

1712000003224

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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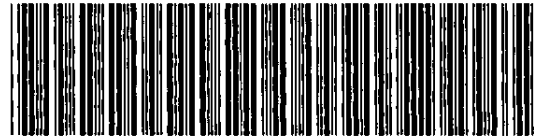
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APR 02 2013
T. LEMIEUX

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Engage Ministry Center, Inc

DOCUMENT NUMBER: N12000003224

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

Please return all correspondence concerning this matter to the following:

Jacki Farley

(Name of Contact Person)

Engage Ministry Center

(Firm/ Company)

P.O. Box 121237

(Address)

Clermont, FL 34712

(City/ State and Zip Code)

jacki@emcpeople.com

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

For further information concerning this matter, please call:

Jacki Farley

(Name of Contact Person)

at (352) 250-8166

(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

Engage Ministry Center, Inc.

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

N12000003224

(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:

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**)

C. Enter new mailing address, if applicable:

(Mailing address **MAY BE A POST OFFICE BOX**)

P.O. Box 121237

Clermont, FL 34712

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: James Tegelhutter

4456 Harts Cove Drive

(Florida street address)

New Registered Office Address:

Clermont

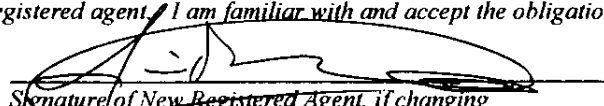
(City)

Florida 34711

(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

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TALLAHASSEE, FLORIDA

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 type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	<u>P</u>	<u>Chris Gingrasso</u>	<u>1091 Glenraven Ln</u> <u>Clermont, FL 34711</u>
2) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>P</u>	<u>James Tegelhutter</u>	<u>4456 Harts Cove Dr</u> <u>Clermont, FL 34711</u>
3) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	<u>S</u>	<u>Danny Hobbs</u>	<u>3113 Southlake Dr</u> <u>Kelseyville, CA 95451</u>
4) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	<u>T</u>	<u>Heather Gingrasso</u>	<u>1091 Glenraven Ln</u> <u>Clermont, FL 34711</u>
5) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	<u>B</u>	<u>Bobby Hamilton</u>	<u>1605 Stanley Russ Rd</u> <u>Conway, AR 72034</u>
6) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>VP</u>	<u>Vincent Correale</u>	<u>4010 Beacon Ridge Dr</u> <u>Clermont, FL 34711</u>

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

Add T Jacquelyn A Farley 1716 Bella Lago Drive, Clermont, FL 34711

Add S Monique Tegelhutter 4456 Harts Cove Dr, Clermont, FL 34711

Complete articles attached.

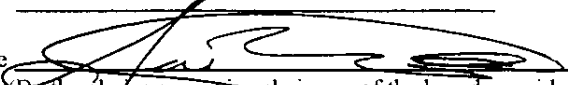
The date of each amendment(s) adoption: 01/23/2013
02/18/2013

Effective date if applicable: _____
(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 03/28/2013

Signature 
(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)

James Tegelhutter

(Typed or printed name of person signing)

President

(Title of person signing)

ARTICLES OF INCORPORATION OF
Engage Ministry Center, Inc. (EMC)
(Under chapter 617 of the Florida Statutes)

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I: NAME AND ADDRESS

The name of the corporation shall be Engage Ministry Center, Inc. and its principle place of business address shall be: 821 W. Minneola Ave. Clermont, FL 34711.

ARTICLE II: PURPOSE

The Church is formed for any lawful purpose or purposes not expressly prohibited, (Under chapter 617 of the Florida Statutes). The Church is organized and shall be operated exclusively for religious, charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Notwithstanding the foregoing, the Church's purposes also include the limited participation of the Church in any other activities, including taxable activities, but only to the extent the activities would be permitted by a tax-exempt organization. More particularly, but without limitation, the purposes of this Church are:

- (a) To promote the Christian religion by any appropriate form of expression, within any available medium, and in any location, through the Church's combined or separate formation, of a church, ministry, charity, school, or eleemosynary institution, without limitation.
- (b) To minister the Word of God by ministering through worship services, within the community, and through all forms of mass media;
- (c) To conduct a local and international church by the direction of the Lord Jesus Christ and under the leadership of the Holy Spirit in accordance with all the provisions as set forth in the Bible.
- (d) To promote and encourage cooperation with nonprofit religious organizations ministering within the community.
- (e) To ordain, employ and discharge ordained ministers of the Gospel, and others, to conduct and carry on divine services at the place of worship of the Church, and elsewhere.
- (f) To collect and disburse any and all necessary funds for the maintenance of said Church and the accomplishment of its purpose within the State of Florida and elsewhere.
- (g) To make distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 as amended.
- (h) This Church is also organized to promote, encourage, and foster any other similar religious, charitable and educational activities; to accept, hold, invest, reinvest and administer any gifts, legacies, bequests, devises, funds and property of any sort or nature, and to use, expend, or donate the income or principal thereof for, and to devote the same to, the foregoing purposes of the Church; and to do any and all lawful acts and things which may be necessary, useful, suitable, or proper for the furtherance of accomplishment of the purposes of this Church. Provided, however, no act may be

performed which would violate Section 501(c)(3) of the Internal Revenue Code of 1986, as it now exists or as it may hereafter be amended.

ARTICLE III: MEMBERSHIP

The membership of this corporation shall be comprised of all persons names herein as subscribers, directors and officers to these Articles of Incorporations, and membership in the corporation shall at all times be open to other persons who shall be interested in the furtherance of the purposes of the corporation. The conditions and regulations of membership and the rights and other privileges of the classes of membership shall be determined and fixed by the By-Laws of this corporation. The manner of admission to membership shall be defined in the By-Laws.

