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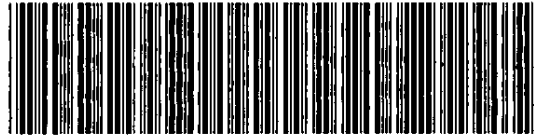
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Amend

FILED
10 MAY 13 PM 3:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Roberts MAY 18 2010

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Attorney At Law

May 6, 2010

FLORIDA DEPARTMENT OF STATE
Amendment Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

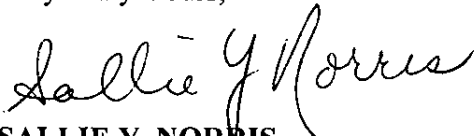
RE: Bold Lion Ministries, Inc.

Enclosed are the *original* and one *copy* of the Articles Of Amendment To Articles Of Incorporation Of Bold Lion Ministries, Inc. I would appreciate your filing same and returning one certified copy of the Articles Of Amendment to this office.

Enclosed is a check in the amount of \$44.75 to cover the filing fee and one certified copy. An extra *copy* of the Articles Of Amendment is enclosed for your office to certify and return.

Thank you for your assistance. Please call me if you have any questions.

Very Truly Yours,


SALLIE Y. NORRIS

Enclosures: *Original Articles Of Amendment*
Copy of Articles Of Amendment
Check
Self-addressed return envelope

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION OF
BOLD LION MINISTRIES, INC.,
A NOT-FOR-PROFIT CORPORATION**

FILED
10 MAY 13 PM 3:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 617.1006, Florida Statutes, **BOLD LION MINISTRIES, INC.** adopts the following Articles Of Amendment to its Articles Of Incorporation:

ARTICLE I

Name

The name of this Corporation is:

BOLD LION MINISTRIES, INC.

(Hereinafter Referred To As "Corporation")

ARTICLE II

Duration

- A. Corporate existence began upon filing of the original Articles of Incorporation.
- B. The Corporation shall have perpetual duration, unless sooner dissolved in accordance with the Laws of the State Of Florida pertaining to the dissolution of non-profit corporations.
- C. Except as permitted by Chapter 617 of the Florida Statutes and the Internal Revenue Code, no part of the net earnings, properties or assets of this Corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual or any member or director of this Corporation. On liquidation or dissolution, all properties and assets of this Corporation remaining after paying or providing for all debts and obligations shall be distributed and paid over to such fund, foundation or corporation organized and operated for charitable, educational, or religious purposes as the Board Of Directors shall determine, and as shall at the time qualify as a tax-exempt organization under Internal Revenue Code § 501(c)(3) , or as the same may be amended.

ARTICLE III

Purposes And Activities

- A. The general purposes for which this Corporation is formed are to operate strictly within the bounds of State and Federal requirements for Not For Profit corporations. The Corporation shall function exclusively for religious, charitable, and educational purposes within the meaning of § 617.0301 of the Florida Not For Profit Corporation Act and § 501(c)(3) of the

Internal Revenue Code of 1986, as amended, or any superceding statutes thereto, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

B. Pursuant to the purposes described above, the Corporation shall conduct any and all activities deemed necessary and proper by the Board Of Directors consistent with the laws of the United States Of America and the State Of Florida. Said activities shall include, but not be limited to:

1. Conducting a ministry of preaching and teaching the Gospel of the Lord Jesus Christ.
2. Working in Florida, other states of the United States, and other nations of the world with other Christian churches and ministries of like mind, character, and purpose in the effort to reach persons with the Gospel of Jesus Christ; and
3. Conducting, engaging in and supporting other church or, religious and educational activities incident to spreading, proclaiming and teaching the Gospel of Jesus Christ, including the ordaining of ministers to carry out said activities.

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

ARTICLE IV

Powers And Responsibilities

A. This Corporation reserves the right to exercise all powers accorded non-profit corporations by statute as stated in § 617.0302 of the Florida Not For Profit Corporation Act, to the extent such powers enable acts that are consistent with § 501(c)(3) of the Internal Revenue Code.

