

N10000005449

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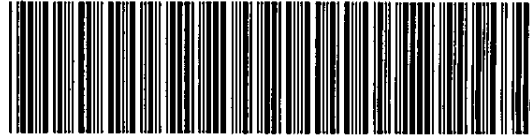
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APR 07 2014
C. CARROTHERS

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: The Lord's Church & Master's Academy

DOCUMENT NUMBER: N10000005449

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

Please return all correspondence concerning this matter to the following:

Mary Colson Clayton

(Name of Contact Person)

Masters Preparatory Academy

(Firm/ Company)

1110 Rich Bay Road

(Address)

Havana, FL 32333

(City/ State and Zip Code)

headmasterclayton@gmail.com

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

For further information concerning this matter, please call:

Mary Colson Clayton

(Name of Contact Person)

850

at ()

590-3770

(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

OK \$106

☐ \$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

The Lord's Church & Master's Academy

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

N10000005449

(Document Number of Corporation (if known))

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

Masters Community Empowerment Services, Inc

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)

N/A

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

Post Office Box 3256

Tallahassee, FL

32315-3256

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:

N/A

(Florida street address)

New Registered Office Address:

(City)

, Florida

(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

(Attach additional sheets, if necessary)

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Example:

Address

6) _____ Change _____
 _____ Add _____
 Remove _____

ARTICLES OF INCORPORATION

Pursuant to the laws of the State of Florida and the undersigned majority of whom are citizens of the United States, do hereby submit these Articles of Incorporation for the purpose of forming a nonprofit corporation.

ARTICLE 1- Name

The name of the corporation is *Masters Community Empowerment Services, Inc.*

ARTICLE 2- Existence

The corporation shall have perpetual existence.

ARTICLE 3- Effective Date

The effective date of incorporation shall be: June 7, 2010

ARTICLE 4- Members

The corporation shall have members (students, clients, parents, boosters, & volunteers)

ARTICLE 5- Type of Corporation

The corporation is a *Non-profit, Charitable, Educational Corporation*

ARTICLE 6- Registered Agent and Office

The name of the initial registered agent is:

Charita Hope Demps, ESQ.

550 Myrtle Street,

Perry, FL 32347

ARTICLE 7- Principal Office

The corporation has a principal office at

1110 Rich Bay Road

County of Gadsden

Havana, FL 32304

ARTICLE 8-Mailing Address:

Post Office Box 3256

Tallahassee, FL 32315

ARTICLE 9- Directors

The corporation's directors are as follows:

Mary Colson Clayton, 1105 Cuerno Street, Tallahassee, FL 32304

Michael Landrum, 40 Cascade Falls Way, Havana, FL 32333

Carolyn C. Demps, 550 Myrtle Street, Perry, FL 32347

Chester H. Demps, 550 Myrtle Street, Perry, FL 32347

Jillian N. Ardley, 2035 Woodbern Way, Tallahassee, FL 32304

Jessie Colson-Clayton, 1105 Cuerno Street, Tallahassee, FL 32304

Teresa W. Womble, 8817 Pembroke Court, North, Tallahassee, FL 32311

Charita Hope Demps, ESQ., 550 Myrtle Street, Perry, FL 32347

ARTICLE 10- Indemnification:

The corporation does indemnify any directors, officers, employees, incorporators, and members of the corporation from any liability regarding the corporation and the affairs of the corporation, unless the person fraudulently and intentionally violated the law and/or maliciously conducted acts to damage and/or defraud the corporation, or as otherwise provided under applicable statute.

ARTICLE 11- Purpose

The purpose of the corporation is exclusively for charitable, educational, and community service purposes, including the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the internal revenue code, or the corresponding section of any future federal tax code and herein stated. As a service to the community in which we live, ***Masters Community Empowerment Services, Inc.*** exists to...

- ***Improve communities by empowering its citizens through education and training in character, ethics, community service, and leadership.***
- ***Provide orderly and highly disciplined learning environments where children, adolescents, teens, and adults may receive superior educational services*** from skilled, trained and properly certified teachers.
- ***Provide free or low-cost educational afterschool and summer programs*** where character, ethics, community service, and leadership are the core principles modeled and taught in every course and every program...
- ***Operate a preparatory school aimed at grooming adolescents for success in high school; thus improving their chances of acceptance to and high achievement in college.***
 - ❖ ***Providing well-rounded educational experiences*** that include direct instruction, exploration, experimentation, and opportunities to participate in art, music, communications technology, community service, and leadership training.
 - ❖ ***Teaching and modeling*** appropriate social skills needed for success throughout one's life.
 - ❖ ***Using the arts and technology to teach and empower learners*** academically, culturally, physically and economically; also *teaching the arts* as a means of positive self-expression, developing discipline, and enhancing cultural awareness and appreciation throughout one's life.
 - ❖ ***Promoting, encouraging, and training parents to become actively involved in the education of their children*** (especially as demonstrated by parent assistance and/or supervision of home study, participation in parent-teacher conferences and other school activities).
- ***Provide adult literacy courses and GED tutorial programs as well as provide community forums, seminars and workshops*** related to economic empowerment, civic responsibility, neighborhood improvement, employability preparation, and entrepreneurship.

ARTICLE 12 - Prohibited Activities

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, 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 in Article 11. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE 13 - Distributions upon Dissolution

Upon the dissolution of the corporation, after paying or making provisions for the payment of all the legal liabilities of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c) (3) of the Internal Revenue Code, or the 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 so disposed of shall be disposed of by a court of competent jurisdiction 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 court shall determine which are organized and operated exclusively for such purposes.

The date of each amendment(s) adoption: March 24, 2015, if other than the date this document was signed.

Effective date if applicable: April 1, 2015
(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 March 24, 2015
Signature Mary Colson Clayton
(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)

Mary Colson Clayton
(Typed or printed name of person signing)
President
(Title of person signing)