

N120000005604

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

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11/05/12--01017--014 **43.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 NOV 27 PM 2:57

Amend

NOV 28 2012

T. BROWN

Winters & King, Inc.

Thomas J. Winters
Michael J. King
Wesley R. Carter
Karen L. King
Jerry L. Gunter
Ronald M. Fraley
S. Greg Pittman
Ted Nelson
Jamie Fryer

Attorneys and Counselors at Law
2448 East 81st Street - Suite 5900
Tulsa, Oklahoma 74137-4259

Telephone
(918) 494-6868
Fax
(918) 491-6297

October 24, 2012

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
PO BOX 6327
TALLAHASSEE, FL 32314

RE: Articles of Amendment

Dear Sir or Madam:

Enclosed you will find duplicate original copies of the Articles of Amendment to Articles of Incorporation for CALLING MINISTRY, INC. Also enclosed is a check for \$43.75 for the filing fee.

Please review the Articles of Amendment and if they meet with your approval, file the same and return a copy to my office, conformed as of the date of filing.

If you have any questions, please do not hesitate to contact me or my secretary, Libby Banks.

Kindest regards,



WRC/lab
Enclosures

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: CALLING MINISTRY, INC.

DOCUMENT NUMBER: N12000005604

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

Please return all correspondence concerning this matter to the following:

LIBBY BANKS

(Name of Contact Person)

WINTERS & KING, INC.

(Firm/ Company)

2448 E 81ST ST, STE 5900

(Address)

TULSA, OK 74137-4259

(City/ State and Zip Code)

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

For further information concerning this matter, please call:

LIBBY BANKS

(Name of Contact Person)

at (**918**) **494-6868**

(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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 7, 2012

WESLEY R CARTER
WINTERS & KING, INC.
2448 E 81ST STREET STE 5900
TULSA, OK 74137-4259

SUBJECT: CALLING MINISTRY, INC.
Ref. Number: N12000005604

We have received your document for CALLING MINISTRY, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please include the exhibit(s) referred to in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Teresa Brown
Regulatory Specialist II

Letter Number: 912A00027095

Articles of Amendment
to
Articles of Incorporation
of

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 NOV 27 PM 2:57

CALLING MINISTRY, INC.

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

N12000005604

(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**)

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: _____

(Florida street address)

New Registered Office Address:

_____, Florida _____
(City) (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

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:

☒ Change	<u>PT</u>	<u>John Doe</u>
☒ Remove	<u>V</u>	<u>Mike Jones</u>
☒ 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) ☐ Change	_____	_____	_____
☐ Add			_____
☐ Remove			_____
2) ☐ Change	_____	_____	_____
☐ Add			_____
☐ Remove			_____
3) ☐ Change	_____	_____	_____
☐ Add			_____
☐ Remove			_____
4) ☐ Change	_____	_____	_____
☐ Add			_____
☐ Remove			_____
5) ☐ Change	_____	_____	_____
☐ Add			_____
☐ Remove			_____
6) ☐ Change	_____	_____	_____
☐ Add			_____
☐ Remove			_____



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 7, 2012

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WINTERS & KING, INC.
2448 E 81ST STREET STE 5900
TULSA, OK 74137-4259

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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**)

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:

(Florida street address)

New Registered Office Address:

_____, Florida _____
(City) (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

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.

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Example:

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☒ 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) ☐ Change	_____	_____	_____
☐ Add			_____
☐ Remove			_____
2) ☐ Change	_____	_____	_____
☐ Add			_____
☐ Remove			_____
3) ☐ Change	_____	_____	_____
☐ Add			_____
☐ Remove			_____
4) ☐ Change	_____	_____	_____
☐ Add			_____
☐ Remove			_____
5) ☐ Change	_____	_____	_____
☐ Add			_____
☐ Remove			_____
6) ☐ Change	_____	_____	_____
☐ Add			_____
☐ Remove			_____

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

PLEASE SEE ATTACHED EXHIBIT A

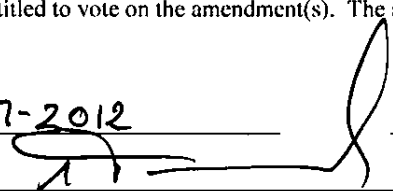
The date of each amendment(s) adoption: 10-17-2012

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 10-17-2012

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)

Siegfried Tomaszewski

(Typed or printed name of person signing)

- President -

(Title of person signing)

EXHIBIT "A"

REPLACE ARTICLE III - PURPOSE WITH:

This nonprofit corporation is organized and operated exclusively for religious, charitable, 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, or the corresponding section of any future federal tax code. Specifically, this corporation shall operate as a Religious Ministry.

REPLACE ARTICLE IV - MANNER IN WHICH THE DIRECTORS ARE ELECTED OR APPOINTED WITH:

The Board of Directors shall conduct all the business of the corporation and shall be the only voting members of the corporation, except as otherwise specifically provided in the Bylaws. The number of directors, the qualifications of members and directors, and the manner of their admission shall be as set forth in the Bylaws.

REPLACE ARTICLE V - INITIAL OFFICER AND /OR DIRECTORS FIRST PARAGRAPH WITH:

The name and street address of the initial Officer(s) are:

PRESIDENT: Siegfried Tomazsewski, 274 Coralwood Court, Kissimmee, FL 34743

VICE-PRESIDENT: Terry L. Howell, 2508 Chapala Drive, Kissimmee, FL 34746

TREASURER: John-Daniel Manneck, 6255 Marlberry Drive, Orlando, FL 32819

SECRETARY: Marquette Jackson, 3419 Windy Wood Drive, Orlando, FL 32812

The name and street address of the initial Board of Directors are:

Siegfried Tomazsewski, 274 Coralwood Court, Kissimmee, FL 34743

Terry L. Howell, 2508 Chapala Drive, Kissimmee, FL 34746

John-Daniel Manneck, 6255 Marlberry Drive, Orlando, FL 32819

Marquette Jackson, 3419 Windy Wood Drive, Orlando, FL 32812

Inge Tomazewski, 274 Coralwood Court, Kissimmee, FL 34743

REPLACE ARTICLE VII - INDEMNIFICATION WITH: The private property of the directors and members shall be non-assessable and shall not be subject to the payment of any corporate debts, nor shall the trustees or members of the corporation become individually or corporately liable or responsible for any debts or liabilities of the corporation.

REPLACE ARTICLE IX - AMENDMENT WITH:

These Articles may be amended at any regular meeting of the Board of Directors, or at a special meeting called for that purpose, by a two-thirds (2/3) majority.

ADD ARTICLE XI

(a) 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 hereof.

(b) 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 any candidate for public office.

(c) Notwithstanding any other provision of these articles, the corporation shall not carry on any other 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, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

(d) Upon dissolution 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 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 the court of 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.