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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Ministerio Nueva Jerusalem Internacional, Incorporated

DOCUMENT NUMBER: N17579

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

Please return all correspondence concerning this matter to the following:

Daniel CORDONES
(Name of Contact Person)

Ministerio Nueva Jerusalem Internacional
(Firm/ Company)

5400 SW. 122 AVENUE
(Address)

Miami, Florida 33175
(City/ State and Zip Code)

For further information concerning this matter, please call:

Daniel Cordones at (786) 546-4157
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$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

Articles of Amendment
To
Articles of Incorporation
Of

MINISTERIO NUEVA JERUSALEN INTERNACIONAL, INCORPORATED

N17579

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendments to its Articles of Incorporation:

AMENDED AND ADOPTED

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
MINISTERIO NUEVA JERUSALEN INTERNACIONAL INCORPORATED
In Compliance with Chapter 617,F.S., (Not for Profit)

ARTICLE I – CORPORATE NAME

The name of this Corporation is MINISTERIO NUEVA JERUSALEN INTERNACIONAL, INCORPORATED.

ARTICLE II –PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 5400 SW
122 Avenue, Miami, Florida, 33175.

ARTICLE III – CORPORATE NATURE

This is a Not-for-Profit corporation organized solely for general religious and charitable purposes pursuant to the Florida Corporations Not for Profit law set forth in Section 617 of the Florida Statutes. This Corporation may engage in all lawful activities that are reasonable and necessary in the furtherance of one or more of the stated purpose of this Corporation

ARTICLE IV – DURATION

The term of existence of the Corporation is perpetual.

ARTICLE V – GENERAL AND SPECIFIC PURPOSE

The specific and primary purposes for which this Corporation is formed are:

- A. For the advancement of religion and any other related or corresponding charitable purposes by the distribution of its funds for such purpose.
- B. It is the purpose of this congregation whose members are disciples of Christ, faithfully to proclaim and propagate the gospel of Jesus Christ to all people by:
 1. Nurturing the members of the congregation towards growth in the faith and in discipleship; and reaching beyond itself in mission to the community and the world.
- C. For better attainment of its purpose, the congregation from time to time will adopt a mission statement which will provide specific direction for its programs.
- D. To purchase and to hold such real estate as may be deemed necessary.
- E. To operate exclusively in any other manner for such religious and charitable purposes as will qualify it as an exempt organization under Section 501 (c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any organizations qualified as tax exempt organizations under the Internal Revenue Code, including private foundations and private operating foundations.
- F. To conduct and operate for religious worship and instruction, churches, missions, schools, day care, and other educational programs for the purpose of presenting the Gospel of Jesus Christ according to the doctrine of The Scriptures.

- G. To promote home and foreign missions and operate related ministries to spread the Gospel of Jesus Christ, through the sale of tapes, books, magazines, tracts, pamphlets, digital discs, and through the use of television, radio, telephone, tape recordings, and any other media.
- H. To prepare and ordain qualified members for the Christian Ministry.

ARTICLE VI – MANAGEMENT OF CORPORATE AFFAIRS

SECTION 1 – EXECUTIVE BOARD OF DIRECTORS

The affairs, property and business of the Corporation shall be managed by the Board of Directors at the discretion of the President of the Corporation such management is subject to approval as provided by the Bylaws. The Executive Board of Directors shall consist of not less than four (4) members, but not more than seven (7) members, provided, however, that such number may be changed by the Bylaws duly adopted by the members.

The Executive Board of Directors with the discretion of the may exercise all such powers of the Corporation and do such lawful acts as are not prohibited by law or these Articles of Incorporation.

The Executive Board of Directors with the approval of the President has the authority to enter into contract, retain or terminate services or agreements between the Corporation and any of its business affairs.

