

N 09000008541

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

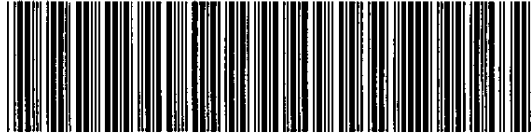
Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Robbie Mc Claddre
gave permission to
correct manner of Adoption
& title Amended Art.
DC
9-22-09

Office Use Only



700160812947

09/21/09--01051--016 **52.50

FILED
09 SEP 21 AM 11:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amended
Art.
of Incorp.
09-22-09
DC

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: LAMB OF GOD MINISTRY A MACCLADDIE FOUND

DOCUMENT NUMBER: N09000008541

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

Please return all correspondence concerning this matter to the following:

ROBBIE MCCLADDIE

Name of Contact Person

LAMB OF GOD MINISTRY

Firm/ Company

132 ROSEBANK ROAD

Address

DAYTONA BEACH, FL 32114

City/ State and Zip Code

robbiemccladdie@gmail.com

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

For further information concerning this matter, please call:

ROBBIE MCCLADDIE

Name of Contact Person

at (386) 274-7626

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

AMENDED

Nonstock

**ARTICLES OF INCORPORATION
OF**

Non-profit

Lamb of God Ministry A McCladdie Foundation, Inc

**ARTICLE I
NAME**

The name of this corporation is LAMB OF GOD MINISTRY A MCCLADDIE FOUNDATION, INC.

**ARTICLE II
REGISTERED OFFICE AND AGENT**

The address of the registered office in the State of Florida is 132 ROSEBANK ROAD Daytona Beach, Fl 32114, in the County of Volusia. The Registered Agent in charge thereof is ROBBIE MCCLADDIE.

**ARTICLE III
PURPOSE**

The nature of the business and the objects and purposes proposed to be transacted, promoted and carried on are any and all the things herein mentioned, as fully and to the same extent as natural persons might or could do, and in any part of the world. This is a non-stock, nonprofit corporation.

The purpose of the corporation is to engage in any lawful act or activity for which nonprofit corporations may be organized under the General Corporation Law of Florida. This corporation is organized as a private operating non-profit exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (C) (3) of the Internal Revenue Code of 1954, to wit:

1. To establish a fund for the making of scholarships to students of St. Timothy Learning Center consistent with such policies and requirements as shall be established by St. Timothy Learning Center from time to time and approved by the Board of Directors of the corporation.
2. To create, organize and administer ongoing solicitation and fundraising projects and campaigns of various kinds and descriptions to support charitable, faith based and educational causes.
3. To develop, organize and operate programs and activities which advance, extend and continue the charitable work, concerns and interests of Lamb of God Ministry

The corporation shall not engage in any act of self-dealing, as defined in Section 4941 (d) of the Internal Revenue Code, which would give rise to any liability for the tax imposed by Section 4941 of the Internal Revenue Code.

The corporation shall not retain any excess business holdings, as defined in Section 4943 (c) of the Internal Revenue Code, which would give rise to any liability for the tax imposed by Section 4943 of the Internal Revenue Code.

FILED
09 SEP 21 AM 11:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Nonstock

AMENDED
ARTICLES OF INCORPORATION
OF
Lamb of God Ministry A McCladdie Foundation, Inc

Non-profit

The corporation shall not make any investments that would jeopardize the carrying out of any of the exempt purposes of the corporation, within the meaning of Section 4944 of the Internal Revenue Code, so as to give rise to any liability for the tax imposed by Section 4944 of the Internal Revenue Code.

The corporation shall not make any taxable expenditures, as defined in Section 4945 (d) of the Internal Revenue Code, which would give rise to any liability for the tax imposed by Section 4945 of the Internal Revenue Code.

ARTICLE IV
CAPITAL STOCK

The corporation shall not have any capital stock and the conditions of members shall be as stated in the bylaws.

ARTICLE V
INCORPORATORS

The name and mailing address of the incorporator is:

Robbie McCladdie
132 Rosebank Rd
Daytona Beach, Fl 32114

ARTICLE VI
POWERS OF INCORPORATORS

The powers of the incorporators are to terminate upon filing of the articles of incorporation, and the names and mailing addresses of the persons who are to serve as directors until their successors are elected at the first meeting of the members.

ARTICLE VII
BOARD OF DIRECTORS

The activities and affairs of the corporation shall be managed by a Board of Directors. The number of directors shall constitute the whole board and shall be not less than 3 but no more than 11 directors. The first Board of Directors shall serve for two years after which the BOD shall hold elections annually. At least three but no more than Eleven (11) directors shall be elected by the members once annually in a manner provided in the bylaws. If at any time the number of directors shall be less than three (3), for any reason,

AMENDED
ARTICLES OF INCORPORATION
OF

Lamb of God Ministry A McCladdie Foundation, Inc

either by death, resignation or termination, the remaining directors shall nominate and elect directors to increase the number to three (3) directors.

