

N17000010868

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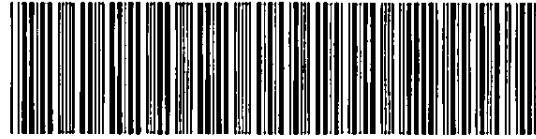
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SECRETARY OF STATE
TALLAHASSEE, FL

AUG 19 2019
C Kinsey



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 1, 2019

DEONNE JARRETT
4308 PEMBROKE RD STE #2
WEST PARK, FL 33021

SUBJECT: SHANICE ROYAL MINISTRIES INC.
Ref. Number: N17000010868

We have received your document for SHANICE ROYAL MINISTRIES INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please accept our apology for failing to mention this in our previous letter.

Please entitle your document Articles of Amendment.

OR

Please entitle your document Amended and Restated Articles of Incorporation.

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: 519A00015793

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Shanice Royal Ministries, Inc.

DOCUMENT NUMBER: N17000010868

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

Please return all correspondence concerning this matter to the following:

Deonne Jarrett

Name of Contact Person

WayMaker Marketing and Professional Services, Inc.

Firm/ Company

4308 Pembroke Road Suite#2

Address

West Park, FL 33021

City/ State and Zip Code

waymakerservicesllc@gmail.com

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

For further information concerning this matter, please call:

Deonne Jarrett

at (954)

607-9776

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:

☒ \$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

To: Amendment Section

Division of Corporation

Name of Corporation

Shanice Royal Ministries, Inc.

Doc# N17000010868

ARTICLE I

Shanice Royal Ministries, Inc.

ARTICLE II

Section: Principle Office

The Principle Office of the Corporation is location at

1381 NW 18th Drive Apt. 303

Pompano Beach, FL 33069

Mailing address:

The Principle Office of the Corporation is location at

1381 NW 18th Drive Apt. 303

Pompano Beach, FL 33069

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SECTION 607.01
TALLAHASSEE, FL

The Amended and Restated Articles of Incorporation:

ARTICLE III

Nonprofit Purposes

At all times, and notwithstanding the merger, consolidation, reorganization, termination, dissolution, or winding up of this corporation, voluntary or involuntary or by operation law.

- A. This corporation shall not possess or exercise any power or authority either expressly by interpretation or by operation of law that will or might prevent it at any time from qualifying and continuing to qualify as a corporation described in Section 501 (c) (3) of the Internal Revenue code of 1954 as amended (hereafter sometimes referred to as the code), contributions to which are deductible for federal income tax purposes; nor shall it engage directly or indirectly in any activity which might cause the loss of such qualification.
- B. No part of the assets or net earnings of these corporation shall ever be used, nor shall this corporation ever be organization or operated for purposes that are not exclusively religious, charitable, scientific, literary or educational within the meaning of section 50 © (3) of the code.
- C. This corporation shall never be operated for the primary purpose of carrying on a trade or business profit.
- D. No Substantial part of the activities of this corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation; nor shall it participate or intervene in any manner, or to any extent, in any political campaign on behalf of any candidate for public office, whether by publishing or distributing statements or otherwise.
- E. At no time shall this corporation engage in any activities which are unlawful under the laws of the United States of America, the State of Florida or another jurisdiction where it's activities are carried on; nor shall it engage in any transaction defined at the time as prohibited under the internal Revenue Code of 1954.
- F. No compensation, loan or other payment shall be paid or made to any officer, director, incorporator of the corporation, or substantial contributor to it unless such payment is permissible under the paragraph H of this article and except as a reasonable compensation for services rendered and or as reasonable allowance for authorized expenditures incurred on behalf of this corporation; and no part of the assets or the earning, current or accumulated of this corporation shall ever be distributed to or divided among any such persons or be used for accrue to or to the benefit of any such person or private individual (pursuant to the prohibition contained in section 501 © (3) of the code.
- G. No solicitation of contribution to this corporation shall be made and no gift bequest or devise to this corporation shall be accepted upon any condition or limitation which in the opinion of the corporation may cause the corporation to lose its exemption from payment of federal income taxes.
- H. Notwithstanding any other provision of these articles, if at any time or time the corporation shall be a "private foundation" as defined in section 509 of the code, than during such time or times the corporation shall distribute its income to each taxable year at such time and such manner as not to subject the corporation to tax under section 4942 (d) of the code.

