

N1800007955

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H22000396848 3)))



H220003968483ABC9

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)617-6380

From:

Account Name : PROTEGE NONPROFIT SOLUTIONS, INC.
Account Number : I20200000070
Phone : (407)434-9769
Fax Number : (407)796-9296

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: **CEO@thecmkg.com**

2022 NOV 21 AM 10:12

FILED

**COR AMND/RESTATE/CORRECT OR O/D RESIGN
C.I. HOLDER MINISTRIES, INC**

Certificate of Status	1
Certified Copy	0
Page Count	06
Estimated Charge	\$43.75

A. RAMSEY

NOV 29 2022

Electronic Filing Menu

Corporate Filing Menu

Help

PROTÉGÉ NONPROFIT SOLUTIONS, INC.

127 West Fairbanks Avenue

#373

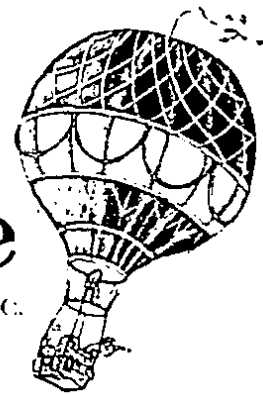
Winter Park, FL 32789

Hello@ProtegeNonprofitSolutions.com

P: (407) 434-9767

F: (407) 796-9296

Protégé
NONPROFIT SOLUTIONS, INC.



Monday, November 21, 2022

TO: Florida Department of State
Division of Corporations, Amendment Section
The Centre of Tallahassee
2415 North Monroe Street
Suite 810
Tallahassee, FL 32303
(850) 245-605

Dear Florida Department of State, Division of Corporations:

Enclosed are the Amended and Restated Articles of Incorporation and Affidavit for the Not for Profit Organization C.I. Holder Ministries, Inc. Document Number N18000007955. A total of \$35.00 is also enclosed for the filing fee. Should there be any issues with this filing, please do not hesitate to contact us.

Sincerely,

Clayton Louis Ferrara
Protégé Nonprofit Solutions, Inc.

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
FOR**

**C.I. HOLDER MINISTRIES, INC
A FLORIDA NOT FOR PROFIT CORPORATION**

Document Number: N18000007955

Pursuant to the provisions of § 617.1006 and § 617.1007, Fla. Stat., this Florida Not for Profit Corporation adopts the following Amended and Restated Articles of Incorporation:

**ARTICLE I.
NAME**

The name of the Corporation shall be Promising People Missions, Inc. (the “Corporation”).

**ARTICLE II.
PRINCIPLE OFFICE & MAILING ADDRESS**

The place in this state where the principal office and mailing address of the Corporation is to be located is:

618 East South Street
Suite 500, #5147
Orlando, FL 32801

**ARTICLE III.
PURPOSE**

Promising People Missions, Inc. is organized exclusively for charitable, religious, 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.

**ARTICLE IV.
TERM OF EXISTENCE**

The Corporation shall have perpetual existence, commencing with the filing of these Amended and Restated Articles of Incorporation with the Secretary of State.

**ARTICLE V.
MANNER OF ELECTION**

The Directors of the Corporation shall be elected in accordance with methods and qualifications specified in the Bylaws of the Corporation. In no event, shall the number of Directors be fewer than three.

ARTICLE VI.
OFFICERS AND/OR DIRECTORS

The name, address, and title of the persons who are the Officers and Directors of the Corporation are as follows:

Name	Title	Address
Carlyle I. Holder, Sr.	President	618 East South Street Suite 500, #5147 Orlando, FL 32801
Michael Hughes	Treasurer	618 East South Street Suite 500, #5147 Orlando, FL 32801
Marcia S. Holder	Director	618 East South Street Suite 500, #5147 Orlando, FL 32801
Kathy Kozak	Director	618 East South Street Suite 500, #5147 Orlando, FL 32801
Fred Stones	Director	618 East South Street Suite 500, #5147 Orlando, FL 32801

ARTICLE VII.
INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE VIII.
POWERS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its Members, 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 in Article Three hereof.

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, 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 IX. **DISSOLUTION OF CORPORATION**

Upon the 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, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent 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.

