

N48409

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

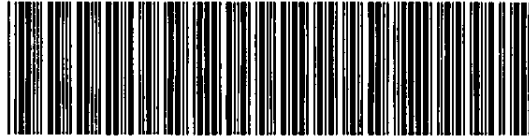
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R. WHITE

FILED
15 NOV -6 AM 11:16
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 6, 2015

BISHOP STAFFORD T FISHER
1304 N 20TH ST
FT PIERCE, FL 34950

SUBJECT: NEW COVENANT PRAYER CENTER MINISTRIES INC.
Ref. Number: N48409

We have received your document for NEW COVENANT PRAYER CENTER MINISTRIES INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Page 1 & 2 are missing from the document. Please submit the missing pages. Also, you made reference to an attached document. This document also is missing. Please resubmit with the missing documents.

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.

Rebekah White
Regulatory Specialist II

Letter Number: 415A00021089

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: NEW COVENANT PRAYER CENTER, INC.

DOCUMENT NUMBER: N48409

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

Please return all correspondence concerning this matter to the following:

BISHOP STAFFORD T FISHER

Name of Contact Person

NEW COVENANT PRAYER CENTER, INC.

Firm/ Company

1304 N. 20th Street

Address

FT PIERCE, FL 34950

City/ State and Zip Code

NEWCOVENANTPRAYERCENTER@GMAIL.COM

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

For further information concerning this matter, please call:

BISHOP STAFFORD T FISHER

Name of Contact Person

at (772)

468-0500

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$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

NEW COVENANT PRAYER CENTER MINISTRIES, INC.

15 NOV -6 AM 11:16

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

N48409

TALLAHASSEE, FL 32304

(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this **Florida Profit Corporation** adopts the following amendment(s) to its Articles of Incorporation:

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

The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

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

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

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 _____

(Florida street address)

New Registered Office Address: _____, Florida _____
(City) (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

E. If amending or adding additional Articles, enter change(s) here:

(Attach *additional sheets, if necessary*). (Be specific)

SEE PAPER ATTACHED

[illegible]

F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:

(if not applicable, indicate N/A)

[illegible]

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

Effective date if applicable: _____
(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 shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval
by _____."
(voting group)

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

- ☒ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated Sept 25th 2015

Signature Bishop Stafford J. Fisher

(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Bishop Stafford J. Fisher
(Typed or printed name of person signing)

Overseer
(Title of person signing)

ARTICLE III - PURPOSE OF CORPORATION

The Corporation is organized exclusively for charitable, religious and religious-educational purposes, including for in-kind purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code which governs non-profit corporations. The programs will consists of but not limited to:

- 1) A place to worship
- 2) Attending to the sick
- 3) Helping to feed the hungry
- 4) Assisting the homeless in finding a place to live
- 5) Provide family counseling

No part of any earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons for any reason not authorized by the Board of Directors, except that the corporation shall be authorized and empowered to pay reasonable, measurable and verifiable competitive compensation for services rendered to the corporation and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of New Covenant Prayer Center, Inc. shall be dedicated to, or otherwise attempt to influence United States State or Federal legislation, and the corporation shall not participate or intervene in any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permissible (A) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or (B) by a corporation, contributions to which are deductible under section 1: 70(c)(2) of the Internal Revenue Code.

ARTICLE IV – MANNER OF ELECTIONS

The Directors shall be elected by a majority vote of the Members of this Corporation as defined by process in the By-laws of the corporation.

ARTICLE V- TERM OF EXISTENCE

According to the Florida Section 617.0302, this corporation shall have perpetual existence. Elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation. Adopt, change, amend, and repeal bylaws, not inconsistent with law or its articles of incorporation, for the administration of the affairs of the corporation and the exercise of its corporate powers.

ARTICLE VIII - AMENDMENTS

These Articles of Incorporation may be amended at any time in the manner provided by the laws adherent to the jurisdiction of the State of Florida. Every amendment shall be approved by the Board of Directors, proposed by them to the voting members, and approved at a members meeting by a quorum of the Members as defined by the By-laws of the corporation.

ARTICLE VIII- INDEMNIFICATION

The Corporation shall indemnify a director or officer of the Corporation, who was wholly successful in the defense of any proceeding(s) to which the director or officer was a party to, or 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 said proceeding(s). The Corporation may indemnify an individual made a party to a proceeding(s) 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, 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, officers, employees and agents of the Corporation. Indemnification shall apply when such persons are serving at the Corporation's request while a director, officer, employee or agent of the Corporation, 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, administrators, executors, and personal representatives of such persons.

ARTICLE X - COVENANT NOT TO SUE

The Corporation agrees that it will never institute any action or suit at law or in equity against any director or officer of the Corporation, nor institute, prosecute, or in any way aid in the institution or prosecution of any claim, demand, action, or cause of action for damages, costs, loss of services, expenses, or compensation for or on account of any damage, loss or injury to person or property, or both, whether developed or undeveloped, resulting or to result, known or unknown, past, present, or future, arising out of a director or officer of the Corporation's service to the Corporation.

ARTICLE XI- 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 shall be distributed to the federal government, or so disposed of shall be disposed of by Court of Competent Jurisdiction of the county in which the principal officer of the corporation is then located, exclusively for such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.