

NA300002293

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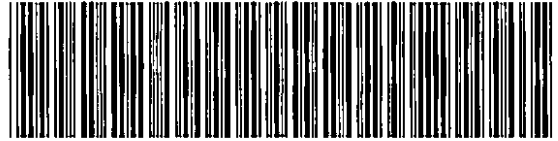
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2018 DEC 27 PM 5:45

SECRETARY OF STATE
TALLAHASSEE, FL

R 11:11:11

JUN 07 2019

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: GOOD SHEPHERD FOR CHRIST " STRUGGLE AND VICTORY". INC

DOCUMENT NUMBER: #N93000002293

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

Please return all correspondence concerning this matter to the following:

BETH MCNEIL

(Name of Contact Person)

TAXBIZ USA

(Firm/ Company)

9300 LIVINGSTON RD SUITE 160

(Address)

FORT WASHINGTON MD 20744

(City/ State and Zip Code)

INFO@TAXBIZUSA.COM

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

For further information concerning this matter, please call:

BETH MCNEIL

240

493-4822

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 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 checked="" 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

FILED

GOOD SHEPHERD FOR CHRIST "STRUGGLE AND VICTORY", INC

2018 DEC 27 PM 5:45

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

N93000002293

(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:

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)

230 NE 36TH TERRACE

HOMESTEAD, FL 33033

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:

New Registered Office Address:

(Florida street 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

Page 2 of 4

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

(attach additional sheets, if necessary): (Be specific)

SEE AMENDED BYLAWS AND ARTICLES OF INCORPORATION INCLUDED

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

09/01/2018

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 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 09/01/2018

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)

MARIE YOLETTE MILFORT

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

AMENDMENT OF ARTICLES OF INCORPORATION

FOR

GOOD SHEPHERD FOR CHRIST "STRUGGLE AND VICTORY", INC.

Good Shepherd for Christ "Struggle and Victory", Inc., is a Florida corporation, and its principle place of business and mailing address is located at 230 NE 36th Terrace, Homestead, FL 33033.

Article I: Organization

This is a U.S. tax-exempt charitable and religious organization that is established for the following purposes:

- a. To bring lost souls to the Great Lord Jesus Christ.
- b. To help our Brothers and Sisters lead a decent life before their eternal voyage beyond this Earth.
- c. To make the World a better place by following God's instructions as provided in the Bible.

Article II: Order of Business

Each meeting shall follow the Order of Business as shown below:

- a. Roll Call
 - b. Reading of the preceding meeting's minutes
 - c. Committee Reports
 - d. Officer Reports
 - e. Old/Unfinished Business
 - f. New Business
 - g. Adjournment
1. The annual meeting shall be held on the third Friday in July at 9:30 AM at a location chosen by the President. The Board of Directors may reschedule the date to meet within two weeks from two weeks from the originally scheduled date.
 2. At the annual meeting, three directors can take any action as permitted by state law.
 3. Regular meetings shall be held the last Sunday of every month.
 4. The President may call a special meeting at any time.
 5. The President and/or Treasurer shall designate a professional firm to advise it and to manage its financial and accounting records.
 6. The President and/or Treasurer shall designate a company/individual to manage its cash accounts.
-

7. At least 15 days before the annual or special meeting, the Secretary shall send a notice of the meeting by first class mail, or by any other reasonable means, and must state the time and place of the meeting. The notice must be sent between seven and ten days before the meeting is to take place. For a special meeting, the notice must also include the purposes of the meeting; no action can be taken at a special meeting except as stated in the notice.
8. A ~~quorum~~ shall consist of three directors. If a quorum is not present, the meeting may be adjourned to such future time as they agree upon.
9. Each director is entitled to one vote.
10. Except for the election of officers and directors, all votes regarding how matters are to be resolved shall be by *viva voce*.
11. When ballots are used, the ballots should not contain any marks that might tend to indicate who cast the ballot. The President, or her designee, shall, before the ballots are cast, designate an officer who shall certify in writing to the President the results. The Secretary must ensure that the writing certifying the results is affixed to the minute book. The designee shall have no personal interest in the question voted upon.
12. Board actions require the assent of a majority, unless state law requires otherwise.
13. Directors may, by written consent, take any action required or permitted to be taken at an annual or special meeting. Such action may be taken without prior notice. The written consent must: i) state the action taken, and ii) be signed and dated by the directors having at least the number of votes that would be needed to take such action at a meeting.
14. If the written consent is not signed by all, the Secretary shall, within three days, send a copy of the written consent to those who did not sign it.

Article III: Board of Directors

1. The Board of Directors shall manage the business of the corporation and shall exercise all of the powers that may be exercised by the corporation under the statutes of the State of Florida, the Amendment of Articles of Incorporation or the corporate bylaws.
2. The salaries of all officers, if applicable, are set by the Board of Directors.
3. At least one of the directors must be a resident of the state of Florida and a United States citizen.
4. The Board of Directors may entertain charges against a director and remove the director when it finds that sufficient evidence exists for such removal. A director who requests a removal hearing is entitled to be represented by counsel. The Board of Directors uses its discretion to determine the rules that apply to removal hearings.
5. Directors serve a term of 2 years and are elected at the annual meeting in the manner and style discussed above.