The Bylaws or any section of these Articles of Incorporation may be made, amended, altered, repealed or rescinded by a two-thirds affirmative vote of the members present at the business meeting called for the purpose of making, altering, repealing or rescinding said Bylaws; or the President of the Corporation with the signature of two Directors may amend, alter, repeal or rescind said Bylaws or Articles of Incorporation.

The appointment of members to the Executive Board of Directors shall be the responsibility of the President of the Corporation or by a unanimous vote of all members of the Board of Directors. The President or the Executive Board through a unanimous vote shall appoint from its own membership the following officers: Vice President, Treasurer, Secretary and such other officers or Directors as the Bylaws of the Corporation may authorize the President or the Executive Board to appoint.

The President of the Corporation shall at all times be the chief administrative authority over the corporation and congregation with the sole power to remove any Director or any other member or employee of the congregation or corporation whether he or she may be a Pastor, a Senior Pastor, Associate Pastor, Deacon, Usher, Elder, Officer, Ministry Leader, or any other member with or without cause.

The Executive Board of Directors will serve under the President and will also hold administrative authority over the Corporation and congregation with the authority to remove any Pastor, Senior Pastor, Associate Pastor, Deacon, Usher, Elder, Officer, Ministry Leader, or any other member with cause; and only after reaching a unanimous affirmative vote of said action.

All legal instruments of the Corporation, including property deeds and mortgages, if any, shall be signed by said President, sealed with the Corporate Seal and attested by said Vice-President, Treasurer, or Director in any other manner as may be authorized in the Bylaws.

The Directors of the Executive Board named herein shall hold office until deemed otherwise by the President of the Corporation. All regular meetings and congregational annual meetings of the Executive Board will be held in the office of the Corporation at 5400 SW 122 Avenue, Miami, Florida 33175, on a date deemed appropriate by the Board of Directors.

The Executive Board of Directors shall be the governing body of the Church. The Directors shall endeavor by God's grace to live and serve in full conformity to the standards set forth in the Charter as in the following Scriptures: 1 Peter 5:1-8; Titus 1:7-8; 1 Timothy 3:1-7.

The Executive Board has the responsibility to appoint a Senior Pastor and any other Pastor(s) to perform the usual pastoral duties and responsibilities as established in the Bylaws.

The Senior Pastor working in conjunction with the Board of Directors shall appoint and install Deacons and Deaconess who will serve the Church and assist the Senior Pastor. They will be under the supervision of the Senior Pastor and they will meet the Senior Pastor at least once every month. All deacons and deaconess shall endeavor to serve by God's grace while living in full conformity to the standards set forth in the Holy Scriptures.

Any action required or permitted to be taken by the Board of Directors or the President under any provision of the Bylaws or these Articles of Incorporation may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board of Directors; and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Executive Board of Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Executive Board of Director without a meeting, and that the Articles of Incorporation and the Bylaws of this Corporation authorize the Board to act. Such a statement shall be prima facie evidence of such authority.

The names and address of the members of the Executive Board of Directors are as follows:

| Name | Title | Address |
|-------------------|--------------------------|-------------------------------------|
| Daniel Cordones | President of Corporation | 1030 NW 129 Place, Miami, FL 33182 |
| Felipe Medina | Vice President | 18721 SW 30 St, Miramar, FL 33029 |
| Oswaldo Lopez | Treasurer | 11243 SW 159 Place, Miami, FL 33196 |
| Mayte Cordones | Director | 1030 NW 129 Place, Miami, FL 33182 |
| Patricia Cordones | Director | 15531 SW 149 Ct, Miami, FL 33187 |
| Victoria Miguel | Director | 1305 SW 147 Ct, Miami, FL 33184 |
| Gloria Iral | Secretary | 5400 SW 122 Ave, Miami, FL 33175 |

SECTION 2 – OATH OF OFFICE

All members of the Executive Board of Directors, Pastors, Deacons, and Officers of the Church shall be required to take this oath of office before the Congregation:

“We unreservedly subscribe to the Statement of Faith of Ministerio Nueva Jerusalem Internacional and promise to:

- be faithful to the lordship of Jesus Christ
- to live in accordance with the Holy Scriptures
- to be loyal to the Church
- to faithfully perform the duties of the office to the best of our abilities
- to be faithful in attendance at all meetings when it is reasonably possible
- to exhibit a true Christian love for the brethren and promote harmony and reconciliation within the Congregation
- to faithfully support the Pastor(s) of the Congregation
- to faithfully support the Church with your talents, blessings and finances.

