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S. YOUNG



FISHERBROYLES
A LIMITED LIABILITY PARTNERSHIP

Eric A. French, Esquire
Atlanta Office

931 Monroe Drive
STE A102-351
Atlanta, Georgia 30308

Direct: (678) 401-8147
Fax: (678) 623-5133
eric.french@fisherbroyles.com

March 24, 2019

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

**Regarding: Kerigma International Ministries, Inc.
Submittal/Filing of Articles of Amendment
Document # N17000005025**

Dear Sir/Madam,

Enclosed are the Articles of Amendment for the above-referenced corporation, and a check for the filing fees of \$35. Please file/record these Articles of Amendment for the corporation.

The Amendments to the Articles were approved and adopted by all members of the Board of Directors and their signatures appear on the last page of the Amended & Restated Articles of Incorporation enclosed.

Thank you for your assistance, and you can telephone me at (678) 401-8147 with any questions or issues.

Sincerely,

Eric A. French

Enclosures:

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Kerigma International Ministries, Inc.

DOCUMENT NUMBER: N17000005025

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

Please return all correspondence concerning this matter to the following:

Eric French, Esquire

(Name of Contact Person)

FisherBroyles, LLP

(Firm/ Company)

931 Monroe Drive, Suite A102-351

(Address)

Atlanta, GA 30308

(City/ State and Zip Code)

eric.french@fisherbroyles.com

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

For further information concerning this matter, please call:

Eric French, Esquire

678

401-8147

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) |
|---|--|---|--|

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 & RESTATED
ARTICLES OF INCORPORATION
OF
KERIGMA INTERNATIONAL MINISTRIES, INC.
*(A NON-PROFIT CORPORATION)***

ARTICLE I.

The name of the Corporation is Kerigma International Ministries, Inc. (the "Corporation").

ARTICLE II.

The Corporation is organized pursuant to the provisions of the Florida Nonprofit Corporation Act.

ARTICLE III.

The Corporation shall have perpetual existence.

ARTICLE IV.

The registered office of the Corporation is located 6412 Swanson St., Windermere, Florida 34786, County of Orange. The registered agent of the Corporation at such office is Luis F. Orihuela.

ARTICLE V.

The mailing address of the principal office of the Corporation is 6412 Swanson St., Windermere, Florida 34786.

ARTICLE VI.

The name and address of the Incorporator of the Corporation is Leandro Trujillo, 294 Blue Cypress Dr., Groveland, Florida 34736, who is now deceased.

ARTICLE VII.

The Corporation is organized and shall be operated exclusively for charitable, educational, and religious purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "IRC") or the corresponding section of any future federal tax code, its purpose shall include, to support the mission of ministries and pastors and to open new congregations all over the world. With the specific purpose to build bible schools, shelters, camps, and rehab facilities for children and various programs for women.

ARTICLE VIII.

The affairs of the Corporation shall be managed by a Board of Directors, which shall be the Board of Directors of the Corporation pursuant to Section 617, F.S. *et. seq.*, of the Florida Nonprofit Corporation Act. The method of electing members of the Board of Directors and the number of such members shall be determined pursuant to the Florida Nonprofit Corporation Act and the Bylaws of the Corporation.

ARTICLE IX.

No member of the Board of Directors of the Corporation shall be personally liable to the Corporation for monetary damages for breach of duty of care or other duty as a member of the Board of Directors; provided, however, that to the extent required by applicable law, this Article IX shall not eliminate or limit the liability of a member of the Board of Directors (i) for any appropriation, in violation of his duties, of any business opportunity of the Corporation; (ii) for acts or omissions which involve intentional misconduct or knowing violation of law; (iii) for the types of liability set forth in the Florida Nonprofit Corporation Act; or (iv) for any transaction from which the member of the Board of Directors derived an improper personal benefit. The limitation of liability conferred in this Article IX shall be in addition to and not in lieu of all other limitations, immunities and indemnities conferred by law, these Articles of Incorporation and the Bylaws of the Corporation. If applicable law is amended to authorize corporate action further eliminating or limiting the liability of members of the Board of Directors, then the liability of each member of the Board of Directors of the Corporation shall be eliminated or limited to the extent permitted by applicable law, as amended. Neither the amendment nor repeal of this Article IX, nor the adoption of any provision of these Articles of Incorporation inconsistent with this Article IX, shall eliminate or reduce the effect of this Article IX in respect of any acts or omissions occurring prior to such amendment, repeal or adoption of inconsistent provision.

ARTICLE X.

The Corporation shall indemnify to the fullest extent permitted by the Florida Nonprofit Corporation Act and, to the extent that applicable law from time to time in effect shall permit indemnification that is broader than provided in these Articles, to the maximum extent authorized by law, any individual made a party to a Proceeding (as defined in the Florida Nonprofit Corporation Act), because he or she is or was a member of the Board of Directors or officer against Liability (as defined in the Florida Nonprofit Corporation Act) and Expenses (as defined in the Florida Nonprofit Corporation Act), incurred in the Proceeding, if he or she acted in a manner he or she believed in good faith to be in or not opposed to the best interests of the Corporation and, in the case of any criminal Proceeding, he or she had no reasonable cause to believe his or her conduct was unlawful.

ARTICLE XI.

The Corporation shall have no members.

ARTICLE XII.

Upon the dissolution of the Corporation, after all lawful debts and liabilities of the Corporation have been paid, all of the assets of the Corporation shall be distributed, or its assets shall be sold and the proceeds distributed to Action House Worship Center, an approved Section 501(c)(3) organization for one or more exempt purposes within the meaning of Section 501(c)(3) of the IRC or the corresponding section of any future federal tax code or to a state or local government for a public purpose, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Superior Court of the County in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations which are organized and operated exclusively for such purposes, as such Court shall determine.

ARTICLE XIII.

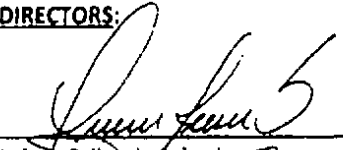
No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the Corporation. 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 or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by (i) a corporation exempt from federal income tax under Section 501(c)(3) of the IRC or the corresponding section of any future federal tax code, or (ii) a corporation, contributions to which are deductible under Section 170(c)(2) of the IRC or the corresponding section of any future federal tax code.

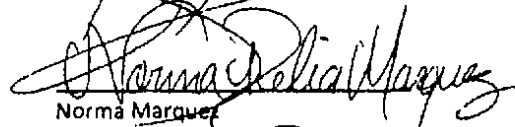
End of Document


(Signatures of Directors are on the following page)

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as of this 28th day of February, 2019.

DIRECTORS:


Luis F. Orduela Salcedo


Norma Marquez


Daisy Tovar

Being all the Directors of
Kerigma International Ministries, Inc.

{KERIGMA EXECUTION PAGE for AMENDED & RESTATED ARTICLES OF INCORPORATION}