

N93000000256

Law Office
Anthony Dieguez, P.A.

Telephone
(305) 556-4106

Suite 411
1840 West 49th Street
Hialeah, Florida 33012

September 8, 1997

600002297176--0
-09/18/97--01083--017
****341.25 *****43.75

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: Roca Eterna, Inc.
Not for Profit Corporation

To whom it may concern:

Enclosed please find the original Application for Reinstatement and the Amendment to Articles of Incorporation of Roca Eterna, Inc. along with our check for \$341.25.

This amount represents \$297.50 for the reinstatement, \$35.00 for the amendment and \$8.75 for the certificate of status.

Yours cordially,

Anthony Dieguez
Anthony Dieguez, P.A.

AD/ad
Enclosures

FILED 35
R. AGENT
CERT. COPY
CUS 8.75
OVERPAYMENT
TOTAL 43.75

NIC Amend
38 9/16/97

67 SEP 16 AM 10:03
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**AMENDMENT TO ARTICLES OF INCORPORATION
OF ROCA ETERNA, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 16 AM 10:03

Pursuant to Florida Statute, §617.017, and in order to amend the corporate name and to continue to qualify for the requirements of §501(c)(3) of the Internal Revenue Code, the undersigned, being the directors, managers, trustees and all persons eligible to vote hereby declare their unanimous intention that an amendment to the Articles of Incorporation be adopted as follows:

The attached Amended Articles of Incorporation are substituted for any and all prior articles.

**AMENDED ARTICLES OF INCORPORATION
OF
ROCA ETERNA, INC.**

The undersigned, for the purposes of amending the Articles of Incorporation under the Florida General Corporation Act hereby amend the following Articles of Incorporation.

ARTICLE I

Name:

The name of the corporation shall be: IGLESIA NUEVO AMANECER/NEW DAWN MINISTRIES, INC., which corporation shall hereinafter be referred to as the "Corporation".

ARTICLE II

Principal Office and Mailing Address:

The principal office and mailing address of the corporation shall be, 13014 NE 8 Avenue, North Miami, Florida 33161.

ARTICLE III

Purpose

This organization shall be for the purpose of fulfilling the

(c) To do any other act or thing incidental to or connected with the above purposes or advancement thereof, but not for the pecuniary profit for financial gain of its directors, officers except as permitted under the Not-For-Profit Corporation Law.

2. No part of the net earnings of the Corporation shall inure to the benefit of the corporation, or to the benefit of any member, trustee, or officer of said corporation, or any private individual, and no member, trustee, officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Foundation.

3. The corporation shall distribute its 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 Section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal Tax laws.

4. The corporation shall not engage in any act of self dealing as defined in Section 4941 (D) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal Tax laws.

5. The corporation shall not retain any excess business holdings as defined in Section 4943 (C) of the Internal Revenue Code of 1954, or corresponding of any subsequent Federal Tax laws.

7. The corporation shall not make any taxable expenditures as defined in Section 4945 (D) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal Tax laws.

8. Notwithstanding any of the provisions of the Certificate, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501 (C)(3) of the Internal Revenue Code and its regulations as they not exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170 (C) (2) of such code and regulations as they not exist or as they may hereafter be amended.

9. Upon the dissolution of the corporation, or the winding up of its affairs, the assets of the corporation shall be distributed exclusively to charitable, religious and educational organizations which will then qualify under the provisions of Section 501 (C) (3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.

10. The powers of the corporation shall be subject to and shall be exercised in accordance with the By-Laws.

Great Commission; spreading the gospel of Christ Jesus throughout the world according to Mark 16:15 and Christian ministries.

The purposes for which the Corporation is organized are exclusively religious, charitable, and education within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE IV

Manner of Election of Directors/Trustees

1. The affairs of the corporation shall be managed by a Board consisting of a number of directors or trustees which shall be determined by the By-Laws of the Corporation, but shall not be less than three (3) in number. In the absence of determination as to the number of members, the Board of Directors shall consist of at least three (3) directors.

2. The Directors of the corporation shall be elected at the annual meeting of the members of in a manner determined by the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in a manner provided by the By-Laws.

3. The Directors named shall serve until the first election of the Directors of the corporation members, and any vacancies in the number occurring before the first election shall be filled by the remaining Directors.

ARTICLE V

Limitation of Corporate Powers:

The corporation shall have the following powers:

1. The corporation shall have all of the common law statutory powers of a corporation not-for-profit under the laws of Florida and all other powers and duties reasonably necessary to implement and effectuate the purposes of the corporation, as hereinabove set forth, including, but not limited to, the following:

(a) To take and hold by bequest, devise, gift, grant, purchase, lease or otherwise, any property, real, personal, tangible or intangible, or any undivided interest therein, without limitation as to amount or value.

(b) To sell, convey, or otherwise dispose of any such property and to invest, reinvest, or deal with the principal or the income thereof in such manner, as in the judgment of the directors, will best promote the purposes of the corporations without limitations, accept such limitations, if any, as may be contained in the instrument under which such property is received, this Certificate of Incorporation, the By-Laws of the corporation, or any laws applicable thereto.

IN WITNESS WHEREOF, I subscribed my name, this 3 day of September, 1997.

Alberto Santiago
Alberto Santiago, President/Trustee

Ramon Vera
Ramon Vera, Treasurer/Trustee

Aleida Santiago
Aleida Santiago, Secretary/Trustee

STATE OF FLORIDA)
) S.S.
COUNTY OF DADE)

On this 3rd day of September, 1997, before me the undersigned officer, personally appeared, Alberto Santiago, Ramon Vera and Aleida Santiago, to me to be the persons whose names are subscribed to in the within statement, and acknowledged that they executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

Personally known _____
Provided Driver's License
as form of I.D. _____

MY COMMISSION EXPIRES:

Anthony Dieguez
Notary Public, State of Florida

