, Inc) interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of a director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

### **Article II Definitions**

#### **1. Interested Person**

Any director, principal officer, or member of a committee with governing board-delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

If a person is an interested person with respect to any entity in the Royal Nation Ministry of which the organization is a part, he or she is an interested person with respect to all entities in the ministry.

#### **2. Financial Interest**

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family: a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,

b. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or

c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

## Article III

### Procedures

#### 1. Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the Royal Nation CEO and directors concerning the proposed transaction or arrangement.

#### 2. Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the Royal Nation governing board meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board members shall decide if a conflict of interest exists.

#### 3. Procedures for Addressing the Conflict of Interest

a. An interested person may make a presentation at the governing board, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

b. The CEO shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

c. After exercising due diligence, the governing board shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board shall determine by a majority vote of the disinterested directors, whether the transaction or arrangement is in Royal Nation Ministries best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

#### 4. Violations of the Conflicts of Interest Policy

a. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

## Article IV

## **Records of Proceedings**

The minutes of the governing board and all committees with board-delegated powers shall contain:

- a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
- b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

## **Article V Compensation**

- a. A voting member of the governing board who receives compensation, directly or indirectly, from Royal Nation Ministries, Inc for services is precluded from voting on matters pertaining to that member's compensation.
- b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from Royal Nation Ministries, Inc for services is precluded from voting on matters pertaining to that member's compensation.
- c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Royal Nation Ministries, Inc, either individually or collectively, is prohibited from providing information to any committee regarding compensation.
- d. Ministers who receive compensation from Royal Nation Ministries, Inc, whether directly or indirectly or as employees or independent contractors, are precluded from membership on any committee whose jurisdiction includes compensation matters. No person, either individually or collectively, is prohibited from providing information to any committee regarding ministry compensation.]

## **Article VI Annual Statements**

Each director, principal officer, and member of a committee with governing board-delegated powers shall annually sign a statement, which affirms such person:

- a. Has received a copy of the conflicts of interest policy,
- b. Has read and understands the policy,
- c. Has agreed to comply with the policy, and
- d. Understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

## **Article VII Periodic Reviews**

To ensure that Royal Nation Ministries, Inc operate in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews will be conducted. The periodic reviews shall, at a minimum, include the following:

subjects:

- a. Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining.
- b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Royal Nation Ministries written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

### Article III Use of Outside Experts

When conducting the periodic reviews as provided for in Article VII, the Royal Nation Ministries, Inc may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

#### **Part VI, 1a - Benefits**

The goods we plan to provide consist of food or clothing to disadvantaged members of the general public. They will be provided to the public free of charge.

The services we plan to provide consist of the services necessary to get the food and the clothes to the ones in need. These services will be provided free of charge. We also plan to provide the services of entertainment and of artistic education to members of the public-at-large. Charges for these benefits and services are at present undetermined, and while every attempt will be made to ensure that, they are provided free of charge, if they are not able to be so, the charge will be reasonable and related to the cost of the service to be provided.

#### **Part VIII, 4a - Specific Fundraising Activities**

Donations solicitations – the organization plans to use face-to-face public assembly and radio in order to solicit donations from interested donors of the general public.

Foundation grant solicitations – the organization plans to solicit grants directly from non-profit foundations that award grants based on the programs we will offer, and the charitable and educational work we do.

Accept website donations – the organization plans to accept donations on our website so that a diverse group of the public will have the opportunity to donate to the worthy causes we will be working for.

Government grant solicitations – the organization plans to solicit grants directly from the government and government agencies that award grants to organizations that do the charitable and educational work we do.

All funds raised will be used to further the tax-exempt purposes of this organization, through charitable and educational means.

#### **Part VIII, 4b - Fundraising**

This newly formed nonprofit has not entered into oral or written contracts with individuals or organizations for the raising of funds, and has no specific plans to do so in the foreseeable future.

#### **Part VIII, 4d - Fundraising**

We will fundraise for our own organization in the State of Florida, specifically Polk, County. At this point in time, the organization has no other plans to conduct fundraising in any other state or jurisdiction.

**Part VIII, 11 – Other Contributions**

This newly formed nonprofit has no current plans to accept the contributions mentioned in this question. If this organization does decide to accept these contributions in the future, they will be accepted solely in order to support the organization in its tax-exempt purposes.

**Part IX, Financial Data**

Line 23 – This is an approximate amount of the expenses that will be paid out to conduct our Royal Nation Talent events. We hope to pay all expenses for three (4) events in our first year at approximately \$200 in expenses per event. By our second and third years, we hope to have the funds to help meet the physical and spiritual needs of the Christian community and the general public.

**Amendment Paragraphs**

- a. Said organization is organized exclusively for charitable, Religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations qualifying as an exempt organization from Federal income tax under section 501( c ) (3) of the Internal Revenue Code, or corresponding section of any future Federal tax code.
- b. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 ( c ) (3) of the Internal Revenue Code, or corresponding section of any future Federal tax code, or shall be distributed to the Federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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.

- c. Under penalties of perjury, I declare that I have examined This information, including accompanying documents, and, to the best of my knowledge and belief, the information contains all the relevant facts relating to the request for information, and such facts are true, correct, and complete.

*Sanford Brookins* 07-09-08

Article VI

The name and Florida street address of the Initial Registered Agent:

Minister Sanford Brookins

1007 W. 6<sup>th</sup> Street

Lakeland, FL 33805

Article VII

The name and address of the Incorporator is:

Minister Sanford Brookins

1007 W. 6<sup>th</sup> Street

Lakeland, FL 33805

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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.

*Sanford Brookins*

Signature/Registered Agent

07-09-08

Date

*Sanford Brookins*

Signature/Incorporator

07-09-08

Date