

N16000005901

Florida Department of State
Division of Corporations
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COR AMND/RESTATE/CORRECT OR O/D RESIGN
LIGHTKEEPERS INTERNATIONAL INC.

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TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

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NAME OF CORPORATION: LIGHTKEEPERS INTERNATIONAL INC.

DOCUMENT NUMBER: NI6000005901

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

Please return all correspondence concerning this matter to the following:

Kimberly D. Nachtwey

(Name of Contact Person)

Lightkeepers International, Inc.

(Firm/ Company)

13639 Allamanda Circle

(Address)

Port Charlotte, Florida 33981

(City/ State and Zip Code)

knachtwey@honeylake.clinic

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

For further information concerning this matter, please call:

Kimberly D. Nachtwey

954

205-0505

at

(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 checked="" type="checkbox"/> \$35 Filing Fee | <input 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) |
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Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

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**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
LIGHTKEEPERS INTERNATIONAL INC.
A FLORIDA NON-PROFIT CORPORATION**

**ARTICLE I
NAME**

The name of this corporation shall be LIGHTKEEPERS INTERNATIONAL INC. (sometimes referred to herein as the or this "Corporation").

**ARTICLE II
DURATION**

The period of duration of the Corporation is perpetual.

**ARTICLE III
PURPOSE**

3.01 Purpose

LIGHTKEEPERS INTERNATIONAL INC. is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The purpose of this Corporation is to create an international intercessory prayer movement for people struggling with mental health and substance abuse as well as to glorify Christ by delivering education about the Bible's application to our daily functioning to help individuals, and for all other related, qualified and legal purposes.

3.02 Non-Profit

LIGHTKEEPERS INTERNATIONAL INC. is designated as a non-profit corporation.

**ARTICLE IV
NON-PROFIT NATURE**

4.01 Non-profit Nature

The Corporation is organized exclusively for charitable and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations

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under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. 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 the purpose clause hereof.

Notwithstanding any other provision of this document, the Corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The Corporation is not organized and shall not be operated for the private gain of any person. The property of the Corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the Corporation shall inure to the benefit of, or be distributed to any individual. The Corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

4.02 Personal Liability

No officer or director of the Corporation shall be personally liable for the debts or obligations of the Corporation of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of the Corporation.

4.03 Dissolution

Upon termination or dissolution of the Corporation, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the Corporation hereunder shall be selected by the discretion of a majority of the managing body (being the Board of Directors) of the Corporation and if its members or Directors as applicable cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the Corporation by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

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In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to the Corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

4.04 Prohibited Distributions

No part of the net earnings or properties of the Corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its directors, officers or other private person or individual, 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, Section 3.01.

4.05 Restricted Activities

No substantial part of the Corporation's activities shall be the carrying on for propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

4.06 Prohibited Activities

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on: (i) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE V BOARD OF DIRECTORS

5.01 Governance

The Corporation shall be governed by its Board of Directors.

5.02 Current Directors

The current Directors of the Corporation are:

DAVID S. HOSKINS
13639 Allamanda Circle
Port Charlotte, Florida 33981

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STEPHEN O. ABURIME
1290 NW Honey Lake Road
Greenville, Florida 32331

KARL G. BENZIO, JR.
1290 NW Honey Lake Road
Greenville, Florida 32331

KIMBERLY D. NACHTWEY
13639 Allamanda Circle
Port Charlotte, Florida 33981

5.02 Current Officers

The current officers of the Corporation are:

President:
DAVID S. HOSKINS
13639 Allamanda Circle
Port Charlotte, Florida 33981

Treasurer:
STEPHEN O. ABURIME
1290 NW Honey Lake Road
Greenville, Florida 32331

Secretary:
KIMBERLY D. NACHTWEY
13639 Allamanda Circle
Port Charlotte, Florida 33981

ARTICLE VI MEMBERSHIP

The Corporation shall have no members. The management of the affairs of the Corporation shall be vested in its Board of Directors.

ARTICLE VII AMENDMENTS

Any amendment to the Articles of Incorporation may be adopted by approval of a majority of the Board of Directors.

