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October 24, 2000

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AMENDMENT SECTION
DIVISION OF CORPORATIONS
P. O. Box 6327
Tallahassee, Florida 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 OCT 26 PM 2:30

Re: CONGREGATION BETH T'FILAH OF HALLANDALE, FLORIDA INC.

Dear Ladies and Gentlemen:

I am enclosing herewith Articles of Amendment to Articles of Incorporation of IGLESIA CRISTIANA DE MIRAMAR, INC., principally to change the name of the corporation to the corporation named in the caption. I am further enclosing my trust account check in the sum of \$43.75, to cover the filing fee and a certified copy of the Amendment.

I trust you find everything to your satisfaction and thank you for your usual kind attention and cooperation.

Sincerely yours,

Sidney Bodzin
SIDNEY M. BODZIN

SMB: rmd
Enclosures (2)

Sidney Bodzin gave Authorization to correct Document 11/3. TB

Amend E N/C

V. SHEPARD NOV 6 2000

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 OCT 26 PM 2:30

IGLESIA CRISTIANA DE MIRAMAR, INC.

(present name)

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

ARTICLE I is hereby amended to change the name of the corporation to CONGREGATION BETH T'FILAH OF HALLANDALE, FLORIDA INC.

ARTICLES II through VI, inclusive, are hereby revoked, and substituted in their place are ARTICLES II through X, inclusive, of the attached Articles of Amendment to Articles of Incorporation.

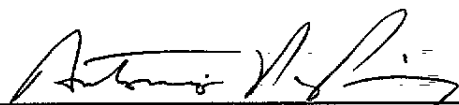
SIDNEY M. BODZIN continues as registered agent of the newly named corporation, and the registered office of the corporation remains at Suite 228, 1031 Ives Dairy Road, Miami, Florida 33179.

The address of the principal office of the new corporation shall be 104 S.E. Second Terrace, Hallandale, Florida 33009.

SECOND: The date of adoption of the amendment(s) was: October 18, 2000

THIRD: Adoption of Amendment (CHECK ONE)

- The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.



Signature of Chairman, Vice Chairman, President or other officer

ANTONIO P. PEREZ

Typed or printed name

President

Title

October 18, 2000

Date

ARTICLES OF AMENDMENT

TO

Articles of Incorporation

OF

Congregation Beth T'filah
of Hallandale, Florida Inc.

Article I. Name

This organization shall be known as Congregation Beth T'filah Hallandale , Florida Inc.

Article II. Purposes

- A. The primary purpose of Beth T'filah is to fulfill the "Great Commission": to make Talmidim (disciples) of all nations. Romans 1:16 says that the presentation of the Gospel of Messiah "is the power of God to salvation for everyone who believes, for the Jew first and also to the Greek."
- B. It is being understood that Jewish people have unique culture, interest, and concerns. Beth T'filah shall endeavor to carry out its purposes in ways that are culturally Jewish, while at no time compromising Scriptural Authority.
- C. Beth T'filah shall encourage and support the efforts of other Jewish organizations when possible; especially the formation of other Messianic Congregations .
- D. Beth T'filah shall endeavor to provide training, whether through seminars or other methods, for those who are called to serve within the Jewish community, both locally or abroad.

Article III. Membership

- A. The membership of Congregation Beth T'filah Hallandale, Florida Inc. referred to herein as "the Congregation" shall consist of all persons whose name appear on the Congregational Membership Roll.
- B. Applications for admission to membership shall be voted on by the congregation at any regular meeting. Membership shall become effective:
1. After a public profession of faith in Y'shua the Messiah as personal Savior, and upon immersion in water as authorized by the Congregation; or*
 2. Upon receipt of a Letter of dismissal and recommendation from some other congregation of like faith and order; or*
 3. By statement, acceptable to the congregation attesting of one's faith in Y'shua as Messiah and a previous immersion from a congregation of like, faith and order.*

***All candidates for membership must complete the membership class.**

- C. Membership may be terminated only in the following manner:
1. Upon the death of the member; or
 2. Upon a member's request; or
 3. Upon a member's joining a congregation of another faith; or
 4. Upon withdrawal of fellowship by the Congregation, to a member, as provided by the Holy Scriptures and more particular in Matthew 18:15-17 and in I Corinthians 5.
- D. On any matter coming before the Congregation for its determination, each member present shall be entitled to one vote which shall be exercised in person and not by proxy. Determination shall be by simple majority of those members present and voting; unless, noted as otherwise by these by-laws.
- E. A minyyn of 10 men members present at any regular scheduled meeting shall constitute a quorum.