ARTICLE VII – EARNINGS & ACTIVITIES OF CORPORATION

SECTION 1 – EARNINGS

- A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, elders, Deacons, officers, Board Directors 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 Article V hereof.
- B. Notwithstanding any other provisions of these articles, the Corporation shall not carry any other activities not permitted to be carried on (a) by a corporation exempt for Federal Income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).
- C. Notwithstanding any other provision of these articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

ARTICLE VIII – DISTRIBUTION OF ASSETS

SECTION 1 – DISSOLUTION

Upon dissolution of the Corporation, the Executive Board of Directors shall, after paying or making a provision for the payment of all Corporate liabilities, dispose of all Corporate assets which are exclusively for the purposes of the Corporation, in such manner, or to such organization(s), organized and operated exclusively for charitable, educational, religious or scientific purposes as shall, at the time qualify as an exempt organization(s) under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future

United States Internal Revenue Law), as the Executive Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization(s) as such Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX – MEMBERSHIP

The membership of this Corporation shall consist of:

- A. Any person who has accepted Christ as Lord and Savior and;
- B. Accepts without reservation the Statement of Faith of Ministerio Nueva Jerusalem Internacional and;
- C. Any person received through Baptism;

All membership applications will be reviewed and approved by the Executive Board of Directors and the Pastor. The method of receiving, disciplining and expelling members and their right to participate in the affairs of this Corporation shall forth in the Bylaws.

ARTICLE X- CONGRESSIONAL MEETING

An annual congregational meeting shall be called by the President and the Executive Board of Directors on the first (1st) Sunday of November of each year. The President shall serve as moderator at this and all other called meetings of the Congregation, unless otherwise ordered by the Board of Directors. At the annual meeting the minutes of the previous annual meeting and the report of the Treasurer and the Secretary shall be read. The fiscal year shall end on December 31, each year.

Additional congregational meetings may be called by the Board of Directors to update current progress of the Church and or discuss other matters of importance with the members of the Church.

The percentage of members necessary to constitute a quorum for the holding of any meetings shall be determined by the Bylaws. Except otherwise provided in these Articles of Incorporation or in the Bylaws, a unanimous vote of those members present will be required to approve business transactions and other proposed actions with the consent of the President of the Corporation.

ARTICLE XI – AMENDMENT OF BYLAWS

Subject to the limitations contained in the Bylaws and any limitations set forth in the Corporations Not For Profit law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the Corporation, Bylaws of this Corporation either by a resolution of the Board of Directors, or by following the procedure set forth therefore in the Bylaws.

ARTICLE XII – DEDICATION OF ASSETS

The property of this Corporation is irrevocably dedicated to religious, educational and charitable purposes, and no part of the net income or assets of this Corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

ARTICLE XIII – REGISTERED AGENT AND OFFICE

The address of the Corporation's registered office shall be 5400 SW 122 Avenue, Miami, Florida 33175 and the name of its registered agent at said address shall be Mr. Daniel Cordones.

ARTICLE XIV – AMENDMENT OF ARTICLES


Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Executive Board of Directors and presented to a quorum of members for their vote.

The date of adoption of the amendment(s) was: November 12, 2006

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signature 
(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Daniel Cordones
(Typed or printed name of person signing)

President
(Title of person signing)

FILING FEE: \$35

MINUTES OF SPECIAL MEETING OF
THE COUNCIL OF ELDERS
MINISTERIO NUEVA JERUSALEN INTERNACIONAL, INC.

