

N080000005908

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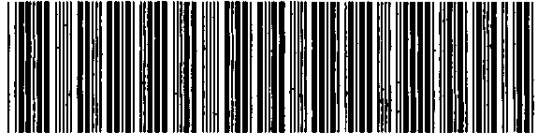
(Business Entity Name)

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*Amend*

07/28/08--01019--017 \*\*43.75

FILED  
2008 JUL 28 PM 12:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*AJR*  
*8/1/08*

## TRANSMITTAL LETTER

Department of State  
State of Florida  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL. 32314

Name of Corporation: **BROWN'S PRAYER PROPHECY  
OUTREACH MINISTRY, INC.**

Document Number: **N08000005908**

Enclosed is an original and one (1) copy of the ARTICLES OF  
AMENDMENTS TO THE ARTICLES OF INCORPORATION and a check  
for: \$43.75

The enclosed check, payable to the Florida Department of State, is for the  
filing fee and a Certified Copy.

Please return certified copy to:

Annette J. Brown  
6677 Restlawn Drive  
Jacksonville, Florida 32208

For further information, please contact:  
Joe C. Rose  
(863) 271-0642 (daytime phone number)

**ARTICLES OF AMENDMENT**  
to  
**ARTICLES OF INCORPORATION**  
of  
**BROWN'S PRAYER PROPHECY OUTREACH MINISTRY, INC.**

**FILED**  
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**N08000005908**  
(Document Number of Corporation)

*Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following Articles of Amendment to its Articles of Incorporation.*

**FIRST:**

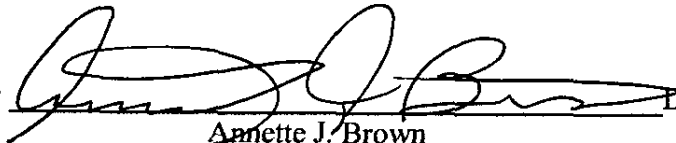
Amended	Article III	<u>Purposes and General Powers</u>
Amended	Article IV	<u>Manner of Election</u>
Added	Article VIII	<u>Bylaws</u>
Added	Article IX	<u>Indemnification</u>
Added	Article X	<u>Amendment</u>
Added	Article XI	<u>Headings and Captions</u>
Added	Article XII	<u>Dissolution</u>
Added	Article XIII	<u>Management of Corporate Affairs</u>
Added	Article XIV	<u>Conduct of Business</u>

**SECOND:** The date of adoption of the amendments was: July 17, 2008

**THIRD:** Adoption of Amendments

The members adopted the amendments and the number of votes cast for the amendments were sufficient for approval.

Signature of officer



Annette J. Brown  
President

Date July 17, 2008

**ARTICLES OF AMENDMENT  
to  
ARTICLES OF INCORPORATION  
of  
BROWN'S PRAYER PROPHECY OUTREACH MINISTRY, INC.**

**N08000005908**  
(Document Number of Corporation)

**ARTICLE I  
Corporate and Legal Status**

The name of this nonprofit Corporation shall be:  
**BROWN'S PRAYER PROPHECY OUTREACH MINISTRY, INC.**

**ARTICLE II  
Principal Office**

The principle place of business and mailing address of this corporation shall be 6677 Restlawn Drive, Jacksonville, Florida 32208.

**ARTICLE III  
Purposes and General Powers**

The Corporation is organized for charitable, religious, and educational purposes under section 501(c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Services tax code). The Corporation shall have all of the powers enumerated in the Florida Not for Profit statutes and all other powers as are permitted by applicable law. This corporation alone or with other persons or organizations shall do any and all lawful acts and things which may be useful, suitable, or proper for the furtherance, accomplishment, or attainment of Christian purposes, including by illustration the following without limitation:

1. Serve as an outreach ministry, working through the community to strengthen and unify the community both spiritually, economically, and physically through means of teaching biblical principles and various community outreaches.
2. Establish an ecclesiastical form of government and a ministry with emphasis on prayer, prophecy and prophetic teaching and instruction.
3. Provide a place of worship for those of faith.
4. To lead people to Jesus Christ.

As a means of accomplishing the above purposes and methods, the Corporation shall have the following powers:

- (a) To accept, acquire, receive, take and hold by bequest, devise, grant, gift, purchase, exchange, lease, transfer, judicial order or decree; or otherwise, for any of its objects and purposes, any property, both real and personal, of whatever kind, nature of description and wherever situated.