ARTICLE X. **MEETINGS**

After incorporation, the appropriate Members of the Corporation shall hold an organizational meeting in accordance with § 617.0205 Fla. Stat., as amended.

The Board of Directors of the Corporation may participate in a regular or special meeting by, or conduct the meeting through, the use of any means of communication which allows all Directors participating to simultaneously hear one another. A Director participating in such a meeting is deemed present at the meeting. In the alternative, the Board of Directors may take actions through signed e-mail communications provided all board members agree.

ARTICLE XI. **MEMBERS**

The Corporation may have one or more classes of nonvoting Members as described in the Bylaws of the Corporation. The Members of the Corporation shall be the Board of Directors stated in these Amended and Restated Articles of Incorporation. Additional persons may be approved for membership by the Board of Directors, in such manner as may be prescribed by the Bylaws of the Corporation. The Corporation expressly reserves the right to accept or reject any application for membership for any reason whatsoever, except for discrimination based on race, religion, sex, gender or absence of gender, or national origin. A membership interest in the Corporation is not transferable.

ARTICLE XII. **AMENDMENT TO ARTICLES OF INCORPORATION**

The Articles of Incorporation may be amended, repealed or altered, in whole or in part, by a vote of majority of the full Board of Directors of the Corporation at a meeting called for such purpose in accordance with the Bylaws. The Members may not amend the Articles of Incorporation of the Corporation.

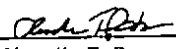
These Amended and Restated Articles of Incorporation were adopted by the Board of Directors of the Corporation at a regular meeting with a quorum being present which was held on October 11, 2022. This

meeting of the Directors met the requirements of both the Articles of Incorporation and the Bylaws. No Members were entitled to vote.

ARTICLE XIII.
REGISTERED AGENT

The name and address of the Registered Agent is:

Claudia T. Pastorius, P.A.
802 E. New Haven Avenue
Melbourne, FL 32901



Claudia T. Pastorius (Oct 24, 2022 23:26 EDT)

Claudia T. Pastorius, P.A., Registered Agent

Oct 24, 2022

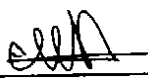
Date

Having been appointed the Registered Agent of Promising People Missions, Inc. and to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby accept the appointment and agree to act in this capacity. I further agree to comply with the provisions 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.

ARTICLE XIV.
INCORPORATOR

The Incorporator to these Amended and Restated Articles of Incorporation is:

Carlyle I. Holder, Sr.
618 East South Street
Suite 500, #5147
Orlando, FL 32801



Carlyle Holder (Oct 25, 2022 13:18 EDT)

Carlyle I. Holder, Sr., Incorporator

Oct 25, 2022

Date

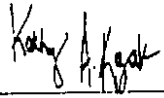
I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third-degree felony as provided for in § 817.155, F.S.

AFFIDAVIT

I, Kathy Kozak, am the Director of the Not for Profit corporation named Promising People Missions, Inc. - *Document Number: N21000012643* (the "Corporation"). On October 11, 2022, the Corporation was voluntarily dissolved by filing Articles of Dissolution with the Secretary of State. The voluntary dissolved Corporation has no intention to revoke the dissolution.

On behalf of the Corporation, I give permission to C.I. Holder Ministries, Inc - *Document Number: N18000007955* to use the name "Promising People Missions, Inc." as part of its Amended and Restated Articles of Incorporation. Further Affiant sayeth not.

PROMISING PEOPLE MISSIONS, INC.

By: 

Name: Kathy Kozak

Title: Director

Date: November 18, 2022

STATE OF ~~FLORIDA~~ TEXAS pmh11/18/2022

COUNTY OF Fort Bend

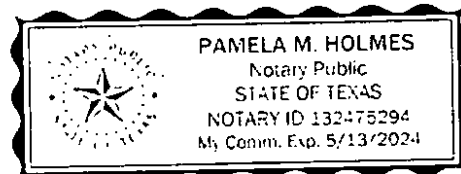
The foregoing instrument was acknowledged before me this 18th day of November, 2022, by Kathy Kozak, who is [] personally known to me or who [X] has produced a driver's license as identification.

By: Pamela M. Holmes

Printed Name: Pamela M. Holmes

My Commission Expires: May 13, 2024

[NOTARY SEAL]



This notarial act was an online notarization