- I. Upon termination, dissolution or winding up of this corporation in any manner or for any reason, its assets, if any, remaining after payment (or provision for payment) for all its liabilities of the corporation, shall be distributed to and only one or more organizations described in Section 501 © (3) of the code and such organization shall not be “private foundations” within the meaning of the Internal Revenue Code and shall not be “publicly supported” within the meaning of that code.
- J. Any references herein to any provision of the internal Revenue Code of 1954 shall be deemed to mean such provision as now or hereafter existing amended, supplemented or superseded as the case may be.

Section 2. Specific Objective and purposes

The specific objective and purposes of this corporation shall be: Said corporation is organized exclusively for charitable, religious, and scientific purposes, including for such purposes of this corporation shall be established and maintained as a place of worship for women geared at exposing women to a greater level of self-love, self-confidence, and self-esteem through the understanding of their purposes in the kingdom of God. By helping women understand their purpose not only in church but, in their everyday lives; giving women a sense of confidence and reinforcing their values. This corporation is about building a community of women, who also empower others. This corporation is passionate about providing consistent support through the journey to living a purpose driven life. This corporation believes that through empowering, biblical teachings and spiritual resources, these women will be able to accomplish the above and at the same time form a relationship with the Holy Spirit in following and advancing the mission of Christ's as they live true to their best in Him each day. On their journey with these women they expect to witness salvation, deliverance and breakthroughs to them as they achieve their goals together.

A. Constructive Evangelism

To enlist and organized women to labor on behalf of the needy and destitute women and children in all parts of the State of Florida without distinction of race, color or creed.

B. Christian Fellowship

To encourage among members closer personal acquaintance and a friendly spirit of cooperation and the fostering of Christian fellowship. To also benefit the poor and needy by ministering to their needs and necessities; by assisting them to establish themselves in life by bringing their minds and hearts under the influence of education and the Christian religion by aiding the sick, the aged, and homeless and by otherwise promoting their welfare according to the rules and regulations doctrines and disciplines and usages of the Christian Faith doctrines and to carry on every kind of work necessary and incidental to the maintenance of such religious, educational, charitable and philanthropic work but that all such work shall be conducted not for pecuniary profit.

C. Family values and Community involvement

The purpose of which this corporation is formed shall be educational, philanthropic and civic, to the end that the member shall become more efficient in their homes, broader in their sympathies and more forceful in raising the standard of civic morality

D. Branch Ministries

This corporation shall have the power to organize, conduct and supervise BRANCH MINISTRIES throughout Florida, the United States and Internationally which churches shall have the same powers as are conferred in these articles, but shall be subject to and under the incorporated in these articles.

E. Family values and Community involvement

The purpose of which this corporation is formed shall be educational, philanthropic and civic, to the end that the members shall become more efficient in their homes, broader in their sympathies and more forceful in raising the standard of civic morality.

ARTICLE IV

Directors

Section 1. Number

The corporation shall have up to four (4) directors and collectively shall be known as the Board of Directors.

Shanice Brown	CEO / President	1381 NW 18 th Drive Apt. 303 Pompano Beach, FL 33069.
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Shannon Warner	VP/ Board Member	7922 Kimberly BLVD, North Lauderdale, FL 33068.
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Louis Jenkins	Board Member	2206 NW 5 th Street Fort Lauderdale, FL 33311
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Mark James	Board Member	6500 SW 22 nd Court, Miramar, FL 33023
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Section 2. Qualifications

Directors shall be of age of majority in this state. Other qualifications for directors of this corporation shall be as follows:

- A. Must be married and power of example as a family person.
- B. Must have been in fellowship of at least (2) two years and in good standing.
- C. Through the fellowship projects, applicant must have demonstrated leadership qualifies.

Section 3. Powers

Subject to the provision of the laws of this state and any limitation in the Articles of Incorporation and these Bylaws relating to action required or permitted to be taken or approved by the members, if any of this corporation, the activities and affairs of this corporation shall be conducted and all corporate powers shall be exercised by or under the direction of the Board of Directors.

