

N160000008523

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

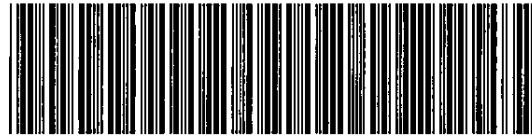
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



400292325234

11/30/16--01012--002 **52.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
16 NOV 30 AM 9:57

COVER LETTER

TO: Amendment Section
Division of Corporations

RECEIVED
DIVISION OF CORPORATIONS
16 NOV 30 AM 9:57

NAME OF CORPORATION: HOUSE OF INTERCESSION FOR ALL NATIONS INC.

DOCUMENT NUMBER: N16000008523

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

Please return all correspondence concerning this matter to the following:

GIANNA D. LEWIS

(Name of Contact Person)

HOUSE OF INTERCESSION FOR ALL NATIONS INC.

(Firm/ Company)

4200 NW 23RD CT

(Address)

MIAMI, FL 33142

(City/ State and Zip Code)

HOIFAN.ORG@GMAIL.COM

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

For further information concerning this matter, please call:

GIANNA D. LEWIS

954

240-2219

(Name of Contact Person)

at

(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

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
HOUSE OF INTERCESSION FOR ALL NATIONS INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
16 NOV 30 AM 9:57

Pursuant to the provisions of the Florida Not for Profit Corporation Act, House of Intercession for all Nations Inc. (the "Corporation") hereby adopts the following Amended Restated Articles of Incorporation.

ARTICLE 1

The name of the Corporation is House of Intercession for all Nations Inc. The Corporation was incorporated on August 30, 2016, pursuant to Florida Not for Profit Corporation Act, and the supplements thereto. The Corporation hereby adopts the Amended and Restated Articles of Incorporation and all previous amendments thereto are hereby deleted in their entirety and amended and restated as set forth in Exhibit A.

ARTICLE 2

The Amended and Restated Articles of Incorporation amends the prior Articles of Incorporation of the Corporation by modifying the purposes and limitations of the Corporation; by modifying the powers of the Corporation; by adding IRS compliance language; by modifying the provision regarding dissolution of the Corporation; by updating the information regarding the members of the Board of Directors of the Corporation; by updating and changing the Registered Agent; by adding a provision allowing for limited liability of board members; by adding a provision regarding indemnification; by adding membership; by adding term of existence; and by adding a provision allowing the Board of Directors of the Corporation to act by written consent.

ARTICLE 3

Each such amendment made by the Amended and Restated Articles of Incorporation has been effected in conformity with the provisions of the Florida Not for Profit Corporation Act and such Amended and Restated Articles of Incorporation was adopted on November 25, 2016, the following manner:

The Amended and Restated Articles of Incorporation and the amendments made by such Amended and Restated Articles of Incorporation were adopted at a meeting of the Board of Directors of the Corporation held on November 25, 2016, at which a quorum was present, and the Amended and Restated Articles of Incorporation received the vote of the majority of the board members. There are no members with voting rights.

ARTICLE 4

The Articles of Incorporation and all amendments thereto are hereby superseded by the attached Amended and Restated Articles of Incorporation (Exhibit A) which accurately copy the entire text thereof including any provisions amendments and as amended as set forth above.

IN WITNESS HEREOF, the undersigned Corporation has caused this Amended and Restated Articles of Incorporation to be signed by a duly authorized officer thereof this 28 day of November, 2016

A handwritten signature in cursive script, reading "Gianna D. Lewis", is written over a horizontal line.

Name: Gianna D. Lewis
Title: CFO/Secretary

EXHIBIT A

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
HOUSE OF INTERCESSION FOR ALL NATIONS INC**

HOUSE OF INTERCESSION FOR ALL NATIONS INC hereby adopts the following amended and restated Articles of Incorporation for such Corporation pursuant to the provisions of the Florida Not for Profit Corporation Act. The Corporation hereby adopts Amended and Restated Articles of Incorporation which accurately reflect changes to the Articles of Incorporation and all amendments thereto that are in effect to date as further amended by such Amended and Restated Articles of Incorporation as hereinafter set forth.