Article IV. Affiliation

- A. Beth T'filah is affiliated with the North American Messianic Association and related organizations.
- B. Beth T'filah is affiliated with the Union of Messianic Jewish Congregations.
- C. Beth T'filah shall be fully autonomous and sovereign in its own matters as it submits to the Lordship of Y'shua.

Article V. The Elders

- A. The business and secular affairs of Beth T'filah shall be administered by the Elders (herein collectively referred to as "The elders") in accordance with these By-Laws. Although referred to herein as "The Elders", The Elders shall constitute the Board of Directors of the Congregation as required by section 617.0202 of the Florida Statutes. An Elder shall be considered as a Director as required.
- B. The Elders shall consist of those men, nominated by the Congregational Leader and present Elders and elected by the congregation. An Elder shall serve until his term of office terminates as herein provided.
- C. An Elder shall be a man who is a member of Beth T'filah in good standing and who has the Scriptural qualifications for an Elder as set forth in Titus 1:6-9 (also see I Timothy 3:8-13). Other qualifications may be set forth by the congregation.
- D. The Term of office of an Elder shall terminate upon:
 - a. his death
 - b. his resignation
 - c. termination of his membership in the Congregation
 - d. his removal from office by the Congregation for Scriptural reasons and by Scriptural means.
- E. The Elders shall meet regularly at such time and place as they determine. Special meetings may be called by Chairman of the elders, the roeh, or a majority of the Elders giving notice thereof to each Elder. A majority with the Elders shall constitute a quorum and a majority vote of the Elders present shall be sufficient to decide on any matter before the Elders for consideration.

Article VI. Officers of the Congregation

- A. The Congregational Leader shall be the spiritual leader of Beth T'filah. It shall be the privilege of the Congregational Leader to preach to the congregation, to administer the ordinances, to act as moderator or appoint a moderator at business meetings, and to perform the various other duties incumbent of his office. The Congregational Leader shall be elected by the congregation and shall continue in this office until his service is terminated by his death, resignation or by 3/4 vote of the congregation.
- B. The Elders are the officers of the Congregation as provided by Article V of these By-Laws.
- C. The Clerk shall keep an accurate record of the proceedings of each business meeting of the Congregation, shall keep and maintain the membership roll of the Congregation, and shall keep and maintain other records as prescribed by the Congregational Leader or the Elders. The Clerk shall be elected by the Congregation for an unspecified time of service which shall end upon request of the Clerk or Elders.

CORPORATE OFFICERS

- A. The President of Beth T'filah shall be the Chairman of the Elders as elected by the Elders and shall serve one year. He may serve consecutive terms.
- B. The Vice-President of the Beth T'filah shall be appointed by the President from the elders.
- C. The Secretary is nominated from the congregation and elected by a simple majority. His or her term may continue until resignation or removal by the congregation. The Secretary must be a member of Beth T'filah.
- D. The Treasurer is nominated from the congregation and elected by a simple majority. His or her term may continue until resignation or removal by the congregation. The Treasurer must be a member of Beth T'filah.

Article VII. Effective Date

These By-Laws shall hereby be effective upon their adoption by the Congregation.

Article VIII. Committees of Beth T'filah

Beth T'filah reserves the right at any time and in such manner as it may determine to appoint any committee. The membership of each committee and the term of office shall be determined by the Congregation.

Article IX. Amendments

These By-Laws may be amended, supplemented or superseded at any time by action of the Congregation taken in the manner provided therefore in these By-Laws.

Article X. Scripture

Beth T'filah affirms the inerrancy of Scripture (both Old and New Covenants) and will subject itself to Scriptural authority as it embraces Lordship of Y'shua HaMashiach. (For further discussion of doctrine, see Beth T'filah's Statement of Faith).

List of Directors / Officers

President Tony Perez
Vice President Sabas Blanco
Secretary Rebecca Stephens
Treasurer Jan Weiss