



TAMPA, FLORIDA

Jesus People Family Worship Center Church

"Where Worship is a Lifestyle"

4802 Gunn Highway, Ste. 126

Tampa, FL 33624-6348

Phone (813) 264-4656 Fax (813) 908-9556

E-mail: Tampabaypastor@msn.com

N96000006081 May 19, 2000

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

To Whom It May Concern:

Please find enclosed one (1) copy and the original Articles of Amendment to Article of Incorporation, for **JESUS PEOPLE FAMILY WORSHIP CENTER CHURCH, INC.**, a not-for-profit corporation.

Also, find the appropriate filing fee of \$45.75 for a Certified Copy and Certificate of Corporation. Please mail all correspondence to the following address:

Jesus People Family Worship Center Church, Inc.
4802 Gunn Highway, Suite 126
Tampa, Florida 33624-6348

Thank you for your assistance in this matter.

Sincerely,

Andre V. Mitchell
Senior Pastor

Enclosures as stated

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Amend
LF 6-7-2000

ARTICLES OF AMENDMENT
to
ARTICLE OF INCORPORATION
of
JESUS PEOPLE FAMILY WORSHIP CENTER
CHURCH, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 MAY 24 PM 4: 54

(A church organized under the nonprofit corporation laws of Florida)

Pursuant to the laws as stated in the Florida statutes, more specifically, the provisions of section 617.1006, Florida Statutes, the undersigned Florida non-profit corporation, **JESUS PEOPLE FAMILY WORSHIP CENTER CHURCH, INC.**, adopts the following Articles of Amendment to its Article of Incorporation duly filed November 22, 1996, under the Florida Not for Profit Corporation Act.

FIRST: *The Corporation hereby certifies and adopts the following amended articles in accordance with the laws of the state of Florida, and as authorized and set forth in the By Laws of the Corporation:*

ARTICLE I - NAME

The name of the Corporation shall be: Jesus People Family Worship Center Church, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business of the Corporation shall be:

4802 Gunn Highway, Suite 126
Tampa, Florida 33624-6348

The mailing address of the Corporation shall be:

4802 Gunn Highway, Suite 126
Tampa, Florida 33624-6348

ARTICLE III - PURPOSES

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

Moreover, the specific purpose for which the Corporation is organized is described as follows:

Jesus People Family Worship Center Church, Inc. is specifically organized as a non-profit independent Christian fellowship (church) with the purpose of spreading the Gospel of the Lord Jesus Christ throughout as much of the world as is possible. This Corporation will engage in making, teaching and baptizing disciples into the family of Almighty God.

ARTICLE IV – REGISTERED AGENT

The registered agent of the Corporation shall be the Senior Pastor of Jesus People Family Worship Center Church, Inc.

ARTICLE V - _____ REGISTERED OFFICE AND AGENT

The address of the registered office of Jesus People Family Worship Center Church, Inc. is:

10423 Oakbrock Drive
Tampa, FL 33624

The name of the registered agent of Jesus People Family Worship Center Church, Inc. is:
Andre V. Mitchell, Senior Pastor

ARTICLE VI – INCORPORATORS

The Incorporators of Jesus People Family Worship Center Church, Inc. are:

Andre V. Mitchell, Incorporator-Founder
Nancy M. Mitchell, Incorporator
Bishop Isaiah Williams, Incorporator

ARTICLE VII – SENIOR PASTOR

The Senior Pastor of Jesus People Family Worship Center Church, Inc. shall occupy and maintain the office of President of the Corporation in accordance with the By Laws of Jesus People Family Worship Center Church, Inc. The Founding Senior Pastor of Jesus People Family Worship Center Church, Inc. shall be the following named person whose address shall be the same as the principal office of the Corporation as set forth in the Article Second hereof: *Andre V. Mitchell.*

The Senior Pastor shall exercise a general superintendence and direction over the affairs of Jesus People Family Worship Center Church, Inc. as to the manner of operation for discharging transactions, formal religious procedures, and ecclesiastical duties.

The criterion of qualifications for the office Senior Pastor and the manner of investiture shall be as set forth in and regulated by the ecclesiastical authority of the Holy Bible, and the By Laws of the Corporation. The Senior Pastor of Jesus People Family Worship Center Church, Inc. shall remain in office for as long as the Divine Call of God is upon him.

ARTICLE VIII – RESPONSIBILITIES AND AUTHORITY

The Senior Pastor shall be responsible for managing the affairs of the Corporation. The By Laws of Jesus People Family Worship Center Church, Inc. are to be composed and executed by the Senior Pastor with the assistance, when needed, of other Board Members. Board Members shall consist of persons elected and/or appointed from the general membership of Jesus People Family Worship Center Church, Inc. At the discretion of the Senior Pastor, Board Members may also include honorary persons who are not a part of the general membership of Jesus People Family Worship Center Church, Inc.

ARTICLE IX – PROMULGATION AND ENFORCEMENT OF RULES AND REGULATIONS

The Senior Pastor is hereby authorized and empowered to promulgate and enforce such rules and regulations as are necessary to avert, restrain, or quell intense antagonism and excessive hostility, threatened or actual, during any church crisis declared by the Senior Pastor to exist. In order to protect the ecclesiastical welfare and stability, prevent nuisance and menace, safeguard church property from actual or constructive damage or destruction, refute overt viciousness, and to maintain peace, tranquility, and good order and normalization in the church, these rules and regulations shall have immediate full force and effect, and shall affect such ministers, officers, trustees, directors, members, and persons as in the judgment of the Senior Pastor shall best provide for the protection of persons and property where aggressive provocation, belligerence and intimidation exist or are threatened among the members of the Jesus People Family Worship Center Church, Inc.

