

N18000013386

(Requestor's Name)

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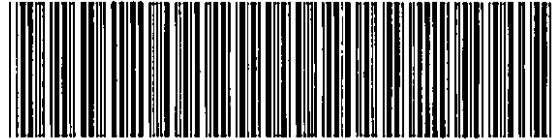
(Business Entity Name)

(Document Number)

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JAN 15 2019

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: EMPOWERONE MINISTRIES INC.

DOCUMENT NUMBER: N18000013386

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

Please return all correspondence concerning this matter to the following:

RAMOS, ROLANDO, III

(Name of Contact Person)

EMPOWERONE MINISTRIES INC.

(Firm/ Company)

1901 SW 40TH TERAPT C

(Address)

GAINESVILLE, FL 32607

(City/ State and Zip Code)

rolandor83@gmail.com

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

For further information concerning this matter, please call:

Rolando Ramos III

352

286-4680

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

Articles of Amendment
to
Articles of Incorporation
of

EMPOWERONE MINISTRIES INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

N18000013386

(Document Number of Corporation (if known))

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

A. If amending name, enter the new name of the corporation:

N/A
The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:
(Principal office address MUST BE A STREET ADDRESS)

N/A

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

N/A

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

N/A

(Florida street address)

New Registered Office Address:

(City)

, Florida

(Zip Code)

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

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

Signature of New Registered 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:

<u>X</u> Change	<u>PT</u>	<u>John Doe</u>
<u>X</u> Remove	<u>V</u>	<u>Mike Jones</u>
<u>X</u> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <u>X</u> Change	<u>CEOTS</u>	<u>Rolando Ramos III</u>	<u>1901 SW 40TH TER</u>
<u> </u> Add			<u>APT C</u>
<u> </u> Remove			<u>Gainesville, FL 32607</u>
2) <u> </u> Change	<u>D</u>	<u>Mason A. Ramos</u>	<u>1901 SW 40TH TER</u>
<u>X</u> Add			<u>APT C</u>
<u> </u> Remove			<u>Gainesville, FL 32607</u>
3) <u> </u> Change			
<u> </u> Add			
<u> </u> Remove			
4) <u> </u> Change			
<u> </u> Add			
<u> </u> Remove			
5) <u> </u> Change			
<u> </u> Add			
<u> </u> Remove			
6) <u> </u> Change			
<u> </u> Add			
<u> </u> Remove			

SEE Attachments - ARTICLES OF INCORPORATION

Page 3 of 4

The date of each amendment(s) adoption: N/A, if other than the date this document was signed.

Effective date if applicable: 01/01/2019
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

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

Dated 01/01/2019

Signature [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)

Rolando Ramos III
(Typed or printed name of person signing)

CEO/Executive Director
(Title of person signing)

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ARTICLES OF INCORPORATION

**OF
EMPOWERONE MINISTRIES INC.**

We the undersigned, a majority of whom are citizens of the United States, have associated and do hereby associate ourselves together for the purpose of forming a non-profit corporation, in accordance with Chapter 617 of the Florida Statutes, and we adopt the following Articles of Incorporation for such corporation:

ARTICLE 1 – NAME

The name of this Corporation shall be EmpowerOne Ministries Inc., (hereinafter "Corporation).

ARTICLE 2 – PURPOSE OF CORPORATION

The general purpose of this non-profit Corporation shall be:

To form and operate churches, evangelistic missions, international outreaches, evangelistic schools, bible colleges, religious programs, camps; and to conduct educational programs for the purpose of presenting the Gospel of Jesus Christ and rendering spiritual guidance to the general public through various outreaches of the Corporation, including, but not limited to ministries through lectures and seminars; through the sale of CDs, DVDs, books, tracts and pamphlets; and through the use of internet broadcasting, television, radio, telephone, CD/DVD recordings and any other media. For the purpose of promoting the foregoing objects, this Corporation shall have the right to acquire, either by gift or purchase, and to hold, own, sell, mortgage or encumber in any manner, lease and improve real estate and personal property for itself and others, either as trustees or otherwise.

Said Corporation is formed for charitable, religious, educational and literary purposes and not for financial gain.

ARTICLE 3-PROHIBITIONS

There shall be no dividends paid to any of the members, nor shall any part of the income of the Corporation be distributed to its Board of Directors or Officers. In the event there are any excess receipts over disbursements as a result of performing services, such excess shall be applied against future expenses, etc. The Corporation may pay compensation in a reasonable amount to its members, directors and officers, for services rendered, may confer benefits upon its members in conformity with its purpose.

Notwithstanding any provision of these Articles, this Corporation will not carry on any other activities not permitted to be carried on by (a) a Corporation exempt from Federal Income Tax under section 501(c) (3) of the Internal Revenue Service Code of 1954 or the corresponding provision of any future United States Internal Revenue Law or (b) a Corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United states Internal Revenue Law.