B. The Corporation shall, to the extent legally permissible and only to the extent that the status of the Corporation as an organization exempt under § 501(c)(3) of the Internal Revenue Code is not affected thereby, indemnify each of its directors, officers, employees and other agents (including persons who serve at its request as directors, officers, employees, or other agents of another organization in which it has an interest) against all liabilities and expense, including amounts paid in satisfaction of judgments, in compromise, or as fines and penalties, and attorney's fees, reasonably incurred by him/her in connection with the defense or disposition of any action, suit, or other proceeding whether civil or criminal, in which he/she may be involved or with which he/she may be threatened, while in office or thereafter by reason of his/her being or having been such a director, officer, employee or agent, except with respect to any matter as to which he/she shall have been adjudicated in any proceeding not to have acted in good faith in the reasonable belief that his/her action was in the best interests of the Corporation; provided, however, that as to any matter disposed of by a compromise payment by such director, officer,

employee or agent, pursuant to a consent decree or otherwise, no indemnification, either for said payment or for any other expenses shall be provided unless such compromise shall be approved as in the best interests of the Corporation, after notice that it involves such indemnification: (a) by a disinterested majority of the directors then in office; or (b) by a majority of the disinterested directors then in office, provided that there has been obtained an opinion in writing of independent legal counsel to the effect that such director, officer, employee, or agent appears to have acted in good faith in the reasonable belief that his/her action was in the best interests of the Corporation. Expenses including attorney's fees, reasonably incurred by any such director, officer, employee, or agent in connection with the defense or disposition of any such action, suit, or other proceeding, may be paid from time to time by the Corporation in advance of the final disposition thereof upon receipt of an underwriting by such individual to repay the amounts so paid to the Corporation if he/she shall be adjudicated to be not entitled to indemnification under Florida law. The right of indemnification hereby provided shall not be exclusive of or affect any other rights to which any director, officer, employee or agent may be entitled. Nothing contained herein shall affect any rights to indemnification to which corporate personnel may be entitled by contract or otherwise under law. As used in this paragraph, the terms "directors," "officers," "employees," and "agents" include their respective heirs, executors and administrators, and an "interested" director is one against whom in such capacity the proceeding in question or another proceeding on the same or similar grounds is the pending.

C. The property of this Corporation is irrevocably dedicated to charitable, educational, and religious purposes. No part of the assets of this Corporation and no part of any net earnings of this Corporation shall be divided among or inure to the benefit of any officer or director of the Corporation or any private individual or be appropriated for any purposes other than the purposes of the Corporation as herein set forth, 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 III of these Articles Of Incorporation; any salaries, together with fringe benefits or other forms of compensation (housing, transportation, and other allowances) paid to or provided employees, directors, or officers, will not exceed a value which is reasonable and commensurate with the duties and working hours associated with such employment, and with the compensation ordinarily paid persons with similar positions and duties.

D. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, except to the extent that the Corporation make expenditures for purposes of influencing legislation in conformity with the requirements of § 501(h) of the Internal Revenue Code; and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidates for public office. It is intended that the Corporation shall be entitled to exemption from Federal income tax under § 501(c)(3) of the Internal Revenue Code and shall not be a private foundation under § 509(a) of the Internal Revenue Code;

E. Upon the liquidation, dissolution or winding up of this Corporation, its assets remaining after payment, or provision for payment of all debts and liabilities of the Corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and

operated exclusively for educational and charitable purposes and which has established its tax exempt status under § 501(C)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

F. In the event that the Corporation is a private foundation as that term is defined in § 509 of the Internal Revenue Code, then notwithstanding any other provisions of the Articles Of Incorporation or the By-Laws of the Corporation, the following provisions shall apply: (a) the directors shall distribute the income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by § 4942 of the Internal Revenue Code; (b) the directors shall not engage in any act of self dealing as defined in § 4941(d) of the Internal Revenue Code; nor retain any excess business holdings as defined in § 4943(c) of the Internal Revenue Code; nor make any taxable expenditures as defined in § 4945 (d) of the Internal Revenue Code;