The Corporation's original Articles of Incorporation and all subsequent amendments thereto are hereby deleted in their entirety and amended and restated as follows:

**ARTICLE 1
NAME AND PRINCIPLE OFFICE**

The name of the Corporation is House of Intercession for all Nations INC. The current principal office of the corporation in the state of Florida shall be located at 4200 NW 23rd CT, Miami, FL. 33142

**ARTICLE 2
NONPROFIT CORPORATION**

The corporation is a nonprofit corporation organized under the Florida Not For Profit Corporation Act and shall have all of the powers, duties, authorizations, responsibilities as provided therein. Notwithstanding the foregoing, the corporation shall neither have nor exercise any power, nor engage directly or indirectly in any activity that would invalidate its status as an organization exempt from federal income tax and described in section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provision or provisions of any subsequent United States Internal Revenue law or laws (Internal Revenue Code of 1986).

**ARTICLE 3
PURPOSES**

The corporation is formed for any lawful purpose or purposes not expressly prohibited under the Florida Not for Profit Corporation Act. The Corporation 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 Corporation's purposes also include the limited participation of the corporation 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

corporation are:

1. To disseminate the gospel of Jesus Christ and the word of God, and that the people of God may be conformed to the image of Jesus Christ.
2. To bring both families of believers and individuals believers in the Lord Jesus Christ together in personal fellowship, both in the home and in net groups.
3. To regularly assemble the members of this church for fellowship one with another and to worship God in spirit and in truth; and to cooperate in the assembling of the whole body of Christ.
4. Promote and encourage, through ministries of the church, cooperation with other organizations ministering within the community.
5. To provide basic New Testament discipleship to all members.
6. To solve the family and marital problems so that the home life of each member is healthy and fruitful by biblical standards.
7. To baptize in water; to anoint the sick with oil; to marry; to dedicate infants; to celebrate the Lords supper; and to bury.
8. To act with charitable concern for, and to help, not only all members of this church, but also all men women and children in need of any help which this church can give, regardless of race, social position, or religious affiliation; to develop and carry out programs of social action for poor, widowed, orphaned, afflicted, imprisoned, underprivileged, or aged persons, both within and outside this church.
9. Conduct a school for ministers and leaders; License and ordain qualified individuals including graduates of ministerial schools; to assist in the establishment and maintenance of other churches; and to send forth missionaries and or evangelist for the establishment and up-building of other Churches, both domestic and foreign.
10. To support and encourage communication and expansion of the Christians life and witness by sound and comprehensive preaching and teaching of the Holy Bible and of the gospel of the Lord Jesus Christ to all men women and children, both within this fellowship and elsewhere, not only by conventional modes, but also by all means which will accomplish such communication, expansion, teaching and preaching, including but not limited to communication by media developed by modern technology; and in aid of such communication, expansion, preaching and teaching; but not for private profit, to sponsor, participate in, conduct or engage in radio broadcasting, television broadcasting, the printing or reproducing and publication of recordings, books, and other materials, the establishment and operation of a school or school, and conducting seminars, study groups, workshops and meetings, by either residing or traveling evangelist, teachers, or other ministerial leaders; to receive offerings for such purposes; and to grant aid and pay reasonable compensation for services actually rendered to persons, firms, and corporations for such purposes.
11. To recognize, support and cooperate with various ministries established by God to equip believers to fulfill their respective functions as members of the body of Christ and to bring the whole body of Christ to maturity and completion.

The 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, expand, 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 4 REGISTERED OFFICE AND AGENT

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

LIONEL O. COLE
4200 NW 23RD CT
MIAMI, FL 33142

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: 

ARTICLE 5 INCORPORATOR

The name and address of the incorporator is:

Gianna D. Lewis
431 SW 38th Terrace
Fort Lauderdale, FL 33312

Signature of Incorporator: 

I am the Incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1 and May 1 in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

ARTICLE 6 BOARD OF DIRECTORS

Plenary power to manage and govern the affairs of the Corporation is vested in the Board of Directors of the Corporation. The qualifications, manner of selection, duties, terms, and other matters relating to the board of directors of the Corporation shall be provided in the Bylaws. The Board of Directors shall consist of at least three (3) persons. The number of directors may be increased or decreased pursuant to the Bylaws; However, the number of directors may not be decreased to less than three (3). Directors need not be residents of Florida. The current Board of Directors shall consist of the following six (6) persons:

Title: President
Lionel O. Cole
4200 NW 23rd CT
Miami, FL 33142

Title: Vice President
Nancy Cole
4200 NW 23rd CT
Miami, FL 33142

Title: Chief Financial Officer, Secretary
Gianna D. Lewis
431 SW 38th Terrace
Fort Lauderdale, FL 33312

