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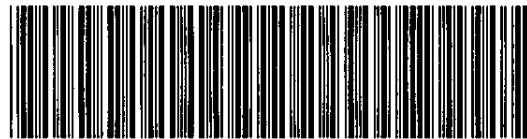
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C. Lewis
11-17-14

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Music Mission Kiev, Inc.

DOCUMENT NUMBER: N94000005663

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

Please return all correspondence concerning this matter to the following:

Deborah Carroll

(Name of Contact Person)

Music Mission Kiev, Inc.

(Firm/ Company)

286 Wilshire Blvd.

(Address)

Casselberry, FL 32707

(City/ State and Zip Code)

dcarrollmmk@earthlink.net

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

For further information concerning this matter, please call:

Deborah Carroll

(Name of Contact Person)

at (407) 699-7172

(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

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
MUSIC MISSION KIEV, INC.

(A FLORIDA NOT FOR PROFIT CORPORATION)

Whereas, Music Mission Kiev, Inc. was incorporated as a Florida not for profit corporation under the Florida Not for Profit Corporation Act, Chapter 617 of the Florida Statutes, on November 16, 1994; and

Whereas, the Corporation, acting through its duly constituted board of directors, desires to amend and restate its Articles of Incorporation in the following respects.

Now, therefore, the Articles of Incorporation of the Corporation are hereby amended *in toto* and replaced by the following, effective upon the filing of these Amended and Restated Articles of Incorporation in the office of the Florida Department of State.

NAME

The name of the Corporation is:

Music Mission Kiev, Inc.

PRINCIPAL PLACE OF BUSINESS

268 Wilshire Blvd.
Casselberry, FL 32707

PURPOSE AND POWERS

The Corporation is organized and operated exclusively for religious, charitable, and/or educational purposes. Such purposes may include, without limitation, the solicitation of funds, the investing of funds, the making of distributions to organizations that qualify as exempt organizations under §501(c)(3) of the Internal Revenue Code (or any corresponding provision of any future United States internal revenue law), hereafter referred to as §501(c)(3), and the spreading of the Gospel of Jesus Christ through evangelism and the establishment of evangelical churches around the world. The MAIN PURPOSE is to bring the major works of Western classical music to the country of Ukraine, proclaiming the message of the Gospel to and through Ukrainian musicians to the world. This purpose encompasses the presentation of concerts, radio programs, television programs, audio recordings, tours to other countries, as well as the establishment of a church to evangelize and disciple new Christians.

The Corporation shall have the following powers:

(a) Sue and be sued and appear and defend in all actions and proceedings in its corporate name and to the same extent as a natural person;

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3

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14 NOV -5 PM 3:42

(b) Adopt and use a common corporate seal and alter the same; provided, however, that such seal shall always contain the words "corporation not for profit";

(c) Elect or appoint such officers and agents as its affairs shall require;

(d) Adopt, change, amend and repeal By Laws, not inconsistent with its Articles of Incorporation, for the administration of the affairs of the Corporation and the exercise of its corporation powers;

(e) Make contracts and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage and pledge of all or any of its property, franchise or income;

(f) Conduct its affairs, carry on its operations and have offices and exercise its powers granted under Chapter 617, Florida Statutes, in any state, territory, district or possession of the United States or any foreign country;

(g) Purchase, take, receive, lease, take by gift, devise or bequest, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real and personal property, or any interest therein, wherever situated.

(h) Acquire, enjoy, utilize and dispose of patents, copyrights, trademarks, licenses and other rights and interests thereunder or therein;

(i) Sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets;

(j) Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of and otherwise use and deal in and with, shares and other interests in, or obligations of, other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships or individuals, or direct or indirect obligations of the United States, or of any other government, state, territory, governmental district, municipality, or of any instrumentality thereof;

(k) Lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(l) Make donations for the public welfare or for religious, charitable, scientific, educational or other similar purposes; and

(m) Have and exercise all powers necessary or convenient to affect any or all of the purposes for which the Corporation is organized.

No part of the net earnings of the Corporation will inure to the benefit of, or be distributed to, any officer or director (or to any member, if members are ever admitted to the Corporation) or any other private person. No substantial amount of the Corporation's activities shall constitute or include carrying on propaganda or attempting to influence legislation. The Corporation will not intervene in, including the publishing or distributing of statements, any political campaign on behalf of, or in opposition to, any candidate for public office. No member, if the Corporation ever admits members, shall have a vested interest in the Corporation's assets. Upon dissolution, the Corporation shall, after making provision for payment of all of the liabilities of the Corporation, distribute all of its remaining assets to one or more 501(c)(3) organizations or governmental entities. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any activity not permitted to be carried on (i) by a corporation exempt under 501(c)(3) or (ii) by a corporation, contributions to which are deductible under 170(c)(2) of the Internal Revenue code (or the corresponding provision of any future United States internal revenue law).