6. A vacancy on the Board of Directors by reason of death, resignation or other causes may be filled by the remaining directors, or the board may leave the position unfilled, in which case it shall be filled by a vote at a special meeting or at the next annual meeting. During periods when there is an unfilled vacancy on the Board of Directors, actions taken by the remaining directors shall constitute actions of the board.

7. The Board of Directors shall meet annually, immediately following the annual meeting. The Board of Directors may also hold other regular meetings, at times and places to be fixed by unanimous agreement of the board. At annual or regular meetings, the board may take any actions allowed by law or these bylaws. Special meetings may be called by the President or three or more directors giving 15 days' written notice to all directors. A notice of a special meeting must be sent by first class mail, and must state the time, place and purposes of the meeting; no action can be taken at a special meeting of directors except as stated in the notice, unless all directors consent.

8. A quorum for a meeting shall consist of a majority of directors.

9. Directors shall act only by the assent of a majority of those directors who are present.

10. The directors shall not be compensated for serving as such, but may serve in other capacities with the corporation and receive compensation for such service.

11. Directors may, by written consent, take any action required or permitted to be taken at a directors' meeting. Such action may be taken without prior notice to the directors. The written consent must: i) state the action taken, and ii) be signed and dated by at least the number of directors whose votes are needed to take such action at a meeting.

12. If the written consent is not signed by all directors, the Secretary shall, within three days, send a copy of the written consent to those directors to sign.

13. Directors may meet or participate in meetings by telephone or other electronic means as long as all directors are continuously able to communicate with one another.

Article IV: Officers

The officers of the corporation shall consist of:

- President (serves also as the Chairman of the Board),
- Vice-president,
- Secretary,
- Treasurer, and
- any other officers that the Board of Directors may appoint.

A. Duties of the President

- i. Preside at all meetings of the directors, and shall have general charge of the business of the corporation, subject to approval of the Board of Directors.

- ii. Presents an annual report of the work of the organization.
- iii. Appoints all committee members, temporary and permanent.
- iv. Confirms organization complies with all application laws regarding its financial records, books, reports, and certificates.
- v. Together with the Treasurer, signs all checks or designates another individual with his or her signatory authority.
- vi. Ensures that organization does not devote a substantial part of its activities to legislative lobbying.

B. Duties of the Vice-President

- i. In case of the death, disability or absence of the President, the Vice-President shall perform and be vested with all the duties and powers of the President.

C. Duties of the Secretary

- i. Official custodian of the records and corporate seal.
- ii. Maintains the corporate records, including minutes of directors' meetings and consent resolutions.
- iii. Sends notice, as required in these bylaws, of all meetings.
- iv. Takes minutes of corporate meetings.
- v. Responds to correspondence and shares all correspondence with the board.

D. Duties of the Treasurer

- i. Maintains accounts of all moneys received and disbursed,
- ii. Deposits all moneys and valuables in the name of the corporation in banks and depositories designated by the Board of Directors,
- iii. Ensures that there is proper documentation for monies transferred to individuals and organizations outside of the United States are used for the charitable purposes stated above,
- iv. Makes certain that the proper documentation includes the following information:
 - a. Name and address of each recipient,
 - b. Amount distributed to each recipient,
 - c. Purpose for the amount distributed,
 - d. Documentation (such as receipts) showing how the amount was spent,
 - e. The manner in which each recipient was selected, and

- f. The relationship between the corporation and the recipient.
- v. Confirms in writing that a recipient of such monies has not been identified as a terrorist by the "Office of Foreign Assets Control Specially Designated Global Terrorist."
- vi. Ensures that all tax returns, if applicable, are timely filed and that the books are closed prior to the filing of the annual tax return.
- vii. Makes certain that books are maintained on a cash basis.
- viii. Makes financial reports available to the Board on or before March 15th.

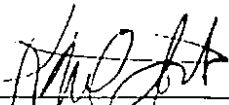
Article V: Amendments

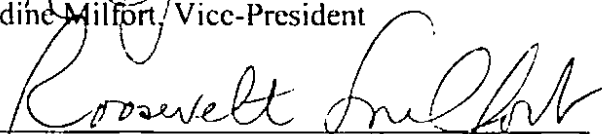
Unless prohibited by the law, the Board may amend or repeal, by majority vote, the Amendment of Articles of Incorporation and its Bylaws may be amended or repealed at the annual meeting or at any special meeting called for that purpose.

These Amendment of Articles of Incorporation were revised by the Board of Directors of **Good Shepherd for Christ "Struggle and Victory", Inc.**

on: 9.1.18

By: 
Marie Yolette Milfort, President/Chairman of the Board

By: 
Kenardine Milfort, Vice-President

By: 
Roosevelt Milfort, Treasurer

Bylaws
Of
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