Title: Director
Michelle Patterson
8418 NW 14th Avenue
Miami, FL 33147

Title: Director
Iesha Butler
2480 NW 141st Street
Opa Locka, FL 33054

Title: Director
Carlos Escarment
1595 NE 135th Street
Miami, FL 33161

ARTICLE 7 POWERS AND RESTRICTIONS

1. To the end that the foregoing objectives and purposes and any related religious and charitable purposes may be carried out, performed, and accomplished, this Church and or Corporation shall have the power to engage only in such activities as shall not constitute business unrelated to its religious, benevolent, charitable, literary and educational purposes. It shall engage only in such activities as are permitted to be carried on by corporations whose income is exempt from taxation pursuant to Section 501(c)(3), and contributions to which are deductible pursuant to Section 170(c)(2) of the Internal Revenue Code of 1954, or corresponding provisions or any future United States Internal Revenue Code. Any provisions elsewhere in these Articles of Incorporation to the contrary notwithstanding, this Corporation shall not engage in, nor shall any of its assets be used or applied to, activities which constitute carrying on of propaganda, attempting to influence legislation, or participating in or intervening in any political campaign on behalf of any candidate for public office, nor shall any part of its net earnings or assets

inure to the benefit of any private member, except for reasonable compensation for services actually rendered. Subject to the foregoing limitations, and subject specifically to the provisions of Section 617.0105 of the Florida Statutes, this Church and or Corporation shall have all the rights and powers set forth in Section 615.021 of the Florida Statutes. The purposes set forth in Article 3 shall likewise be construed as powers.

2. The Corporation shall not accept any gift or grant if the gift or grant contains major conditions which would restrict or violate any of the Corporation's religious, charitable, or educational purposes or if the gift or grant would require serving a private as opposed to a public interest.

ARTICLE 8 TERM OF EXISTENCE

This Corporation shall have an incorporation date of August 29, 2016 and will exist perpetually unless dissolved according to law.

ARTICLE 9 MEMBERSHIP

The membership of this Corporation shall consist of all persons herein after named as subscribers to these articles of incorporation and all persons who shall meet the following qualifications for membership and who shall be admitted, in the following manner:

1. In order to qualify for membership in this church a prospective member must accept, believe in, and rely on Jesus Christ for his/her salvation; must believe that the holy Bible is the word of God; must confess his/her faith in Jesus Christ and give evidence of his/her intention to keep his commandments; must commit him/herself to participate actively in the fellowship of the church; and must submit him/herself to the authority by the Council of Overseers and the discipline of the church.
2. The Council of Overseers shall determine whether any applicant for membership meets the foregoing qualifications; and if so, the applicant shall be admitted to membership in this church.

ARTICLE 10 LIMITATION ON LIABILITY OF DIRECTORS

A director is not liable to the Corporation or members for monetary damages for an act or omission in the Director's capacity as Director except to the extent otherwise provided by Statute of the State of Florida.

**ARTICLE 11
DISSOLUTION**

Upon the dissolution of the Corporation, the Corporation shall, after paying or making provision for payment of all the liabilities of the corporation, distribute all the assets of the corporation to any organization designated by the Board of Directors of the corporation which of like faith and order and is exempt from taxes under Internal Revenue Code Section 501(c)(3) (or the corresponding provision of any future tax law of the United States).

**ARTICLE 12
INDEMNIFICATION**

To the extent provided in the Bylaws, the corporation may indemnify a person who was, is, or is threatened to be made a named defendant or respondent in litigation or other proceedings because the person is or was a Director or other person related to the Corporation as provided by the provisions in the Act governing indemnification.

**ARTICLE 13
CONSTRUCTION**

All references in these articles of incorporation to statutes, regulations, or other sources of legal authority shall refer to the authorities cited, their successors, as they may be amended from time to time.

**ARTICLE 14
AMENDMENT**

These articles of incorporation may be amended by a vote of two thirds (2/3) of the members of the Board of Directors.

The Amended and Restated Articles of Incorporation, as set forth above, has been approved unanimously by The Board of Directors of the Corporation. There are no members with voting rights.

IN WITNESS HEREOF, the named authorized corporate officer executes this Amended and Restated Articles of Incorporation on this 28 day of NOVEMBER, 2016



Name: Gianna D. Lewis

Title: Chief Financial Officer/Secretary

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is:

HOUSE OF INTERCESSION FOR ALL NATIONS INC.

2. The name and address of the registered agent and office is:

LIONEL O. COLE
4200 NW 23RD CT
MIAMI, FL 33142

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provision of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

SIGNATURE: _____



DATE: 11-28-16