

N14623

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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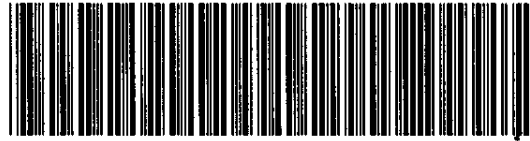
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
14 FEB 10 PM 12:25

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: New St. Lewis Missionary Baptist Church, Inc.

DOCUMENT NUMBER: N14623

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

Please return all correspondence concerning this matter to the following:

Pastor Josephus Bynum, Jr.

(Name of Contact Person)

New St. Lewis MB Church, Inc.

(Firm/ Company)

3961 W. Silver Springs Blvd

(Address)

Ocala, Florida 34482

(City/ State and Zip Code)

grayjoebyn@aol.com

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

For further information concerning this matter, please call:

Josephus Bynum Jr.

(Name of Contact Person)

at ( 352 ) 875-6378

(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 checked="" 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

Articles of Amendment  
to  
Articles of Incorporation  
of

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

New St. Lewis Missionary Baptist Church, Inc.

14 FEB 10 PM 12:25

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

N14623

(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)

N/A

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

N/A

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

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 checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>PCEODTR</u>	<u>Josephus Bynum, Jr.</u>	<u>7121 SW 103rd Street Road</u> <u>Ocala, FL 34476</u>
2) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>VDTR</u>	<u>Nathaniel Mulkey, Jr.</u>	<u>324 NE 26th Avenue</u> <u>Ocala, FL 34470</u>
3) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>SDTR</u>	<u>Carolyn Farmer</u>	<u>15404 Thoroughbred Lane</u> <u>Montverde, FL 34756</u>
4) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>TDTR</u>	<u>Clifford Bess</u>	<u>13415 SW 4th Place</u> <u>Ocala, FL 34481</u>
5) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>DTR</u>	<u>Rosalyn Murray</u>	<u>6274 NW 61st Lane</u> <u>Ocala, FL 34482</u>
6) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u></u>	<u>n/a</u>	<u></u> <u></u> <u></u>

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

1. **ARTICLE II, NATURE OF BUSINESS is amended to read:**
  - a) This is a non-profit corporation, organized exclusively for religious, educational, scientific and charitable purposes, including such purposes, the making of distributions to organizations that qualify as exempt organizations pursuant to the Florida Corporations Not for Profit law set forth in Section 617 of the Florida Statutes 501© (3) of the Internal Revenue Code of 1986, as amended.
  - b) It is formed to develop an organization under which a congregation of individuals who believe in Jesus Christ can meet, facilitate ministries, and spread the gospel of Jesus Christ into the community and throughout the world. The focus of New St. Lewis Missionary Baptist Church, Inc. is to advance religious principles.
  - c) The purpose of this church shall be to glorify the Lord Jesus Christ, and thus, God the Father through obedience to the Word of God and the worship of the triune Godhead. To that end the church will execute the Great Commission in the preaching of the gospel for the purpose of making disciples, baptizing the same in the name of the Father, the Son, and the Holy Spirit, and teaching them to observe all things the Lord has commanded by proclaiming the whole counsel of God. Other provisions may be found in the Bylaws.
  - d) Any and all changes to the Articles of Incorporation will be submitted in writing over the signature of the current Pastor/President of the Church/Corporation.
2. **ARTICLE III, MEMBERSHIP is changed to read:** The qualifications of members of said corporation shall be those persons who (a) have a regenerate heart, (b) who have made an outward confession of faith in Jesus Christ, (c) have received baptism, and (d) have accepted and lead a Christian life. The status of a member in "good standings" with the church will conform to the corporation and its bylaws. In order to vote on issues concerning the Church/Corporation, members must be in good standing with the Church in accordance with written church policies and rules.
3. **ARTICLE V, TRUSTEES is changed to read:** The Corporation shall have as its directing board of directors trustees of not less than five (5) in number. The number of Trustees may be increased or decreased at any time by the Bylaws, but the number of trustees shall never be less than five. All Trustees are elected and appointed by the Church as provided in the Bylaws. The trustees of the corporation as elected by members of the corporation are Josephus Bynum, Jr. (Pastor/President/CEO), Nathaniel Mulkey, Jr (Vice President), Carolyn Farmer (Secretary), Clifford Bess (Treasurer/Director), and Rosalyn Murray (Director).

**4. ARTICLE VII, DUTIES OF TRUSTEES is changed to read:**

- a) The term of office for Trustees shall not exceed three (3) consecutive years, elected to office by the members of the Corporation, except for the Pastor-President. Election will occur during the annual end of year business meeting of the church, sooner if circumstances deem it necessary. Trustees may serve the church as a trustee for more years if he/she choose and are in good standing with the Church. Unless a trustee's term of office is terminated as provided in these Articles or Bylaws, each trustee shall continue until a successor shall have been elected as herein provided and shall have assumed responsibilities of the office.
- b) All trustees must be members of the church in good standing and should have some business experience and or skills that may benefit them in the performance of their duties. The trustees of the corporation shall ensure the title and deed to the church property is duly secured and its location shall at all times be known by all members of the trustees, the church clerk and the church Pastor, and they must have access to same.