ARTICLE IV: TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE V: CORPORATE SUBSCRIBERS

The names and addresses of those persons subscribing to the Articles of Incorporation are as follows:

Jim Tegelhutter, President: 4456 Harts Cove Way, Clermont, FL 34711
Vinny Correale, Vice President: 4010 Beacon Ridge Drive, Clermont, FL 34711
Monique Tegelhutter, Secretary: 4456 Harts Cove Way, Clermont, FL 34711
Jacki Farley, Treasurer: 1716 Bella Lago Drive, Clermont, FL 34711

ARTICLE VI: BY-LAWS

By-Laws of the corporation are to be made, altered or rescinded upon a two-thirds vote of the membership present at any regular business meeting, or at any special meeting called for that purpose, after due written notice to all members of the church. The by-laws of the church set forth the method for electing officers of the church. This method is subject to change based on a two-thirds vote of the membership as noted above.

ARTICLE VII: AMENDMENTS

These Article of Incorporation may be altered, changed, or amended by two-thirds vote of the membership of the church present at any regular business meeting called for that purpose, provided that proper notice has been given and that such proposed alterations, changes, or amendments have been submitted in writing to the membership for their consideration at a regular meeting prior to their adoption. When approved by a two-thirds vote of the membership present at such meeting, the said changes, alterations or amendments to the Articles of Incorporation must also be forwarded to the Secretary of State and filed and approved by that office before same shall become effective.

ARTICLE VIII: NON-STOCK CORPORATION

The corporation shall be non-stock and no dividends net earnings, or pecuniary profits shall be declared, distributed to or inured to the benefit of any member, director or officer of this corporation.

ARTICLE IX: DISSOLUTION

Upon dissolution, all of the remaining assets and property of the Foundation shall after necessary expenses thereof be distributed to such organizations as shall qualify under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or to another organization to be used in such manner as in the judgment of a Judge of the Circuit Court of the County in which the principal office of the Foundation is located or pursuant to any other method authorized by Statute or substantive law of the State of Florida which will best accomplish the general purposes for which this Foundation was formed.

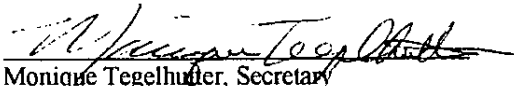
ARTICLE X : ADDRESS

The initial address of this corporation and the office of registered agent's office of this corporation in the State of FL is : 821 W. Minneola Ave Clermont, FL 34711. The initial registered agent of said corporation shall be: James Tegelhutter.

IN WITNESS WHEREOF, we the undersigned subscribers, have hereunto set our hands and seals this 18th day of February, 2013.


James Tegelhutter, President

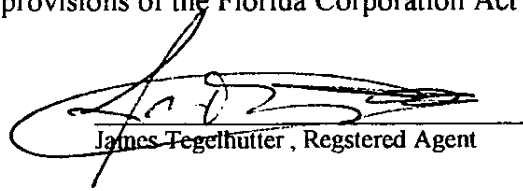

Vinny Corrales, Vice President


Monique Tegelhutter, Secretary


Jacki Farley, Treasurer

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent to accept service of process for the above named corporation, at the place designed in these Articles, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida Corporation Act and Florida Statute 48.091 relative to keeping open an office.


James Tegelhutter, Registered Agent

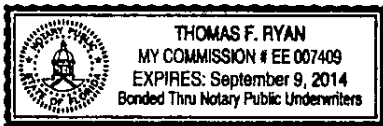
2/18/2013
Date

STATE OF FLORIDA
COUNTY OF LAKE

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State and County aforesaid to administer oaths, personally appeared, James Tegelhutter, to me well known to be the persons described in and who executed the foregoing Articles of Incorporation as subscribers, and they acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State last aforesaid, this 18th day of February, 2013.

Thomas F. Ryan 2/18/2013



**Minutes of the Board of Directors
Engage Ministry Center
January 23, 2013**

Present:

Jim Tegelhutter
Monique Tegelhutter
Vinny Correale
Jacki Farley

1. Meeting called to order at 7:45 p.m. by Jim Tegelhutter; seconded by Vinny Correale
2. Meeting opened with prayer by Jim Tegelhutter
3. Proper notice was given and all members are in attendance
4. Motion to announce/accept new board members
 - a. President: Jim Tegelhutter
 - b. Vice President: Vinny Correale
 - c. Secretary: Monique Tegelhutter
 - d. Treasurer: Jacki FarleyMotion Seconded by Monique Tegelhutter and unanimously approved
5. Motion to accept resignations of prior board members
 - a. Chris Gingrasso
 - b. Heather Gingrasso
 - c. Dan Hobbs
 - d. Bobby HamiltonMotion Seconded by Jacki Farley and unanimously approved
6. Motion by Jim Tegelhutter that Heather Gingrasso will be acting as Convenience Signer until March 1, 2013 or until training and transfer of financial duties to Jacki Farley be completed, whichever is first. Termination of duties and compensation for Heather Gingrasso will be terminated no later than March 1, 2013; Motion seconded by Vinny Correale and unanimously approved.
7. Jim Tegelhutter made motion for next board meeting to be March 6th, 2013 at 7:00 p.m. for review of corporate by-laws.; Seconded by Vinny Correale and unanimously approved.
8. Jacki Farley motioned to close board meeting at 8:00 p.m.; Seconded by Jim Tegelhutter and unanimously approved.

With no further business, it was resolved that all items and documents were examined by all directors and are approved and adopted, and that all actions taken thus far have been ratified and approved by the directors of the Corporation.

Signature: _____	Date: 1/29/13
Signature: _____	Date: 1/29/13
Signature: _____	Date: 1/29/13
Signature: _____	Date: 1/29/13