Section 4. Duties

It shall be the duty of the directors to:

- Perform any and all duties imposed on them collectively or individually by law, by the Articles of Incorporation or by these Bylaws.
- Appoint and remove, employ and discharge and except as otherwise provided in these Bylaws, prescribe the duties and fix the compensation, if any of all offices, and employees of the corporation.
- Supervise all officers, agents and employees of the corporation to assure that their duties are performed properly;
- Meet at such times and places as required by these Bylaws;
- Register their addresses with the Secretary of the Corporation and notices of meetings mailed or telegraphed to them at such addresses shall be valid notices thereof.

Section 5 Term of Office

Each director shall hold office for a period of two years and until his or her successor is elected and qualifies.

Section 6. Compensation

Directors shall serve without compensation except that a reasonable fee may be paid to directors for attending regular and special meetings of the board. In addition, they shall be allowed reasonable advancement or reimbursement of expenses incurred in the performance of their duties.

Section 7. Place of meeting

Meeting will be held at the principal office of the corporation unless otherwise provided by the board or at such other place as may be designated from time to time by resolution of the Board of Directors.

1381 NW 18th Drive Apt 303, Pompano Beach, FL 33069

Section 8. Regular Meetings

Regular meetings of Directors shall be held on the 1st week of each month at the Corporate Office unless such day falls on a legal holiday, in which event the regular meeting shall be held at the same hour and place on the next business day.

Section 9. Special Meetings

Special meetings of the Board of Directors may be called by the Chairperson of the Board, the President, Vice President, the Secretary, by any two directors, or if different, by the persons specifically authorized under the laws of this state to call special meetings of the board. Such meetings shall be held at the Principal office of the Corporation or if different at the place designated by the person or persons calling the special meeting.

Section 10. Waiver of Meetings

Before or at any meeting of the Board of Directors, any Director may, in person or in writing or by telephone to the President or Secretary, waive notice of such meeting and such waiver shall be deemed equivalent to the giving of such notice. Attendance by a Director at any meeting of the Board shall be a waiver of notice by him of the time and place thereof.

Section 11. Quorum of Meetings

A Quorum shall consist of 75% of the members of the Board of Directors.

Except as otherwise provided under the Articles of Incorporation, these Bylaws or provisions of law, no business shall be considered by the Board at any meeting at which the required quorum is not present, and the only motion which the Chair shall entertain at such meeting is a motion to adjourn.

Section 12. Vacancies

Vacancies on the Board of Directors shall exist (1) on the death, resignation or removal of any director and (2) whenever the number of authorized directors is increased.

Any director may resign effective upon giving written notice to the Chairperson of the Board, the President, the Secretary or Board of Directors, unless the notice specifies a later time for the effectiveness of such resignation. No director may resign if the corporation would then be left without a duly elected director or directors in charge of its affairs, except upon notice to the Office of the Attorney General or other appropriate agency of this state.

Directors may be removed from office, with or without cause, as permitted by the and in accordance with the laws of this State. Unless otherwise prohibited by the Article of Incorporation, these Bylaws or provisions of law vacancies on the board may be filled by approval of the Board of Directors. If the number of directors, then in office is less than a quorum, a vacancy on the board may be filled by approval of a majority of the directors then in office or by a sole remaining director. A person elected to fill a vacancy on the board shall hold office until the next election of the Board of Directors or until his or her death, resignation or removal from office

Section 13. Non-liability of Directors

The directors shall not be personally liable for the debts, liabilities or other obligations of the corporation.

Section 14. Indemnification of Corporation of Directors and Officers.

The directors and officers of the corporation shall be indemnified by the corporation permissible under the laws of this state.

ARTICLE V

Officers

Number and Term

The officers of this Subsidiary Corporation shall be elected by the Board of Directors at its annual organizational meeting and shall be a President, a Vice-President, a Secretary and a Treasurer, all of whom shall be elected by the Board of Directors from among its members. The Board of Directors may also elect or employ such other officers and appoint such terms, having such authority and perform such duties, as may from time to time be prescribed by the Board of Directors.

Removal

Upon the affirmative vote of a majority of the members of the Board of Directors, at a regular or special meeting of the Board, any officer or agent elected, appointed or employed may be removed at any time and within the period, if any, for which such person was elected, appointed or employed whenever in the Board's judgement it is in the best interest of this Subsidiary Corporation, and all persons elected, appointed and employed shall be subject to provisions hereof. If the office of any officers becomes vacant for any reason, the vacancy shall be filled by the Board of Directors.

