

N13000011258

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

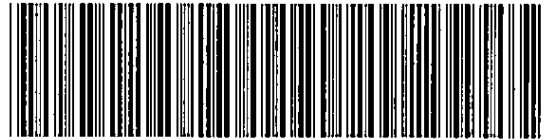
☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies

Certificates of Status



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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
19 JUL 15 PM 3:59

*Amend  
E  
Registered  
Att.*

Special Instructions to Filing Officer:

*Rev. Dr. Elizabeth  
Torres  
gave permission  
to correct document.*

Office Use Only

*DC  
07/15/19*

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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

June 25, 2019

REV. DR. ELIZABETH TORRES  
975 CR 621 E  
LAKE PLACID, FL 33852

SUBJECT: OASIS ADONAI, INC.  
Ref. Number: N13000011258

We have received your document for OASIS ADONAI, INC. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The form you submitted is for a PROFIT CORPORATION, but your entity is a NOT FOR PROFIT CORPORATION. Please complete and return the enclosed blank form(s).

Amendments for nonprofit corporations are filed in compliance with section 617.1006, Florida Statutes. Please see the attached information.

We are enclosing the proper form(s) with instructions for your convenience.

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.

Catherine M Wood  
Regulatory Specialist II

Letter Number: 419A00012869

7/31/19



## Oasis Adonai, Inc

975 Cr 621 East  
Lake Placid, FL 33852

June 11, 2019

Department of State  
Division of Corporation  
PO Box 6327  
Tallahassee, FL 32314

**RE: Amendments and Adding to Articles of Incorporation for:  
Oasis Adonai, Inc, Lake Placid, FL  
A Florida Not for Profit Corporation  
Document # N13000011258**

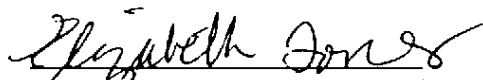
Dear Sir/Madam:

Enclosed please find the following documents.

- \*Amendment to Articles of Incorporation for Oasis Adonai, Inc
- \*Incorporation Filing Fee
- \*In the amount of \$52.50 payable to Florida Department of State.

Please consider the above documents our official changes filing for the incorporation.

Truly yours,

  
Agent (Rev. Dr. Elizabeth Torres)

COVER LETTER

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Oasis Adonai, Inc.

DOCUMENT NUMBER: N13000011258

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

Please return all correspondence concerning this matter to the following:

Rev. Dr. Elizabeth Torres  
(Name of Contact Person)

OASIS Adonai, Inc.  
(Firm/ Company)

975 OR 621 East.  
(Address)

Lake Placid, FL 33852  
(City/ State and Zip Code)

oasisadonairetreat@gmail.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Rev. Dr. Elizabeth Torres at 239- 872- 6148  
(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 type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>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

our share of responsibility and the privilege of propagating the gospel of Jesus Christ by all available means, both at home and in foreign lands; we whose names appear upon the of the "Oasis Adonai, Inc" as of the day of this signing, do hereby recognize ourselves as the official General Counsel of Oasis Adonai, Inc, Lake Placid, FL. To counsel and minister to children, youth, families, marriages under the doctrine of the Holy Bible in directing them to have a relationship with their Lord and Savior Jesus Christ in obtaining a health of wholeness in mind, body and spirit and being whole. Providing a place of worship for its members, who shall be members in good standing of the Oasis Adonai, Inc Lake Placid, FL and to conduct the affairs of the congregation according to the rules and regulations of the Oasis Adonai, Inc, Lake Placid, FL specifically the General Assembly Minutes of the Oasis Adonai, FL; to promote the cause of Christianity in accordance with the teachings, tenets and customs of the Holy Scriptures uphold by Oasis Adonai, Lake Placid, FL.

To receive, administer, disburse and/or invest gifts, and request gifts by or from any persons or corporations and other funds for the benefit of the congregation and the Oasis Adonai, Inc, Lake Placid, FL;

To build, construct, erect and maintain mission stations and mission churches, pastor's home and such other houses or equipment as the corporation may desire for carrying on its work all in accordance with the General Assembly Minutes of the Oasis Adonai, Lake Placid, FL.