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**ARTICLE VIII
ADDRESSES OF THE CORPORATION**

The principle place of business for the Corporation is located at:

Lightkeepers International Inc.
1290 NW Honey Lake Road
Greenville, Florida 32331

The mailing address of the Corporation is:

Lightkeepers International Inc.
13639 Allamanda Circle
Port Charlotte, FL 33981

**ARTICLE IX
APPOINTMENT OF REGISTERED AGENT**

The registered agent of the Corporation is and shall be:

Kimberly D. Nachtwey
13639 Allamanda Circle
Port Charlotte, FL 33981

**ARTICLE X
INCORPORATOR**

The incorporator of the Corporation was:

Kimberly D. Nachtwey
13639 Allamanda Circle
Port Charlotte, FL 33981

**CERTIFICATE OF ADOPTION OF AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

The undersigned Directors of the Corporation, constituting all of the Directors, have adopted and hereby adopt these Amended and Restated Articles of Incorporation, and affirm that the facts stated herein are true. We are aware that false information submitted in a document to the State of Florida constitutes a third degree felony as provided for in Section 817.155, Florida Statutes. We understand the requirement to file an annual report with the State of Florida every year to maintain "active" status.

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IN WITNESS WHEREOF, the undersigned Directors, Officers and Incorporator have hereunto set their hands and seals this 5th day of December, 2019.


KIMBERLY D. NACHTWEY
Incorporator, Secretary and Director

STATE OF FLORIDA
COUNTY OF Madison

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State and County named above to take acknowledgments, personally appeared KIMBERLY D. NACHTWEY, before me known to be the person described as the Incorporator and a Director in, and who executed the foregoing Amended and Restated Articles of Incorporation, and acknowledged before me that she subscribed to these Amended and Restated Articles of Incorporation.

WITNESS my hand official seal in the County and State named above this 5th day of December 2019.


Notary Public

My Commission Expires:



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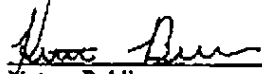
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DAVID S. HOSKINS
President and Director

STATE OF FLORIDA
COUNTY OF Madison

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State and County named above to take acknowledgments, personally appeared DAVID S. HOSKINS, before me known to be the person described as the Incorporator and a Director in, and who executed the foregoing Amended and Restated Articles of Incorporation, and acknowledged before me that he subscribed to these Amended and Restated Articles of Incorporation.

WITNESS my hand official seal in the County and State named above this 5th day of December, 2019.

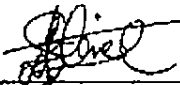

Notary Public

My Commission Expires:



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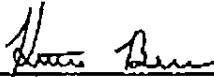
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STEPHEN O. ABURIME
Treasurer and Director

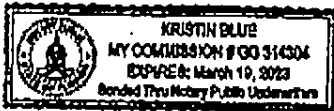
STATE OF FLORIDA
COUNTY OF Madison

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State and County named above to take acknowledgments, personally appeared STEPHEN O. ABURIME, before me known to be the person described as the Incorporator and a Director in, and who executed the foregoing Amended and Restated Articles of Incorporation, and acknowledged before me that he subscribed to these Amended and Restated Articles of Incorporation.

WITNESS my hand official seal in the County and State named above this 5 day of December, 2019.



Notary Public

My Commission Expires:



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KARL G. BENZIO, JR.
Director

STATE OF FLORIDA
COUNTY OF Madison

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State and County named above to take acknowledgments, personally appeared KARL G. BENZIO, JR., before me known to be the person described as the Incorporator and a Director in, and who executed the foregoing Amended and Restated Articles of Incorporation, and acknowledged before me that he subscribed to these Amended and Restated Articles of Incorporation.

WITNESS my hand official seal in the County and State named above this 5 day of December, 2019.


Notary Public

My Commission Expires:



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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OR PROCESS WITHIN FLORIDA, NAMING REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH FLA. STAT. 48.091, THE FOLLOWING IS SUBMITTED:

LIGHTKEEPERS INTERNATIONAL INC., TO ORGANIZE OR QUALIFY UNDER THE LAWS OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 13639 ALLAMANDA CIRCLE, PORT CHARLOTTE, FL 33981, HAS NAMED KIMBERLY D. NACHTWEY, WHOSE PHYSICAL ADDRESS IS 13639 ALLAMANDA CIRCLE, PORT CHARLOTTE, FL 33981, AND WHOSE MAILING ADDRESS IS 13639 ALLAMANDA CIRCLE, PORT CHARLOTTE, FL 33981, AS ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.



DAVID S. HOSKINS
PRESIDENT

Dated: December 5th, 2019

HAVING BEEN NAMED REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF THAT POSITION, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.



KIMBERLY D. NACHTWEY
Registered Agent

Dated: December 5th, 2019

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