DIRECTORS: MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is: The board of directors will be elected each year by a majority of the former board, and a board member may be removed by a majority of the board.

As of the time that these Articles are amended and restated the Corporation shall have 26 directors to hold office until the next following annual meeting of directors and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the By Laws of the Corporation, but shall never be less than three. The names and addresses of the directors of the Corporation as of the time that these Articles are amended and restated are:

Blake & Millie Bridges
202 Waterford Ln.
Greer, SC 29650

Andy Brock
104 Hollywood Dr.
Coppell, TX 75019

Robert & Jana Daley
6527 Courtwood Dr.
Columbia, SC 29206

Helen Harrison
3508 Rugby Rd.
Durham, NC 27707

Charles & Ruth Ann McChesney
311 Scenic Ridge Ct.
Mars, PA 16046

Roger & Diane McMurrin
286 Wilshire Blvd.
Casselberry, FL 32707

Bob & Kitty Neil
97 Shenandoah Ter.
Box 85
Montreat, NC 28757

Robert & Frances Neill
9511 Oak Spring Dr.
Waco, TX 76712

Eileen Nyholm
13979 Krim Point Rd.
Midlothian, VA 23114

Mary Olson
415 Peachtree Rd.
Orlando, FL 32804

Dr. Paul Palma
928 Versailles Cir.
Maitland, FL 32751

Dennie & Pat Pritchard
13521 Edmonthorpe Rd.
Midlothian, VA 23113

Roger & Beth Rymer
211 Quayside Cir.
Maitland, FL 32751

Frank & Barbara Corwin
3011 Fawnview Dr.
Midlothian, VA 23113

Rosemarie Voyles
2810 NW Golden Drive
Seattle, WA 98117

Wes & Kim Janzen
30/10 Bogdana Khmelnytskoho
Apt. 12
Kiev, Ukraine 01030

OFFICERS

The Corporation shall have offices consisting of a president, a vice president, a secretary, a treasurer, and a chairman of the board of directors, all of which may be occupied by the same person except for the offices of president and secretary, as appointed from time to time by the board of directors.

The names and addresses of the officers as of the time that these Articles are amended and restated are:

Andy Brock
Chairman of the Board

104 Hollywood Dr.
Coppell, TX 75019

Wes Janzen
President

30/10 Bogdana Khmelnytskoho
Apt. 12 Kiev Ukraine 01030

Andy Brock
Vice President

104 Hollywood Dr.
Coppell, TX 75019

Pat Pritchard
Secretary

13521 Edmonthorpe Rd.
Midlothian, VA 23113

Blake Bridges
Treasurer

202 Waterford Ln.
Greer, SC 29650

REGISTERED OFFICE AND AGENT

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The name and Florida street address of the registered agent and office of the Corporation are: Randall C. Johnson, 286 Wilshire Boulevard, Casselberry, Florida 32707.

NOV -5 PM 3:42

BY LAWS

The power to adopt, change, amend and repeal the By Laws of the Corporation is vested in the board of directors, who may adopt, change, amend or repeal the By Laws by the affirmative vote of a majority of the directors present at a meeting (at which a quorum is present) at which the proposed By Law(s), or proposed change, amendment or repeal thereof, is properly brought before the board of directors.

AMENDMENTS

The power to amend the Articles of Incorporation is vested in the board of directors. These Articles of Incorporation may be amended or repealed by an affirmative vote of the majority of those either present at a meeting of the directors called for the purpose of acting upon such amendment (Provided that a quorum is present) or by email response where a majority of the total number of directors cast affirmative votes.

CERTIFICATE

The undersigned, being chairman of the Corporation, certifies that there are no members of the Corporation entitled to vote on these Amended and Restated Articles of Incorporation and that these Amended and Restated Articles of Incorporation were adopted by the board of directors on the 4th day of November 2014.

Andy Brock
Andy Brock, Chairman

STATE OF FLORIDA
COUNTY OF Seminole

The foregoing instrument was acknowledged before me this 4th day of November 2014, by Andy Brock, as chairman of MUSIC MISSION KIEV, INC., who is personally known to me.

Deborah R. Carroll
Notary Public Signature

Deborah R. Carroll
Notary Public Printed Name
My Commission Expires 10/2017