#### **Article IV (Remains the same)**

##### **Directors Elected or Appointed**

The manner in which directors are elected or appointed is:

As provided for in the Bylaws

#### **Article V (Remains the same)**

##### **Initial Registered Office and Agent**

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

Elizabeth Torres

32 Meadowlake Cir N (Change of Address)

Lake Placid, FL 33852

### **Article VI (Remain the same)**

The name and address of the incorporator is:

James H. Forrester, CPA CFP

1429 Colonial Blvd

Suite 201

Fort Myers, FL 33907

Electronic Signature of Incorporator: James H. Forrester, CPA CFP (signed on 01/14/2014)

**See original Articles of Incorporation**

### **Article VII (Amend)**

#### Officers and Directors

The officers and directors of the corporation is/are:

Title: Senior Pastor/President **(Initial)**

Rev. Dr. Noel Torres

32 Meadowlake Cir N.

Lake Placid, FL 33852

Title: Senior Pastor/ Vice President **(Initial)**

Rev. Dr. Elizabeth Torres

32 Meadowlake Cir N.

Lake Placid, FL 33852

Title: Elder/ Counselor **(Added see Annual Report)**

Janet Rivera

916 SE 33 Terr

Cape Coral, FL 33904

Title: Secretary/Treasurer **(Added see Annual Report)**

Luzmari Hernandez-Torres

32 Meadowlake Cir. N.

Lake Placid, FL 33852

Title: Mentor **(Added)**

Rev. Angel L. Rios

707 Willard Rd

Lehigh Acres, FL 33872

### **Article VIII (Amend)**

#### Term

Effective date for this corporation shall be: 01/01/2014. The corporation shall exist perpetually until dissolved by due process of law. Should this corporation cease to exist as a legal entity and its charter be terminated, title to all its property automatically shall become vested in Oasis Adonai, Inc, Lake Placid, FL. In the same manner as it holds title to any other property.

### **Article IX (Remains the same)**

#### Dedication

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 III and as permitted by Section 5019c)(3).

### **Article X (Remains the same)**

#### Distribution of Assets

In the event of liquidation, dissolution, termination or winding up of the corporation, the corporation's property shall not be conveyed to any organization created or operate for profit or to any individual for less than the fair market value of such property, and all assets remaining after the payment of the corporation's debts shall be conveyed or distributed only to an organization or organizations created and operated for nonprofit purposes similar to those of the corporation and qualified as exempt under section 501(c)(3) of the Code. The organization(s) to receive such property and any conditions imposed on the use thereof shall be designated by the officers of the corporation consistent with the purposes of the corporation.

### **Article XI (Add)**

#### Corporate Powers

The corporation shall have all of the powers conferred by the Florida Not for Profit Corporation Act, Chapter 617, Florida Statutes, which are necessary, incidental, or convenient to the purposes of the corporations as herein stated.

## **Article XII(Add)**

### **Management of Corporate Affairs**

Board of Directors. The powers of the corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The corporation shall have two (2) Director (s) initially. The number of Directors of the corporation may be increased and diminished from time to time by the Bylaws of the corporation.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of Members at which time an election Directors shall be held.

Directors elected at the first annual meeting, and at all times, thereafter, shall serve for a term of two years or until the first annual meeting of Members following the election of Directors and until the qualification of the successors in office. Annual meetings shall be held at the principal office of the corporation or at such place or places as the Board of Directors may designate from time to time of resolution.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting if two-thirds (2/3) of Members of the Board shall individually or collectively consent in writing to such action. Such written consent of consents shall be filed with the minutes of the proceedings of the Board and any such action by written consent shall have the same force and effect as if taken by unanimous vote of Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of two-thirds 2/3 of the Board of Directors without a meeting and that the Articles of Incorporation and Bylaws of the corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

b) Corporate Officers. The Board of Directors shall elect the following officers: President, Vice President, Treasurer, and Secretary and such other Officers as the Bylaws of the corporation may authorize, from time to time, the Directors to elect. Initially, such Officers shall be elected at the first meeting of the Board of Directors.