G. The Corporation shall have and may exercise all powers necessary or convenient to effect any or all of the purposes for which the Corporation is formed; provided that no such power shall be exercised in a manner inconsistent with Florida law; and provided, further, that the Corporation shall not engage in any activity or exercise any power which would deprive it of any exemption from Federal income tax which the Corporation may receive under § 501(c)(3) of the Internal Revenue Code;

H. All references herein to the Internal Revenue Code, shall be deemed to refer to the Internal Revenue Code of 1986, as now in force or hereafter amended; the laws of the State Of Florida, shall be deemed to refer to said laws of the State Of Florida as now in force or hereafter amended; and particular sections of the Internal Revenue Code or the laws of the State Of Florida, shall be deemed to refer to similar or successor provisions hereafter adopted;

I. Notwithstanding any other provision of these Articles Of Incorporation, 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 § 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal Tax Code; or (b) by a corporation, contributions to which are deductible under § 170(c)(2) of the Internal Revenue Code, or corresponding section of any future Federal Tax Code.

J. The Corporation shall not issue capital stock, and shall not be operated for profit.

ARTICLE V

Members

The Corporation shall have no members. The powers of the Corporation shall be exercised by the Board Of Directors.

ARTICLE VI

Principal Office, Registered Office, And Registered Agent

A. The location and address of the initial Principal Office within Florida was 4908 Shell Road, Milton, Florida 32583. The location and address of the Principal Office within Florida at the time of the adoption of these Articles of Amendment to Articles of Incorporation is 7100 Sunshine Skyway Lane South, Suite 902, St. Petersburg, Florida 33711.

B. The location and address of the initial Registered Office within Florida was 4908 Shell Road, Milton, Florida 32583. The location and address of the Registered Office within Florida at the time of the adoption of these Articles of Amendment to Articles Of Incorporation is 7100 Sunshine Skyway Lane South, Suite 902, St. Petersburg, Florida 33711.

C. The name and address of the initial Registered Agent was: Sherilyn Y. Miller, 4908 Shell Road, Milton, Florida 32583. The name and address of the Registered Agent at the time of the adoption of these Articles of Amendment to Articles of Incorporation is: Glenn F. Miller, 7100 Sunshine Skyway Lane South, Suite 902, St. Petersburg, Florida 33711.

ARTICLE VII

Directors, Officers and Meetings

A. The powers of this Corporation shall be exercised, its property controlled, and its affairs conducted by a Board Of Directors. The number of directors of the Corporation shall be six (6), who shall serve without pay. A director must be a natural person who is at least eighteen (18) years of age.

B. The directors shall be trustees of the Corporation and its assets, both real and personal, and shall fulfill functions and duties ascribed them by all applicable laws. In addition, they shall advise the President in matters of the operation of the Corporation. Directors shall in no way incur personal liability from the actions of the Corporation, and shall be entitled to indemnification according to the provisions of the Florida Not For Profit Corporation Act.

C. Each director (or his/her successor) shall serve an unlimited number of three (3) year terms. Pursuant to F.S. 617.0809, any vacancies on the Board of Directors shall be filled by the majority vote of the remaining directors, even though the remaining directors constitute less than a quorum , or by the sole remaining director, as the case may be ,or, if the vacancy is not so filled or if no director remains, on the application if any person by the circuit court in the county where the registered office of the corporation is located.

D. The officers of the corporation, shall be elected by the directors as prescribed in the by-laws of the corporation. The initial officers were as follows:

President	Glenn F. Miller
Vice President	Sherilyn Y. Miller
2nd Vice President	Dr. Bill Hamon
Secretary	Dr. L. M. Thorne
Treasurer	Mike C. Maiden

The officers of the corporation at the time of the adoption of these Articles of Amendment to Articles of Incorporation are as follows:

President	Glenn F. Miller
Vice-President	Jeffrey D. Pruitt
Secretary/Treasurer	Victor Azar

E. Directors may be removed from the Board by death, resignation, or by majority vote of all the other directors for engaging in activities unbecoming a Christian leader, or for other good cause.

