

N19000009160

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

SECRETARY OF STATE
TALLAHASSEE, FL

2022 FEB 23 PM 1:26

RECEIVED

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.

((H22000069078 3)))



H220000690783ABC1

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 : J. PATRICK FITZGERALD & ASSOCIATES, P.A.
Account Number : I20090000011
Phone : (305)443-9162
Fax Number : (305)443-6613

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

Email Address: ERG@JPFITZLAW.COM

COR AMND/RESTATE/CORRECT OR O/D RESIGN
MISIONES RIA, INC.

Certificate of Status	0
Certified Copy	0
Page Count	XX 09
Estimated Charge	\$35.00

2022 FEB 23 AM 10:4
FILED
SECRETARY OF STATE
TALLAHASSEE, FL

FILED

Electronic Filing Menu

Corporate Filing Menu

Help
Y SULKER

FEB 2 6 2022



February 23, 2022

FLORIDA DEPARTMENT OF STATE
Division of Corporations

MISIONES RIA, INC.
7803 SW 129 PLACE
MIAMI, FL 33183

SUBJECT: MISIONES RIA, INC.
REF: N19000009160

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The date of adoption of each amendment must be included in the document.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

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.

Terri J Schroeder
Regulatory Specialist III

FAX Aud. #: H22000069078
Letter Number: 222A00004435

P.O BOX 6327 - Tallahassee, Florida 32314

((H22000069078 3)))

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
MISIONES RIA, INC.,
a Florida Not-For-Profit Corporation**

Pursuant to Sections 617.1002 and 617.1007 of the Florida Statutes, Misiones RIA, Inc., a Florida not for profit corporation (the "Corporation"), adopts the following Amended and Restated Articles of Incorporation of the Corporation.

**ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the Corporation is Misiones RIA, Inc., a Florida not-for-profit corporation. The principal place of business of the Corporation shall be located at 7803 S.W. 129 Place, Miami, Florida 33183. The Corporation may also have offices at such other places within or outside the State of Florida as the business of the Corporation may require or the Board of Directors of the Corporation may authorize.

**ARTICLE II
PURPOSE**

A. The primary purpose for which this Corporation is organized is to propagate the Gospel of the Lord Jesus Christ by sending forth missionaries to foreign fields; building Christian communities locally, regionally and internationally that carry on the work of Evangelization; supporting Christian communities and other communities-like support environments to assist those evangelized to live and serve as mature followers of Jesus Christ; publish and distribute Bibles, Christian books, pamphlets and literature; fund and promote religious education; and contribute wherever possible to the work of Christian unity.

B. This Corporation shall not, as a substantial part of its activities, carry out propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statement or otherwise) in any political campaign on behalf of any candidate for public office.

C. The general purposes for which this Corporation is formed are to operate exclusively 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 1986 or corresponding provisions of any subsequent Federal tax laws, including, for such purposes, the making of distributions to organizations qualifying as tax-exempt organizations under that Code.

D. Except as limited by these Articles of Incorporation or its Bylaws, the Corporation shall have and exercise all rights and powers in furtherance of its purposes as

(((H22000069078 3)))

are now or may hereafter be conferred on not-for-profit corporations under the laws of the State of Florida.

ARTICLE III
QUALIFICATIONS FOR DIRECTORS AND THE
MANNER OF THEIR ADMISSION

The method of electing Directors of this Corporation shall be as set forth in the Bylaws.

ARTICLE IV
DURATION

The Corporation is to exist perpetually.

ARTICLE V
POWERS

The Corporation shall have the power to acquire, by purchase, lease or otherwise, and hold title to such real property, including improvements thereon, and any personal property as may be beneficial to the fulfillment of the charitable, scientific and educational purposes of the Corporation and other affiliated organizations; to lease all or a portion of such real and personal property; to borrow funds in order to expand, enhance, support or maintain the activities of the Corporation or any of its affiliated organizations; to make charitable contributions to any affiliated organizations; to manage and operate any of its assets or the assets of others in recognition and attainment of the foregoing objectives; and to utilize its income in furtherance of the foregoing objectives. Article II of the Articles is intended as both objects and powers, and shall not limit the objects or powers of the Corporation to accomplish any approved charitable, scientific, or educational purpose within the meaning of Section 501(c)(3) of the Code as hereafter amended or supplemented by acts of Congress, and of such pertinent regulations thereunder as have been or hereafter may be promulgated. Notwithstanding anything herein to the contrary, no powers enumerated herein accorded to the Directors generally pursuant to law shall be construed to permit the property of this Corporation to be used other than for approved charitable, religious, scientific or educational purposes.

ARTICLE VI
LIMITATIONS ON ACTIVITIES

No part of the net earning of the Corporation shall inure to the benefit of, or be distributable to, any Director or Officer of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no Director or Officer of the Corporation, or any other private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation, provided, however, the Corporation may confer benefits in the form of distributions, in dissolution or otherwise,

(((H22000069078 3)))

upon a non-profit corporate member described in Section 501(c)(3) of the Code 1986. 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 any political campaign (including the publication or distribution of statements) on behalf of any candidate for public office.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Code, or by an organization contributions to which are deductible under Section 170(c)(2) of the Code.