Pursuant to the foregoing Call and Waiver of Notice, the Special meeting of the Council of Elders of MINISTERIO NUEVA JERUSALEN INTERNACIONAL, was held on November 12, 2006. All remaining Elders were present with the exception of the LATE Dr. Rev. Richard Cordones, former President, Chairman and Pastor.

Mr. Daniel Cordones, incoming President of Corporation acted as Chairperson and secretary.

The Council of Elders by majority vote agreed that the business, property and affairs of this Corporation shall no longer be managed by the Council of Elders as established under Article V, paragraph A of the Articles of Incorporation and Article IV, Section (4) of the Bylaws. The new governing body of the Corporation will be the Executive Board of Directors.

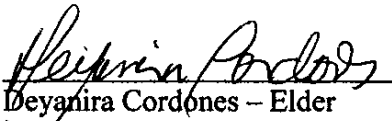
The Council of Elders by majority vote acknowledged the validity of the June 23, 2006, signed and notarized affidavit by the Late Dr. Rev. Richard Cordones, former President, Chairman and Pastor of Ministerio Nueva Jerusalem Internacional relinquishing and transferring all duties pertaining to the office of President to Mr. Daniel Cordones. (Copy of signed affidavit attached as Exhibit A).

The Council of Elders by majority vote acknowledged, accepted and approved the revised Articles of Incorporation and Bylaws for the Corporation.

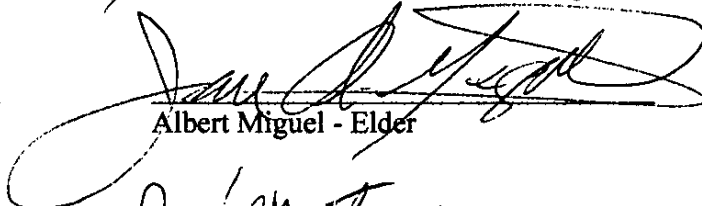
The Council of Elders by majority vote approved the July 31, 2006, Amended Annual Report which was filed with the State of Florida Secretary of State indicating the change of Directors for the Corporation.



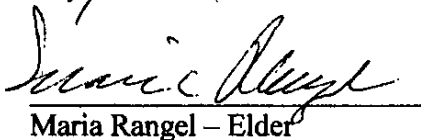
Daniel Cordones - President/Chairperson



Deyanira Cordones - Elder



Albert Miguel - Elder



Maria Rangel - Elder



Jose Martinez - Elder

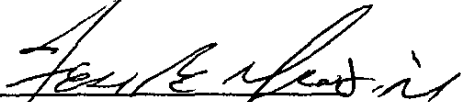
June 23, 2006

On this day and herein in this document, I Richard Cordones, Senior Pastor of Ministerio Nueva Jerusalem Internacional, relinquish my position as President of said entity and transfer all duties pertaining to this office to Daniel Cordones.



Dr. Rev. Richard Cordones

Witnesses:



Vice President Felipe Medina



Treasurer Oswaldo Lopez

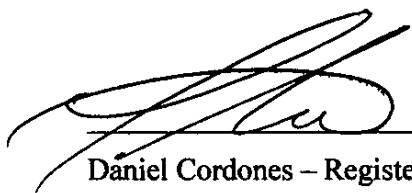


Gloria E. Jral
MY COMMISSION # DD194026 EXPIRES
March 16, 2007
BONDED THRU TROY FAIN INSURANCE, INC.



AFFIDAVIT

I Mr. Daniel Cordones, registered agent for Ministerio Nueva Jerusalem Internacional,
Incorporated, document number: N17579, hereby attest that I am familiar with the
obligations of said position pursuant to section 617.0123 of the Florida Statutes.



Daniel Cordones – Registered Agent

11/30/2006

Date