F. Annual Meetings---The Board Of Directors shall meet at least once annually at a time and location specified by the President, who shall, in the case of regular meetings, give written or oral notice of the date, time and location of the meeting to all directors at least thirty (30) days before the meeting. The location of said meetings may be any within or outside Florida. The Corporation shall reserve the right to reimburse all directors for all reasonable travel expenses incurred in attending the meetings, and shall so stipulate the decision for said reimbursements in a resolution passed at the meeting being considered for reimbursement. Said reimbursements shall be subject to any official reimbursement plan of the Corporation in force at the time of the transaction. Two-thirds (2/3) of the directors shall constitute a quorum sufficient to conduct business. The annual meeting shall be held in the month of January, February or March of each year, at which time the President shall report on the activities of the Corporation during the previous year, and shall relate his/her plans and goals for the upcoming year. The Board Of Directors shall establish the work plan and budget for the upcoming work year, and shall establish rates of compensation for all compensated employees.

G. Special Meetings---Special meetings may be called as needed by the President and/or a majority of the directors. Oral or written notice of the meeting, the time, and place shall be presented to each director at least five (5) days before a special meeting of the directors.

H. Emergency Meetings---Emergency meetings may be called as needed by the President and/or a majority of the directors.

I. The President shall attend and conduct all meetings of the Board Of Directors.

j. The number of initial directors was five (5), whose names and addresses were as follows:

<u>Name</u>	<u>Address</u>
1. Glenn F. Miller	Euchianna Highway P.O. Box 1228 DeFuniak Springs, FL 32433
2. Sherilyn Y. Miller	Euchianna Highway P.O. Box 1228 DeFuniak Springs, FL 32433
3. Dr. Bill Hamon	Route 2, Box 351D Point Washington, FL 32454
4. Dr. L. M. Thorne	9412 Bone Bluff Drive Navarre, Florida 32566 P.O. Box 1474 Ft. Walton Beach, FL 32549
5. Mike C. Maiden	7405 East Drefus Scottsdale, AZ 85620

The names and addresses of the directors at the time of the adoption of these Articles of Amendment to Articles of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
Glenn F. Miller	7100 Sunshine Skyway Lane South, Suite 902 St. Petersburg, FL 33711
Sanford Kulkin	18 Shenango Road Newcastle, PA 16105
Jeffrey D. Pruitt	2270 Murphy Woods Road Beloit, WI 53511
Victor Azar	7100 Sunshine Skyway Lane South, Suite 902 St. Petersburg, FL 33711
Mykal Obrodo	P.O. Box 404 Wadsworth, OH 44282

Mauri Obrodo

P.O. Box 404
Wadsworth, OH 44282

K. Consent To Action In Lieu Of Meeting---Any action required or permitted to be taken by the Board Of Directors under any provision of law may be taken without a meeting, if all the 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, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action so taken shall state that the action was taken by unanimous written consent of the Board Of Directors without a meeting and that the Articles Of Incorporation and By-Laws of this Corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

ARTICLE VIII

Incorporator

The name and address of the Incorporator of this Corporation are:

<u>Name</u>	<u>Mailing And Street Address</u>
Glenn F. Miller	Euchianna Highway P.O. Box 1228 DeFuniak Springs, FL 32433

ARTICLE IX

Amendments To Articles Of Incorporation

Amendments to these Articles Of Incorporation may be adopted by the majority vote of all directors of the Corporation.

The number of signatures evidencing written consent to the amendment was sufficient for approval.

Effective: February 1, 2009

BOLD LION MINISTRIES, INC.

By: 

GLENN F. MILLER
Director



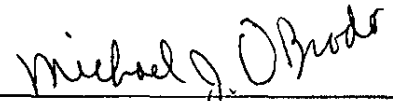
SANFORD KULKIN
Director



JEFFREY D. PRUITT
Director



VICTOR AZAR
Director



MYKAL OBRODO
Director



MAURI OBRODO
Director