**5. Article VIII, DURATION (added): The term of existence of the corporation is perpetual.**

**6. ARTICLE IX, BOARD OF DIRECTORS/TRUSTEES (added):**

- a) The named and duly elected trustees and officers of the corporation shall be the Corporation's Board of Directors. The legal affairs of the church shall be managed by the Board of Directors whose members shall have a fiduciary obligation to the church. All authority not herein vested in the Board of Directors pursuant to these Articles of Incorporation or Bylaws is reserved in and to the church.
- b) The Chairman/President /CEO of the Board of Directors shall preside at all meetings of the Board of Directors and shall perform such other duties and have such other powers as the Chairman of the Board may from time to time prescribe. The office of the Chairman of the Board shall be held by the same single person as the CEO/President (Pastor). In the event the Chairman of the Board should become unable for any reason to continue in the office of the Chairman of the Board, the Vice President shall assume this position until a successor President (Pastor) has been called/elected by the Church.
- c) The Board of Directors and other Officers shall be elected or appointed in accordance with the Bylaws wherein not provided by these Articles of Incorporation. Vacancies shall be filled as provided by the Bylaws. Any such Board member so elected by the Church may be removed by the Church at any time whenever in their judgment the best interests of the Church will thereby be served. Any Director's office shall become vacant when the holder dies, resigns, no longer a member of the Church, removed from such office by the Church.
- d) The names of the Board of Directors of this corporation are as follows: Josephus Bynum, Jr., Nathaniel Mulkey, Jr., Carolyn Farmer, Clifford Bess and Rosalyn Murray.

- e) Meetings of the Board of Directors may be held at such place and time as determined by the President (Pastor)/CEO/Chairman of the Board. A regular meeting of the Board of Directors will be held at a minimum annually and special meetings may be called when deemed necessary.
- f) The Board of Directors may only indebted the Church to that which the corporation has adopted and approved at a regular or special meeting by a 2/3 vote of those present and voting in good standing as detailed in the bylaws. Once approved the President (Pastor)/CEO/Chairman of the Board has the authority to sign documents obligating the church to said indebtedness.

## **7. ARTICLE X, CORPORATE OFFICERS**

- a) Pastor/President/CEO/Chairman. The offices of President/CEO/Chairman and Pastor shall be held by the same person. The President (Pastor) shall be the Chief Executive Officer of the Corporation, having general and active management powers of the business of the Corporation and shall see that all orders and resolutions of the Board of Directors are carried into effect. The President (Pastor) shall at all times simultaneously occupy the office of the Chairman of the Board of Directors. In addition to his duties as Pastor, the President's only other authority in the capacity of President shall be the power to execute in behalf of the Church instruments requiring execution by the Church when the execution thereof has been authorized as provided in these Articles of Incorporation and Bylaws.
- b) Vice President. The office of Vice President and Chairman of the Trustees shall be held by the same person. A person other than the Trustee Chairman can hold the office of vice president. The vice president shall have the power to perform the duties of the President upon the death, absence, or resignation of the President or upon his inability to perform the duties of his office until such time a successor has been called/elected by the Church.
- c) Secretary. The office of Secretary shall be held by any Director and is authorized to perform the functions of a Secretary. This person may not be a Deacon but must be a member of the Church.
- d) The following persons shall serve as corporate officers:

President	<u>Josephus Bynum, Jr.</u>
Vice President	<u>Nathaniel Mulkey, Jr.</u>
Secretary	<u>Carolyn Farmer</u>
Treasurer	<u>Clifford Bess</u>

- e) Treasurer: The Treasurer shall have charge and custody of and be responsible for all funds and securities of the corporation, and in general perform all of the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him by the President or by the Board of Directors and Trustees.

- f) Compensation. The officers provided for in Number 4 of Article X, shall receive no salary or compensation for services as officers.
8. **ARTICLE XI, ASSETS AND BENEFITS, (added):** No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the nature of business clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation and the organization 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. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501c(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170c(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.
9. **ARTICLE XII, DISSOLUTION (added).** Upon the dissolution or final liquidation of the Corporation, the Board of Directors shall, after the payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religions or scientific purposes as shall qualify as an exempt corporation or organization under section 501c(3) of the Internal Revenue Code, as amended, and as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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.
10. **ARTICLE XIII, AMENDMENT OF ARTICLES.** The Articles of Incorporation and the church's bylaws may be altered, amended, or repealed, and new bylaws may be proposed by a resolution by the Board of Directors and presented to a quorum of members for their vote in the manner set forth in the Bylaws of this corporation. At least seven (7) days written advance notice of a meeting called for the purpose of altering, amending or repealing the church's bylaws or article of incorporation shall be given to each member of the Board of Directors. The church reserve the right to amend, supplement or revoke, in whole or in part, these Articles.

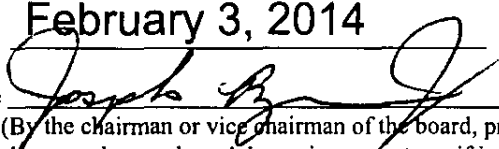


The date of each amendment(s) adoption: February 2, 2014, if other than the date this document was signed.

Effective date if applicable: February 2, 2014  
(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 February 3, 2014  
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)

Josephus Bynum, Jr.

(Typed or printed name of person signing)

Pastor/President

(Title of person signing)