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# Winters & King, Inc.

Thomas J. Winters Michael J. King Wesley R. Carter Karen L. King Ronald M. Fraley Ted J. Nelson Spencer C. Pittman Brandi L. Robles

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Attorneys and Counselors at Law 2448 East 81st Street - Suite 5900 Tulsa, Oklahoma 74137-4259 Telephone (918) 494-6868 Fax (918) 491-6297

January 11, 2018

AMENDMENT SECTION DIVISION OF CORPORATIONS PO BOX 6327 TALLAHASSEE, FL 32314

RE: Articles of Amendment

Dear Sir or Madam:

Enclosed you will find duplicate copies of the Articles of Amendment to Articles of Incorporation for MISSIONS: AMERICA AND BEYOND, INC., and a check for \$43.75 for the filing fee.

Please review the Articles of Amendment and if they meet with your approval, file the same and return a certified copy to my office, conformed as of the date of filing.

If you have any questions, please do not hesitate to contact me or my assistant, Iyanu Lipede.

Kindest regards,

WRC:iol Enclosures

### Articles of Amendment to Articles of Incorporation of

2010 J. 13 F. F 58

7 . J

(Name of Corporation as	currently filed with the Flor	rida Dept. of State)
N17000012618		
(Documen	t Number of Corporation (if k	nown)
Pursuant to the provisions of section 617.1006, Florida amendment(s) to its Articles of Incorporation:	Statutes, this <i>Florida Not Fo</i>	or Profit Corporation adopts the following
A. If amending name, enter the new name of the co	rporation:	
name must be distinguishable and contain the word "c	ornoration" or "incornorates	The new  "Or the abbreviation "Corn," or "Inc."
"Company" or "Co," may not be used in the name.	in production in the incomparation	w or work was a second
B. Enter new principal office address, if applicable (Principal office address <u>MUST BE A STREET ADE</u>		
C. Enter new mailing address, if applicable: (Mailing address MAY BE A POST OFFICE BO)	<u>X</u> )	
D. If amending the registered agent and/or register	and office address in Florida	onter the name of the
new registered agent and/or the new registered		tenter the name of the
Name of New Registered Agent:		
New Registered Office Address:	(Florida street address)	
		, Florida
	(City)	(Zip Code)
New Registered Agent's Signature, if changing Reg I hereby accept the appointment as registered agent.		the obligations of the position.
	Signature of New Regis.	tered 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:  X Change X Remove X Add	<u>PT</u> <u>V</u> <u>SV</u>	John Doe Mike Jones Sally Smith	
Type of Action (Check One)	<u>Title</u>	Name	Address
1) Change	,		
Add			
Remove			
2) Change			
Add			
Remove			
3 ) Change			
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Remove			
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5) Change			
Add			
Remove			
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6) Change			<del></del>
Add			
Remove			

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

### ATTACHMENT TO ARTICLES OF AMENDMENT

#### **REPLACE ARTICLE III WITH:**

The specific purpose for which this corporation is organized is:

This nonprofit corporation is organized and operated exclusively for religious, charitable, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### ADD ARTICLE VIII:

The private property of the directors and members, if any, shall be non-assessable and shall not be subject to the payment of any corporate debts, nor shall the directors or members, if any, of the corporation become individually or corporately liable or responsible for any debts or liabilities of the corporation.

To the fullest extent now or later permitted by the laws of the State of Florida, no director of the corporation shall be personally liable to the corporation or its members, if any, for monetary damages for any act or omission in such director's capacity as a director, except that this Article does not authorize the elimination or limitation of the liability of a director; (i) for a breach of the director's duty of loyalty to the corporation or its members, if any; (ii) for an act or omission not in good faith or that involves intentional misconduct or a knowing violation of the law; or (iii) for a transaction from which the director received an improper personal benefit.

Any repeal or amendment of this Article or repeal or amendment of the applicable laws of the State of Florida shall be prospective only with respect to the limitations on liability conveyed, and shall not adversely affect any limitation on the personal liability of a director of the corporation existing at the time of such repeal or amendment.

## ADD ARTICLE IX:

- (A) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, if any, 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 set forth hereof.
- (B) 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 any candidate for public office.
- (C) Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) 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.

(D) Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. The assets shall be disbursed in the following order of priority: first to FAITH CHRISTIAN FELLOWSHIP INTERNATIONAL CHURCH, INC. (FCF International) located in Tulsa, Oklahoma. If FCF International chooses not to receive the assets they shall be distributed to a 501(c)(3) organization as chosen by the Board of Trustees of FCF International. Any such assets not so disposed of shall be distributed to the federal government, or to a state or local government, for a public purpose by the court of jurisdiction of the county in which the principal office of the corporation 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

#### ADD ARTICLE X:

These Articles may be amended at any regular meeting of the Board of Directors, or at a special meeting called for that purpose, by a two-thirds (2/3) majority.

	DECEMBER 22, 2017	
`he date of each amendment(s) ad	option:	, if other than the
ate this document was signed.		
Effective date <u>if applicable</u> :		
	(no more than 90 days after amendment file date)	
Note: If the date inserted in this blocoument's effective date on the Dep	ck does not meet the applicable statutory filing requirements, this date wo partment of State's records.	vill not be listed as the
Adoption of Amendment(s)	( <u>CHECK ONE</u> )	
The amendment(s) was/were ad was/were sufficient for approva	lopted by the members and the number of votes cast for the amendment().	s)
There are no members or members adopted by the board of directors	pers entitled to vote on the amendment(s). The amendment(s) was/were ors.	
Dated	(. 95, 20/8	
Signature	Decea S. Walle	
have not bee	man or vice chairman of the board, president or other officer-if directors in selected, by an incorporator – if in the hands of a receiver, trustee, or appointed fiduciary by that fiduciary)	
	LAURA E. WALLACE	
	(Typed or printed name of person signing)	
	PRESIDENT	
	(Title of person signing)	