### **Article XIII (Add)**

#### **Indemnification**

Every person who now is or hereinafter shall be a Director or Officer of the corporation shall be indemnified by the corporation against all costs and expenses (including counsel fees) hereafter reasonably incurred by or imposed upon him in connection with , or resulting from, any action, suit or proceedings of whatever nature, to which he/she is or shall be made a party by reason of his being or having been a Director or Officer of the corporation (whether or not he is a Director or Officer of the corporation at the time he is made party to such action, suit or proceeding, or at the time such cost or expense is incurred by or imposed upon him) except in relation to matters as to which he shall be finally adjudged in such action, suit or proceeding to have been derelict in the performance of his duties as such Director or Officer. The right of indemnification herein provided should not be exclusive of other rights to which any such person may now or hereafter be entitled to as a matter of law.

### **Article XIV (Add)**

#### **Membership**

The membership of the corporation shall consist of all persons in good standing hereinafter named as Directors and all other persons as, from time to time thereafter, may be received into membership in accordance with the Bylaws and General Assembly Minutes of the Oasis Adonai, Inc, Lake Placid, FL, as they now exist or may be amended from time to time. However, neither the incorporators nor the members of the corporation shall have any vested right, interest, or privilege of in or to the assets, functions, affairs or franchises of this corporation, or any right, interest or privilege which may be inheritable, or shall continue after his membership ceases in the a forenamed corporation. This corporation shall not have the power to buy, mortgage, sell, encumber or deed or dispose of any property which it may acquire, without the consent or the direction of a two-thirds (2/3) majority vote of the members, or its successor.

### **Article XV (Add)**

#### **Bylaws**

The Board of Directors of the corporation shall conduct business under the Bylaws of the corporation in order to carry out its purposes as such Directors may deem necessary from time to time. Upon notice properly given, the Bylaws may be amended, altered or rescinded by the Official Board of Directors. Then at a member's business meeting called for that purpose, be approved by two-thirds 2/3 vote of the members present at any regular or special meeting called for that purpose, subject to any limitations set forth in the Florida Not for Profit Corporation act concerning corporate action that must be authorized or approved by Members of the corporation, provided that the proposed amendment does not conflict with these Articles of Incorporation and is in accord with the General Assembly Minutes of the Oasis Adonai, Inc, Lake Placid, FL, as the same now exists or may be amended thereafter from time to time.

### **Article XVI (Add)**

#### **Amendments to Articles of Incorporation**

An amendment to these Articles of Incorporation may be processed by any Member of the corporation, but such amendment may be adopted only after receiving an affirmative vote of two-thirds (2/3) of the Board of Directors and an affirmative vote of a majority of the members of the Corporation, provided that the proposed amendment does not conflict with these Articles of Incorporation and is in accord with the General Assembly Minutes for the Oasis Adonai, Inc., Lake Placid, FL, as the same now exist or may be amended thereafter from time to time.

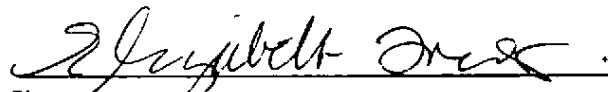
### **Acceptance by Registered Agent**

Having been named Registered Agent and designated to accept service of purpose for the above stated Corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provision of all statutes relative to the proper and complete performance of my duties.

The amendments were adopted by the members and the number of votes cast for the amendments were sufficient for approval. The amendment was adopted on March 3, 2019.

Dated this 11 day of June, 2019.

Effective Date 03/03/2019.

  
\_\_\_\_\_

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 the fiduciary)

Elizabeth Torres

Printed name of person signing

Registered Agent/ Senior Pastor-Vice President

Title