ARTICLE VII
ADDRESS OF REGISTERED OFFICE
NAME OF REGISTERED AGENT

The street address of the initial registered office of the Corporation is 7803 S.W. 129 Place, Miami, Florida 33183. The Registered Agent of the Corporation is Nestor Arguello.

ARTICLE VIII
NAME AND ADDRESS OF EACH INCORPORATOR

The name and address of the Incorporator is:

Nestor Arguello
7803 S.W. 129 Place
Miami, Florida 33183

ARTICLE IX
BOARD OF DIRECTORS

- A. The business of the Corporation shall be managed by a Board of Directors.
- B. The Board of Directors shall hold meetings at such times and place as described in the Bylaws.
- C. All decisions of the Board of Directors shall be made by the majority vote of the Directors at a meeting, unless otherwise provided in the Bylaws, or in these Articles.
- D. The names and addresses of the persons who will serve as initial Directors are as follows:

Nestor Arguello,
7803 S.W. 129 Place
Miami, Florida 33183

(((H22000069078 3)))

William F. Brown, Jr.
10255 S.W. 96 Terrace
Miami, Florida 33176

Kattia Fierro
7803 S.W. 129 Place
Miami, Florida 33183

ARTICLE X OFFICERS

The Officers shall be the same as the Directors. The names and addresses of the persons who will serve as the initial principal Officers are as follows:

Nestor Arguello 7803 S.W. 129 Place Miami, Florida 33183	President
--	-----------

William F. Brown, Jr. 10255 S.W. 96 Terrace Miami, Florida 33176	Vice-President
--	----------------

Kattia Fierro 7803 S.W. 129 Place Miami, Florida 33183	Secretary/Treasurer
--	---------------------

ARTICLE XI BYLAWS

The Directors shall adopt Bylaws for the Corporation. The Bylaws may be amended, altered, modified or revoked by the Directors in any manner permitted by the Bylaws.

ARTICLE XII COMMENCEMENT OF EXISTENCE

The Corporation shall be deemed to commence its existence on the date of filing and assignment of charter number.

ARTICLE XIII INDEMNIFICATION

The Corporation shall indemnify any Director or Officer or former Director or Officer for expenses and costs (including attorney's fees) actually and necessarily incurred thereby in connection with any claim asserted against that person, by action or otherwise, by reason of such person being or having been such Director or Officer, except in relation to matters to which such person shall have been guilty of gross negligence or

((H22000069078 3)))

willful malice with respect to the manner in which indemnity is sought. By order of the Directors, the Corporation may, under comparable terms and limitations, indemnify employees and agents of the Corporation with respect to activities in the scope of their services performed on behalf of the Corporation.

ARTICLE XIV
DISSOLUTION

Upon the dissolution of the Corporation, the Directors of the Corporation shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation, within their sole discretion, to an organization exempt from taxation under Section 501(c)(3) of the Code, or if that corporation is not exempt from taxation under Section 501(c)(3) of the Code at the time of such disposition, then it shall be distributed to an organization exempt from taxation under Section 501(c)(3) of the Code at the direction of the current Directors of the Corporation. Any assets not so disposed of shall be disposed of by court of competent jurisdiction exclusively for such purposes or organizations organized and operated exclusively for such purposes, as said court shall determine.

ARTICLE XV
AMENDMENT OF THE ARTICLES OF INCORPORATION

The Articles of Incorporation may be amended, altered, modified or revoked only upon the vote of the majority of the Directors. These amendments were adopted by the Directors of the Corporation on February 22, 2022. There are no members or members entitled to vote on the amendments.

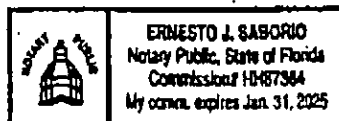
IN WITNESS WHEREOF, the Corporation has caused these Amended and Restated Articles of Incorporation to be duly executed on 22, day of February, 2022.

Misiones RIA, Inc.

By: N. Arguello
Name: Nestor Arguello
Title: President

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me, by means of ☒ physical presence or ☐ online notarization, this 22 day of February, 2022, by Nestor Arguello, as President of Misiones RIA, Inc., a Florida not for profit corporation, on behalf of the Corporation. ☒ He is personally known to me or ☐ He has provided FLC Driver's License as identification.



Ernesto J. Saborio
NOTARY PUBLIC - STATE OF FLORIDA

Print, type or stamp Commissioned Name of Notary Public:

(((H22000069078 3)))

ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent for Misiones RIA, Inc., a Florida not for profit corporation (the "Corporation"), at 7803 S.W. 129 Place, Miami, Florida 33183, I hereby agree to act in this capacity. I am familiar with and accept the obligations of Section 617.05054 Florida Statutes, as the same may apply to the Corporation; and I further agree to comply with the provisions of Florida Statutes, Section 48.091, and all other statutes as the same may apply to the Corporation relating to the proper and complete performance of my duties as Registered Agent.



Nestor Arguello
Registered Agent

((H22000069078 3)))

CERTIFICATION

The date of each amendment(s) adoption: February 22, 2022

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(s) was/were sufficient for approval.
- (X) 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 2 / 22 / 22

Signature N. Arguello
(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)

Nestor Arguello
(Typed or printed name of person signing)

President
(Title of person signing)