The directors are the members of the corporation and shall be so required by the bylaws. The Board of Directors shall be elected by a majority vote of the members at the annual meeting of the corporation from the nominees submitted by the then current Board of Directors. This annual meeting is to be held on such date as the bylaws shall provide, and shall hold office until their successors are respectively elected and qualified.

The bylaws shall specify the number of directors necessary to constitute a quorum. The Board of Directors may, by resolution or resolutions passed by a majority of the whole Board of Directors, designate one or more committees which, to the extent provided in said resolution or resolutions, or in the bylaws of the corporation, shall have and may exercise all the power of the Board of Directors in the management of such activities and affairs of the corporation as shall be assigned to such committee or committees. They may further have the power to authorize the seal of the corporation to be affixed to all papers which may require it. Such committee or committees shall have such name or names as may be stated in the bylaws of the corporation or as may be determined from time to time by resolution adopted by the Board of Directors.

The directors of the corporation, if the bylaws so provide, may be classified as to term of office. The corporation may elect such officers as the bylaws may specify subject to the provisions of the Statutes, who shall have titles and exercise such duties as the bylaws may provide. The Board of Directors is expressly authorized to make, alter, or repeal the bylaws of this corporation. This corporation may in its bylaws confer powers upon its Board of Directors in addition to the foregoing, and in addition to the powers and authorities expressly conferred upon them by the Statutes. This is true, provided that the Board of Directors shall not exercise any power of authority conferred herein or by the Statute upon the members.

The names and addresses of the initial directors are:

1. ROBBIE MCCLADDIE
132 ROSEBANK ROAD
DAYTONA BEACH, FL 32114
2. SHARON JAMES
213 COLLEGE PARK DR
DAYTONA BEACH, FL 32114
3. COL. WILLIE MCCLADDIE III
9700 BENT BROOK DR
MONTGOMERY, ALA, 36117
4. MARGARET MCCLADDIE

Nonstock

AMENDED
ARTICLES OF INCORPORATION
OF

Non-profit

Lamb of God Ministry A McCladdie Foundation, Inc

741 ELLEN ST
DAYTONA BEACH, FL 32114

ARTICLE VIII
MEMBERS

The members of the corporation shall be the members of the Board of Directors. An annual meeting of the members shall be held at such location as the Board of Directors shall provide for the purpose of electing a Board of Directors, approving amendments to these articles of incorporation, and such other business as shall come before the meeting, consistent with the bylaws of the corporation. Members may hold such other meetings as they deem necessary as provided in the bylaws of the corporation.

ARTICLE IX
NET EARNINGS

The corporation shall distribute for the purposes specified herein for each taxable year amounts at least sufficient to avoid any liability for the tax imposed by Section 4942 of the Internal Revenue Code.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to, its members, directors, officer or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. No substantial part of the activities of the corporation shall consist of the carrying on of propaganda, or otherwise attempting to intervene in any public policy, including the publishing or distribution of statements related thereto. The corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE X
DISSOLUTION

Upon dissolution of the corporation the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purpose of the corporation in such manner or to such organization or organizations operated exclusively for charitable educational, religious or scientific purposes as shall at the time qualify as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Law) as the Board of Directors shall determine.

Nonstock

AMENDED
ARTICLES OF INCORPORATION
OF

Non-profit

Lamb of God Ministry A McCladdie Foundation, Inc

Any such assets 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 or to such organization or organizations, as said County shall determine, which are organized and operated exclusively for such designated purposes..

ARTICLE XI
AMENDMENTS

The corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed in the bylaws, consistent with Statue, and consistent with all rights conferred upon members herein.

ARTICLE XII
LIABILITY OF DIRECTORS

Directors of the corporation shall not be liable to either the duties unless the breach involves: (1) a director's duty of loyalty to the corporation; (2) acts or omissions not in good faith or which involve intentional misconduct to a knowing violation of law; and (3) a transactions from which the director derived an improper personal benefit.

WE, THE UNDERSIGNED, being each of the incorporators hereinbefore named, for the purpose of forming a nonprofit corporation pursuant to the Florida Corporation Code, as amended, do may this certificate, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set our and this 31 day of SEPT, 2009.



ROBBIE MCCLADDIE

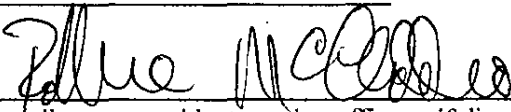
The date of each amendment(s) adoption: SEPTEMBER 1, 2009

Effective date if applicable: SEPTEMBER 1, 2009
(date of adoption is required)
(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 SEPTEMBER 1, 2009

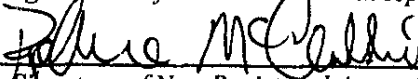
Signature 
(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

ROBBIE MCCLADDIE
(Typed or printed name of person signing)

PRESIDENT
(Title of person signing)

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