- (b) To sell, exchange, convey, mortgage, lease transfer or otherwise dispose of any such property, both real and personal, as the objects and purposes of the corporation may require, subject to such limitations as may be prescribed by law.
- (c) To borrow money and from time-to-time, to make; accept; endorse; execute and issue bonds; debentures; promissory notes; moneys borrowed or in payment for secure payment of any such obligations by mortgage; pledge; deed; indenture; agreement; or other instrument of trust, or by any other lien upon assignment of, or agreement in regard to all or any part of the property, rights, or privileges of the corporation wherever situated, whether now owned or hereafter to be acquired.
- (d) To invest and reinvest its funds in stock, common or preferred; bonds, debentures, mortgages, or in such other securities and property, real and personal; as it shall deem advisable, subject to the limitations and conditions contained in any bequest; devise; grant or gift, provided such limitations and conditions are not in conflict with the provisions of the 501(c) (3) of the Internal Revenue of 1986, and applicable regulations thereunder, as they now exist or as they may be amended.

#### **ARTICLE IV** **Manner of Election**

The corporation shall have no members and shall be governed exclusively by its Board of 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.

#### **ARTICLE V** **Initial Board of Directors**

Name/title: Evangelist Annette J. Brown    Address: 6677 Restlawn Drive Jacksonville, Florida 32208

#### **ARTICLE VI** **Initial Registered Office and Agent**

The initial registered office of this Corporation shall be located at 6677 Restlawn Drive Jacksonville, Florida 32208. The initial registered agent of the Corporation at that address shall be Annette J. Brown. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Incorporation.

#### **ARTICLE VII** **Incorporator**

Annette J. Brown    Address: 6677 Restlawn Drive Jacksonville, Florida 32208

#### **ARTICLE VIII** **Bylaws**

Except as otherwise provided by law, the power to adopt, alter, amend, or repeal the Bylaws shall be vested in the Board of Directors.

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**ARTICLE IX**  
**Indemnification**

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all its directors, employees and agents, and former directors, officers, employees and agents from and against all liabilities and obligations, including attorneys' fees, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such except for willful misconduct or gross negligence.

**ARTICLE X**  
**Amendment**

Amendments 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 XI**  
**Headings and Captions**

The headings or captions of these various Articles are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various Articles shall not be influenced by any of said headings or captions.

**ARTICLE XII**  
**Dissolution**

In the event of dissolution of this Corporation, or in the event it shall cease to carry out the objects and purpose herein set forth, all of the business; property and assets of the Corporation shall be distributed to a nonprofit corporation qualifying as an exempt organization under the provisions of Sections of 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any superseding statute thereof, as the Directors of the Corporation may select and designate; and in no event shall assets of said property, in the event of dissolution thereof go or be distributed or contributed by such directors, for any such purpose. Any of such assets not disposed of shall be disposed by the District Court of the County in which the principle 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 purpose.

**ARTICLE XIII**  
**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 be managed under the direction of a Board of Directors. This Corporation may adopt an advisory board who shall have no voting privileges or liability, but shall exist for the sole purpose of providing advice for the benefit of this Corporation. The Corporation reserves the right to retain any legal accounting and professional services to insure accountability and integrity in its business affairs.

## **ARTICLE XIV**

### **Conduct of Business**

Notwithstanding any other provisions of these Articles to the contrary herein, in the conduct of the affairs of the Corporation:

- a. The Corporation shall neither have nor exercise any power, nor engage directly in any activity that would invalidate its status:
  1. As a corporation which is exempt from income taxation, as an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law); or
  2. As a corporation, whose contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law).
- b. The property of the corporation is irrevocably dedicated to religious, educational and charitable purposes, and no part of the net earnings of the corporation shall inure to the benefit of or be distributed to its members, directors, officers or other private persons; except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered pertinent to it and to make payments and distributions in furtherance of the purposes set forth in these Articles.
- c. No substantial part of the activities of the Corporation shall consist or carry on propaganda, or otherwise attempting to influence legislature; nor shall it in any manner or to any extent, participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office; nor shall the corporation engage in activities that are unlawful under applicable federal, state or local laws.
- d. The corporation shall not:
  1. Operate for the purpose of carrying on a trade or business profit;
  2. Accumulate income, invest income, or divert income in a manner endangering its exempt status; or except to an insubstantial degree, engage in any activity, or exercise any powers that are not in furtherance of the purposes of the corporation.

The corporation's operations are to be conducted principally in the United States of America; the corporation may conduct operations in foreign countries, subject however, to the laws of the State of Florida.