President

The President shall be the chief executive officer of this Subsidiary Corporation; shall preside at all meetings of the Board of Directors; shall have general and active management of the affairs of this Subsidiary Corporation; shall see that all orders and resolutions of the Board are put into effect, subject, however, to the right of the Board of Directors to delegate any specific powers, except such as may be by statute exclusively conferred on the President, to any other officer or officers of this Subsidiary Corporation.

Vice-President

The Vice President shall perform the duties and exercise the powers of the President in the absence or disability of the President. The Vice President shall perform such other duties as may be assigned to him/her by the Board of Directors or the President.

Secretary

The Secretary shall attend the meetings of the Board and keep accurate records thereof in one or more books kept for that purpose; shall give, or cause to be given, the required notice of all meetings of the Board of Directors; shall maintain a record of all Directors by name and address; and shall perform such other duties as may be assigned to him/her by the Board of Directors or the President.

Treasurer

Treasurer shall have the custody of the corporate funds; shall keep full and accurate accounts of the receipt.

ARTICLE VI

Committees

Section 1. Executive Committee

The Board of Directors may, by majority vote of its members, designate an Executive committee consisting of (3 to 21) board members and may delegate to such committee the powers and authority of the board in the management of the business and affairs of the corporation, to the extent permitted and except as may otherwise provide, by provision of law.

By a majority vote of its members the board may at any time revoke or modify any or all of the Executive Committee authority so delegated, increased or decrease but not below two (2) number of the members of the Executive committees and fill vacancies on the Executive

Committee from the member of the board. The Executive Committee shall keep regular minutes of its proceedings, cause them to be filed with the corporate records and report the same to the board from time to time as the board may require.

Section 2. Other Committees

The corporation shall have such other committees as may from time to time be designated by resolution of the Board of Directors. These committees may consist of persons who are not also members of the board and shall act in an advisory capacity to the board.

Section 3. Meetings and Action of Committees

Meetings and action of committees shall be governed by, noticed, held and taken in accordance with the provisions of these Bylaws concerning meetings of the Board of Directors, with such changes in the context of such Bylaws provisions are necessary to substitute the committee and its members, except that the time for regular and special meetings of committees may be fixed by resolution of the Board of directors or by the committee. The Board of Directors may also adopt rules and regulations pertaining to the conduct of meetings of committee to the extent that such rules and regulation are not inconsistent with the provisions of these Bylaws.

ARTICLE VII

Term of the corporation

The period of duration of this corporation is perpetual, unless dissolved according to law. Corporate existence shall commence upon filing these articles of incorporation with the Secretary of State, State of Florida.

ARTICLE VIII

The registered agent and incorporator for this non-profit corporation shall be Shanice Brown

ARTICLE IX

Amendments of the Bylaws

Subject to the power of the members, if any, of this corporation to adopt, amend or repeal the Bylaws of this corporation and except as may otherwise be specified under provision of law, these Bylaws or any of them, may be altered. Amended or repealed and new Bylaws adopted by approval of the Board of Directors.

ARTICLE XI

Dissolution


- F. Upon termination, dissolution or winding up of this corporation in any manner or for any reason, its assets, if any, remaining after payment (or provision for payment) for all its liabilities of the corporation, shall be distributed to and only one or more organizations described in Section 501 © (3) of the code and such organization shall not be "private foundations" within the meaning of the Internal Revenue Code and shall not be "publicly supported" within the meaning of that code.

The date of each amendment adoption May 29, 2019 if other than the date this document was signed.

This amendment was adopted by the Board of directors with shareholder action and shareholder action was not required.

Print name Shanice Brown

Director, President, Secretary or other officers

Signature 

Director, President, Secretary or other officers

ARTICLE XII


Contact Person: Mrs. Deonne E. Jarrett

Name of New Registered Agent: WayMaker Marketing and Professional Services,

New Registered Address: 4308 Pembroke Road Suite #2, West Park, FL 33021
954-607-9776

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligation of the position.



Signature of New Registered Agent, if changing