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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

FB

JUL 21 2009

God's Calling Gospel Holiness Church Inc.

God's Calling Gospel Holiness
Church Inc.,
2261 NW 58th Street Miami,
Florida 33142

Phone: 305-634-7659
FAX: 305-634-1224
e-mail: bishopjones49@hotmail.com

Tuesday, July 14, 2009

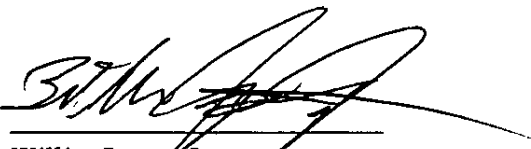
Department of State
Division Of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Dear Ladies or Gentlemen

Please find enclosed check in the amount of \$ 43.75 for the Article of Incorporation for Tuesday, July 14, 2009. M & M FOUNDATION CORPORATION EIN #26-3843025.

If possible please expedite processing these document for other documents are pending, waiting on the return of these paper. In advance I greatly appreciate your corporation.

Please forward all documents to ,2261 NW 58 Street, Miami, Florida 33142; in care of Willie Jones.



Willie James Jones

M & M FOUNDATION CORPORATION
EIN #26-3843025

ARTICLES OF AMENDMENT

To

ARTICLES OF INCORPORATION
Of
M & M FOUNDATION CORPORATION
EIN #26-3843025

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

SEE ATTACHED

SECOND: The date of adoption of the amendment(s) was: July 14, 2009


THIRD: Adoption of Amendment (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.

M & M FOUNDATION CORPORATION.

Corporation Name



Signature of Chairman Vice Chairman. President or other officer

Willie Jones

Typed or printed name

Director
Title

July 13 2009
Date

M & M FOUNDATION CORPORATION
EIN #26-3843025

AMENDMENT OF ARTICLE

Purpose

This corporation is formed to engage in any lawful act or activity for which a corporation may be organized under the Business Corporation Law, provided that it is not formed to engage in any act or activity requiring the consent or approval of any state official, department, board, agency or other body.

The purpose of the corporation shall be: to cultivate, promote, promulgate and extend, educational and charitable works, such as drug rehabilitation counseling and facilities, feeding program for the elderly, and women in distress counseling; to teach and help people of all race, creed and color by ways of media; to adopt, and establish By-laws, and management of its affairs, in accordance with the law and not inconsistent with these Articles of incorporation; take, manage and dispose of property, real and personal, buy and sell of the Corporation. To borrow money contract debt, and lease bonds, notes and debentures, and secure payments or performance of its obligations. To do all acts necessary or expedient for the administration of the affairs and attainment of the purpose of the corporation, including e.g., the establishment of schools, seminars, youth center, etc. oriented to organizational principles. Building and establishing business enterprises, the profits from which, will be used to further the development of the corporations basic goals and objectives. To assist in the processing of funds for the purpose of retaining businesses in our community. To purchase businesses that might be headed for demise for the purpose of reinvigorating those business and providing additional employment opportunities to our community. To own and operate educational enterprises for the purpose of training individuals and retaining good quality employees for the business in our community. To establish churches, crusades, schools and other institutions connected with a Christian, religious, educational, charitable and benevolent character to the end that all people may be instructed counseled, guided and challenged, concerning the doctrines of Conduct and life taught in, the Holy Bible; To operate as a community development corporation within our stated catchment area. Being able to service, setup, operate in foreign and domestic, national and international, { global } boundaries.

The Corporation shall have the power either directly or in directly, either alone or in conjunction or cooperation with others, to do any and all lawful acts and things and engage in any and all lawful activities which may be necessary, useful, suitable, desirable or proper for the furtherance, accomplishment fostering, or attainment of any or all of the purposes for which the corporation is organized, and to aid or assist other entities to accomplish organization whose activities are such as to further, accomplish, foster, buying property or attain any of such purpose Notwithstanding any thing herein to the contrary, the corporation exempt purposes of organization set fourth in section 501 (c)(3) of the internal Revenue Code.

This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. The corporation is organized under the Nonprofit Public Benefit Corporation Law, for charitable and educational purposes to aid the poor and disadvantaged individuals and families towards a life of self-sufficiency, The programs will consist of but shall not be limited to: Seminars, Outreach Advocacy Programs for the Homeless and Disadvantaged, Health Care, Housing, Employment, Warfare Reform, Literacy. Counseling, Temporary Shelter, Teenage Pregnancy, Job Training, Job Placement, and Acquisition. Substance Abuse Awareness and Prevention, Tutoring, AIDS Awareness, Elderly Care and other programs to aid those in need. To set up Television and radio talk shows through the way of the media, and bringing musician together in form of worship and praises. Substance Abuse Awareness and Abortion Prevention and not limited to.

Notwithstanding any other provisions of these articles the corporation shall not carry on any other activity not permitted to carry on (1) by corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of (2) by a corporation contribution to which a deductible under Section 170(c)(2) of the Internal Revenue Code.

Upon dissolution of the Corporation, the Board of Directors shall. after paying or making provisions for the payment of all the liabilities of the Corporation. No person, firm, or corporation shall ever receive any dividends or profit from the undertakings of this corporation; and upon dissolution of this corporation, assets shall be distributed

M & M FOUNDATION CORPORATION
EIN #26-3843025

for one or more exempt purpose within the meaning of section 501 (c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, or shall be distributed to the Federal, State or local government for public purpose, Any such assets not so disposed of shall be disposed of by the Court of Common Pleas, of the county in Which the principal office of the corporation is then located, exclusively for such purposes

ADD DIRECTORS

Michael Cunningham
3525 172 Terrace
Miami, Garden, Florida 33056

Willie J. Jones
2261 NW 58th Street
Miami, Florida 33142

Kenson Baptiste
238 NW 48th Street
Miami, Florida 33127

David Allen
3311 NW 172 Terrace
Miami Garden, Florida 33056

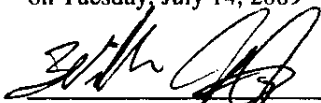
CONFLICT OF INTEREST

Section 10.1 Conflict Of Interest Any director, officer, or key employee who has an interest in a contract, salary negotiation, or other transaction presented to the Board or a committee there of for authorization, approval, or ratification shall make a prompt and full disclosure of his interest to the Board or committee prior to its acting on such contract or transaction. Such disclosure shall include any relevant and material facts known to such person about the contract or transaction which might reasonably be construed to be adverse to the corporation's interest.

The body to which such disclosure is made shall thereupon determine, by a vote of seventy-five (75%) of the votes entitled to vote, whether the disclosure shows that a conflict of interest exists or can reasonably be construed to exist. If a conflict is deemed to exist, such person shall not vote on, nor use his personal influence on, nor participate (other than to present factual information or to respond to questions) in, the discussions or deliberations with respect to such contract or transaction. Such person may be counted in determining whether a quorum is present but may not be counted when the Board of Directors or a committee of the Board takes action on the transaction. The minutes of the meeting shall reflect the disclosure made, the vote thereon and, where applicable, the abstention from voting and participation, and whether a quorum was present.

The foregoing Amendments adopted by the organizers of this corporation on July 14, 2009 and unanimously approved by its Board of Directors, The Organization's by-laws does require vote of members for adoption of amendments.

IN WITNESS WHEREOF, the undersigned officers of this corporation have executed these Article of Amendment on Tuesday, July 14, 2009


Willie J. Jones, Director