

N940000005820

LAW OFFICES

OWEN McDONNELL TAYLOR, P.A.

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September 14, 2000

Department of State
Corporations Division
POB 6327
Tallahassee, FL 32314

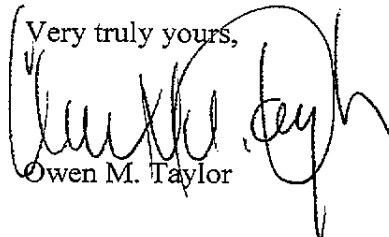
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*****35.00 *****35.00

Re: Dominion Ambassadors International, Inc.

Dear Sirs:

I am enclosing the original Articles of Amendment to Articles Incorporation for the above corporation with a check for \$35.00 filing fee. Please accept these Amendments and return the acknowledgement to this offices.

Thank you for your prompt attention to this matter.

Very truly yours,

Owen M. Taylor

OMT/nc

Amead
LFT
10-12-2000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 OCT 10 PM 2:17



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 28, 2000

Owen M. Taylor, Esquire
1304 Harmony Lane
Annapolis, MD 21401

SUBJECT: DOMINION AMBASSADORS INTERNATIONAL, INC.
Ref. Number: N94000005820

We have received your document for DOMINION AMBASSADORS INTERNATIONAL, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

The capacity of the person signing the document must be typed or printed beneath or opposite the signature.

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) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 600A00051023

RECEIVED
00 OCT 10 AM 9:05
DIVISION OF CORPORATIONS

AMENDMENTS TO THE
ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 OCT 10 PM 2:16

DOMINION AMBASSADORS INTERNATIONAL, INC..

A Florida Non-Profit Religious, Educational and Charitable Corporation

These Amendments to the Articles of Incorporation are made pursuant to the provisions of the Laws of Florida, Religious Corporations, and not-for-profit corporations, Florida Statutes 617.1006.

The original Articles of Incorporation for DOMINION AMBASSADORS INTERNATIONAL, INC. have been previously filed with the State of Florida on November 28, 1994, numbered corporation N94000005820. The original Articles are amended as follows:

FIRST:

The provisions of Articles I, II, III, VI, VII, VIII are unchanged and restated as though set forth herein.

SECOND:

The provisions of paragraph entitle "ARTICLE IV" is replaced by the following:

The provisions concerning the purposes and uses for the corporation entitled "ARTICLE IV Specific Purpose" are replaced by the following:

(A.) The corporation is organized exclusively for religious, educational and charitable purposes, including for such purposes, the making of distributions to organizations which qualify as exempt organizations under section 501 (c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Code or Law), and, more specifically, to receive and administer funds for such religious, charitable and educational purposes, all for the public welfare, and for no other purpose; and to that end to take and hold, bequest, devise, gift, purchase or lease, either absolutely or in trust for such objects and purposes or any of them, any property, real or personal or mixed, without limitation as to amount or value, except such limitations, if any, as may be imposed by law; to sell, convey, and dispose of any such property and to invest and re-

invest the principal or interest thereof, and to deal with and expend the income therefrom for any of the before-mentioned purposes, without limitation, except such limitations as may be imposed by law or contained in such instrument under which such real, personal, or mixed, in trust, is received or under the terms of any will, Deed of Trust, or other trust instrument for the forgoing purposes or any of them, and in administering the same to carry out directions, and exercise the powers contained in the trust instrument under which the trust property is received, including the expenditure of the principal as well as the income, for one or more of such purposes, if authorized or directed in the trust instrument under which it is received, but no gift, bequest, or devise of any of such property shall be received and accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to any person or organization other than a "charitable organization" or for other than for "charitable purposes" within the meaning of such terms as defined herein, or as shall, in the opinion of the trustees jeopardize the Federal Income tax exemption of the corporation pursuant to section 501 (c)(3) or any other section of the Internal Revenue Code, as now in force or afterwards amended; to receive, take title to, hold and use the proceeds and income of stocks, bonds, obligations or other securities of any other corporation, foreign or domestic, but only for the same of all of the foregoing purposes; and, in general, to exercise any, all and every power for which a non-profit corporation is organized under the applicable laws of any state or federal code for religious, educational and charitable purposes, but only to the extent the exercise of such powers are in the furtherance of exempt purposes; and that the corporation may by its By-laws make any other provision or requirement for the arrangement or conduct of the business of the corporation, provided the same be not inconsistent with these Articles of Incorporation nor contrary to state or federal laws.

