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14 NOV -14 PM 1:06

Amend/cus
@ 10 11.17.14

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: PASSIONATE HEART MINISTRIES, INC.

DOCUMENT NUMBER: N1200000 1780

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

Please return all correspondence concerning this matter to the following:

Sonya F. Young
(Name of Contact Person)

PASSIONATE HEART MINISTRIES, INC.
(Firm/ Company)

522 S. HUNT CLUB BLVD, # 536
(Address)

APOPKA, FL 32703
(City/ State and Zip Code)

PASSIONATEHEARTMINISTRIES@GMAIL.COM
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Sonya F. Young at (352) 431-4150
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|--|---|---|--|
| <input type="checkbox"/> \$35 Filing Fee | <input checked="" type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$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

FILED
SECRETARY OF STATE
CORPORATIONS
14 NOV -4 PM 1:06

PASSIONATE HEART MINISTRIES, INC.

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

N12000001780

(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:

A. If amending name, enter the new name of the corporation:

N/A

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)

PASSIONATE HEART MINISTRIES, INC.

522 S. HUNT CLUB BLVD, #536

APOPKA, FL 32703

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

PASSIONATE HEART MINISTRIES, INC.

522 S. HUNT CLUB BLVD, #536

APOPKA, FL 32703

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.

N/A

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

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.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input checked="" type="checkbox"/> Change	<u>N/A</u>		
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
2) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
3) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
4) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
5) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
6) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

PLEASE SEE ATTACHED FOR full AMENDED ARTICLES.

ADDITIONS -

ARTICLE IX - DURATION

ARTICLE X - POWERS

ARTICLE XI - MEETINGS

ARTICLE XII - DISSOLUTION

Articles of Incorporation

(Amended)

OF

PASSIONATE HEART MINISTRIES INC.

The undersigned citizens of the United States, desiring to form a not for profit Corporation under the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, certify and acknowledge the following:

ARTICLE I. NAME

The name of the Corporation Not for Profit shall be
PASSIONATE HEART MINISTRIES INC. ("Corporation").

ARTICLE II. PRINCIPAL OFFICE & MAILING ADDRESS

The principle place of business address is:
522 S. Hunt Club Blvd. # 536
Apopka, Fl 32703

The mailing address of the corporation is:
522 S. Hunt Club Blvd. # 536
Apopka, Fl 32703

ARTICLE III. PURPOSE

Passionate Heart Ministries Inc. is organized exclusively for charitable purposes under section 501(c)(3). Specifically the mission of Passionate Heart Ministries Inc. is to positively influence the lives of the needy through charitable activities that support education, food programs, youth mentoring initiatives and other assistance that will help to build future leaders who will spread the gospel of Jesus Christ.

ARTICLE IV. ELECTION OF CORPORATE OFFICERS

The manner in which Corporate Officers/Directors are elected or appointed is:
As provided for in the By Laws.

ARTICLE V. REGISTERED AGENT

The name and Florida Street address of the registered agent is:

PASCALE J VINCENT
2650 MIGLIARA LANE
OCOE, FL 34761

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: PASCALE J VINCENT

ARTICLE VI. INCORPORATORS

The name and Florida Street address of the incorporator is:

PASCALE J VINCENT
2650 MIGLIARA LANE
OCOE, FL 34761

Electronic Signature of Incorporator: PASCALE J VINCENT

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as proved for in s. 817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

ARTICLE VII. OFFICERS AND/OR DIRECTORS

This corporation shall have directors and officers. The eligibility, rights and obligations of the directors and officers will be determined by the organization's bylaws. The management of the affairs of the corporation shall be vested in a board of directors, as defined by the corporation's bylaws. No director shall have any right, title, or interest in or to any property of the corporation. The number of directors constituting the initial board of directors is six (6); their names and addresses are as follows:

Martine J Menard, 1325 Branch Hill Court, Apopka, FL 32712, DP
Aracely Robledo, 406 Clemson Drive, Altamonte Springs, FL 32714, DVP
Geannina Hiraldo, 514 Bluff Pass Drive, Eustis, FL 32726, DT
Griselda Payne, 1450 Ellen Lane, Apopka FL 32712
Roy Miller, 7 W Newell Street, Winter Garden, FL 34787
Marie Mirville, PO Box 160142, Altamonte Springs, FL 32716

Members of the initial board of directors shall serve until the first annual meeting, at which their successors will be duly elected and qualified, or removed as provided in the bylaws.

ARTICLE VIII. EFFECTIVE DATE

The original effective date for this corporation shall be:
02/10/2012

ARTICLE IX. DURATION

The duration of the Corporation shall be perpetual.

ARTICLE X. POWERS

The powers of the Corporation shall be provided in the bylaws of the Corporation in accordance with Chapter 617, Florida Statutes with the following limitations within the meaning of §501(c)(3) of the Internal Revenue Code, as may amended:

1. 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 interests. However, the Corporation shall be authorized and empowered to pay a reasonable flat salary for services rendered by its employees and to make payments and other distributions in furtherance of the purposes set forth in Article IV.

2. Only an insubstantial amount of the activities of the Corporation shall be in furtherance of a purpose not set forth in Article IV.

3. Only an insubstantial amount of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, within the meaning of §501(c)(3) of the Internal Revenue Code, as may be amended, unless the Corporation elects the provisions of § 501(h) of the Internal Revenue Code, as may amended.

4. In no event shall the Corporation have the power to participate in, or intervene in, including the publishing or distributing of statements, any political campaign on behalf of, or in opposition to, any candidate for public office, all within the meaning of § 501(c)(3) of the Internal Revenue Code, as may be amended.

5. In the event the Corporation chooses to litigate, using its own staff attorneys on behalf of its members or other clients, the Corporation shall comply with the guidelines provided within Revenue Procedure 92-59, 1992-2 C.B. 411-12, as may be amended, superseded or modified. The bylaws of the Corporation shall adopt these provisions accordingly.

ARTICLE XI. MEETINGS

1.) After incorporation, the appropriate members of the Corporation shall hold an organizational meeting in accordance with Chapter 617, Florida Statutes, as amended.

2.) The board of directors of the Corporation may participate in a regular or special meeting by, or conduct the meeting through, the use of any means of communication which allows all directors participating to simultaneously hear one another. A director participating in such a meeting is deemed present at the meeting. In the alternative, the

board of directors may take actions through signed e-mail communications or conference call provided all board members agree.

ARTICLE XII. DISSOLUTION

Upon dissolution and upon payment or adequate discharge of all liabilities and obligations, the assets of the Corporation shall be distributed for one or more exempt purposes to a not for profit organization that provides assistance to the needy or supports leadership initiatives of youth within the meaning of § 501(c)(3) of the Internal Revenue Code, as amended, or shall be distributed to a State or the Federal government for a public purpose. No part of the assets or the net earnings, current or accumulated, of the Corporation shall inure to the benefit of a private individual.

The date of each amendment(s) adoption: 5/24/12, if other than the date this document was signed.

Effective date if applicable: 11/3/14
(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 10/28/14

Signature Sonya F. Young
(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)

Sonya F. Young
(Typed or printed name of person signing)
Chief Operating Officer (COO)
(Title of person signing)