This Corporation shall issue no shares of stock of any kind or nature whatsoever. Membership in the Corporation and the transfer thereof, as well as the number of members, shall be upon such terms and conditions as provided for under Article 10 hereof.

ARTICLE 4 – DIRECTORS

For the conduct of the affairs of the Corporation it is provided:

- (1) The affairs of this Corporation shall be managed by the Board of Directors.
- (2) This Corporation shall have a minimum of two (2) Directors initially. The number may be increased from time to time as provided by the By-Laws adopted by the members, but shall never be less than three (3).
- (3) The members of the Board of Directors shall be members of the Corporation.
- (4) Members of the Board of Directors shall be elected and hold office in accordance with the By-Laws.
- (5) The names of the members of the first Board of Directors are:

Rolando Ramos III
Mason A. Ramos

ARTICLE 5 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 1901 SW 40th Ter APT C, Gainesville FL, Florida 32607 and the mailing address is the same.

ARTICLE 6 - INCORPORATOR

The name and street address of the incorporator of this Corporation is:

Rolando Ramos III
1901 SW 40th Ter APT C
Gainesville FL, Florida 32607

ARTICLE 7 – OFFICERS

The officers of this Corporation shall be a Chief Executive Officer, Secretary and Treasurer and such other officers as may be provided in the By-Laws. The names of the persons who are to serve as the first Officers of the Corporation are:

Chief Executive Officer, Secretary and Treasurer: Rolando Ramos III

whose mailing addresses shall be the same as the principal address of the Corporation.

ARTICLE 8 -TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE 9-CAPITAL STOCK

This Corporation shall have no capital stock and shall be composed of members rather than shareholders.

ARTICLE 10 - QUALIFICATIONS OF MEMBERSHIP

The membership of this Corporation shall be open to all individuals that believe in the objects and purposes of the Corporation as set forth in Article 2 above. Application for membership shall consist of a written application and approval shall be subject to review by the members of the Corporation.

ARTICLE 11 - VOTING RIGHTS

The Board of Directors of this Corporation may provide such By-Laws for the conduct of its affairs and the carrying out of its purposes as they may deem necessary. The By-Laws may be amended, altered or rescinded by an affirmative vote by the designated board of Directors and must be signed and approved first by the Chief Executive Officer.

ARTICLE 12 - LIABILITIES FOR DEBTS

Neither the members nor the members of the Board of Directors or officers of the Corporation shall be liable for the debts of the Corporation.

ARTICLE 13 - REGISTERED OFFICE AND REGISTERED AGENT

The Initial address of registered office of this Corporation is Rolando Ramos III, located at 1901 SW 40th Ter APT C, Gainesville FL 32607. The name and address of the registered agent of this Corporation is Rolando Ramos III, 1901 SW 40th Ter APT C, Gainesville FL 32607.

ARTICLE 14 - EFFECTIVE DATE

These Articles of Incorporation shall be effective: 1st day of January 2019

ARTICLE 15 - AMENDMENTS

These articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by an affirmative vote of the designated board of Directors, and approved at a members meeting by the affirmative vote by the members entitled to vote thereon.

ARTICLE 16 - MEETINGS

- (1) The annual meeting for the election of members of the Board of Directors shall be held as may be provided for in the By-Laws.
- (2) The Corporation may provide in its By-Laws for the holding of additional regular meetings and any special meetings, and shall provide notice of all such meetings.
- (3) The percentage of the members necessary to constitute a quorum for the holding of any meetings shall be determined in the By-Laws.

ARTICLE 17 - INDEMNIFICATION

The Corporation shall Indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding. The Corporation may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee or agent, as the case may be, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the board of directors. The indemnification and advancement of attorney fees and expenses for directors, officers, employees and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, officer, employee or agent of the Corporation, as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "officer", "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons.

ARTICLE 18 - ACTIVITIES

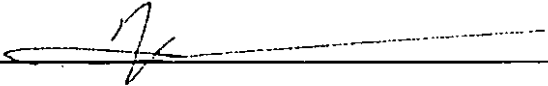
This Corporation may engage in all lawful activities that are reasonable and necessary in the furtherance of one or more of the stated purposes of this Corporation.

ARTICLE 18 - DISSOLUTION

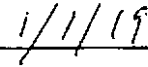
Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for public purpose. Any such assets not so disposed of shall be disposed of by 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.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

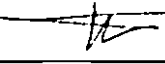


Required Signature of Registered Agent

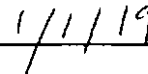


Date

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 s.817.155, F.S.



Required Signature of Incorporator



Date