(B.) No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, Trustees, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for

services rendered to the corporation and to make payments and distributions in furtherance of the purposes set forth herein. No substantial part of the activities of the corporation shall be for the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate, or intervene, (including the publishing or distribution of statements) in any political campaign on behalf of any candidate for public office. Notwithstanding any other provision to the contrary, the corporation shall not carry on any activities not permitted to be carried on: (a.) by a corporation exempt from federal taxation under section 501 (c)(3) of the Internal Revenue Code or, (b.) by a corporation contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or as it may be amended.

(C.) Included among the religious, charitable and educational purposes for which the corporation is organized, as qualified and limited by sections (A.) and (B.) above, are the following:

- 1.) To establish and maintain a church and to provide a place of worship and prayer in accordance with the basic tenets and Articles of Faith established by the corporation and its By-laws.
- 2.) To establish, maintain and conduct a Christian school for religious training and general education including, but not limited to pre-school, kindergarten, elementary, and secondary school, Bible school, college and/or any other such school as may be deemed necessary.
- 3.) To establish day care or related care facilities for children.
- 4.) To further all religious and charitable work.
- 5.) To establish a publishing ministry, including public outlets and/or distribution of publications or other media.
- 6.) To establish orphanages, home of the homeless, shelters, soup kitchens, low income housing, senior citizens homes, pregnancy crises centers, nursing homes, medical facilities, hospitals, cemeteries or other such facilities as the corporation deems advisable.

7.) And for such other purposes as the corporation may deem appropriate and proper to the functions of the corporation.

(D.) In the forgoing statement of purposes:

1.) References to "charitable organization(s)" means corporations, trusts, funds, foundations or community chests created or organized in the United States, or any political subdivision thereof, exclusively for charitable purposes, no part of the net earnings of which inures or is payable to or for the benefit of any private stockholder or individual, and no substantial part of the activities of which involves carrying on of propaganda or otherwise attempting to influence legislation and which do not involve participating, or intervening, in any political To campaign on behalf of any candidates for public office; and,

2.) The term "charitable purposes" shall be limited to and shall include only religious, charitable or educational purposes within the meaning of the terms used in section 501 (c)(3) of the Internal Revenue Code of 1954, and only such purposes as also shall constitute public charitable purposes under the laws of the United States.

THIRD:

The provisions of "ARTICLE V" is replaced by:

The issues of corporate powers and control shall be conducted by the Board of Directors in accordance the By-laws of the corporation.

FOURTH:

There shall be added a new paragraph ARTICLE IX:

A. Upon dissolution of the corporation the Trustees shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organizations organized and operated exclusively for charitable, educational or religious purposes as shall from time to time qualify as an exempt organization under section 501 (c)(3) of the Internal Revenue Code or any future corresponding provision

thereof, as the Trustees shall determine. All such assets not so disposed of shall be disposed of by the Circuit Court of the County where the principal place of worship of the corporation is located, exclusively for such purposes or to such organizations, as the Court shall determine, which are organized and operated exclusively for such religious, charitable or educational purposes.

SEVENTH:

"ARTICLE X" is replaced by the following:

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors.

EIGHTH:

"ARTICLE XI" is replaced by the following:

The corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendments thereto.

CERTIFICATE OF ADOPTION

We certify that on the 6th day of September, 2000, that at a duly called meeting of the above corporation, 4 members of the Board of Directors were present and eligible to vote, that the above amendments were adopted by the vote of 4 votes for the amendment. No members were entitled to vote.

IN WITNESS WHEREOF, we have subscribed to and signed these Amendments to the Articles of Incorporation on this 6th day of September, 2000, we acknowledge the same to be our act and deed and acknowledge that we act on behalf of said corporation.



Secretary

Wendy Duncombe



President/Pastor

N. Cindy Trimm