ARTICLE X – EXTRAORDINARY EMERGENCY POWERS

The Senior Pastor is hereby authorized and empowered to take such measures and to do all and every act and thing which he may deem necessary in order to prevent covert and overt acts of insurgence and rebellion, to the members of the church, and to maintain peace, tranquility, and good order in the church, and in any component part thereof, and in any area of the organization designated by the Senior Pastor.

The Senior Pastor is hereby further authorized and empowered, to cope with said covert and overt acts of insurgence and rebellion, to order and direct any ministers, officers, trustees, directors, members, and persons, or group of persons to do any act which would in the Senior Pastor's opinion prevent a breach of the peace and tranquility, or the Senior Pastor may order such ministers, officers, trustees, directors, members, and persons, or group of persons to refrain from doing any act or thing which would, in the Senior Pastor's opinion, encourage, increase, or prolong intense antagonism and excessive hostility, threatened or actual, during any church crisis.

In all such cases, the Senior Pastor is authorized and empowered to take and exercise any appropriate actions, powers, and prerogatives to avert any internal organizational activity that would in the Senior Pastor's opinion, endanger the existence of the church, or tend to cause, a breach of the peace, or endanger the peace and good order of the church, and shall have full power by appropriate means to enforce such authorized actions.

ARTICLE XI – BOARD OF DIRECTORS

The manner in which the directors are elected or appointed as follows, in accordance with the By Laws of Jesus People Family Worship Center Church, Inc.: Officers and Directors of Jesus People Family Worship Center Church, Inc. shall be appointed as needed by the leadership and calling of the Holy Spirit of God. The Board of Directors of the Corporation may be expanded in accordance with the By Laws of Jesus People Family Worship Center Church, Inc.

The names and addresses of the persons who are the *initial* officers and members of the Board of Directors of Jesus People Family Worship Center Church, Inc. are as follows:

Name and Title

Andre V. Mitchell, *President/Pastor*

Nancy M. Mitchell, *Vice-President*

Address

10423 Oakbrook Drive
Tampa, Florida 33624

10423 Oakbrook Drive
Tampa, Florida 33624

Bishop Isaiah S. Williams, Jr., *Director/Trustee*

16206 Northwest 83rd Court
Miami, Florida 33016

The named persons shall serve as members of the Board of Directors/Trustees of the Corporation.

ARTICLE XII - TRUSTEES

The names and addresses of the persons who are the Trustees of Jesus People Family Worship Center Church, Inc. are as follows:

Name and Title

Deacon Alex Charles, *Trustee*

Address

11331 Andy Drive
Riverview, Florida 33569

Deacon Federico Gordon, *Trustee*

530 Tuscany Park Loop
Brandon, Florida 33511

Bishop Isaiah S. Williams, Jr., *Trustee*

16206 Northwest 83rd Court
Miami, Florida 33016

ARTICLE XIII - CAPITAL STOCK

The Corporation shall have no capital stock and shall be composed of members rather than shareholders.

ARTICLE XIV - MEMBERSHIP QUALIFICATIONS

The criterion and conditions of membership qualifications for Christian fellowship and the manner of admission shall be as set forth in and regulated by the ecclesiastical authority of the Holy Bible, and the By Laws of the Corporation. To wit, any person who has been spiritually "born-again," through faith in Jesus Christ as Lord and Savior, is qualified to become a member of this organization provided they show genuine evidence of godly character. Persons shall be accepted in any of the following ways:

1. Baptism into the Body of Christ
2. Christian Experience
3. Letter indicating previous church membership.

Any person who has been received as a member of this Christian Body has the right and privilege to participate in all activities and voting rights that pertains to the members, as set forth in the By Laws of the Corporation.

Participation in a lifestyle contrary to the principles of God as stated in the Bible, God's Holy Word, is reason enough for dismissal or expulsion from this Body until such time as the disobedient life has been reconciled to the perfect will of God and thereby restored to sweet fellowship.

Members shall be free to transfer or relinquish their membership in Christian fellowship at Jesus People Family Worship Center Church, Inc. at their discretion.

ARTICLE XV- MEMBERSHIP CLASSIFICATIONS AND OBLIGATIONS

There shall be no limitations created because of divisions established by classes of people. All members of Jesus People Family Worship Center Church, Inc. shall be equal in rank as established by the

Oracle Word of God. All members shall be obligated, first to God, then to fellow members, to walk circumspectly in the world. All members will walk worthy of the vocation of the "calling" to be Sons and Daughters of the Most High God; separating themselves from involvement in the lust of the world.

ARTICLE XVI - CHURCH POLITY AND ACCOUNTABILITY

Jesus People Family Worship Center Church, Inc., while maintaining its inherited rights to sovereignty in the conduct of its own affairs, this church may voluntarily enter into spiritual fellowship with churches of precious like Faith.

The Corporation and its leadership will be subordinate to, and subject to accountability, counsel, and direction of its Father Headquarters Overseeing Church, Jesus People Ministries Church, Inc. of Miami, Florida under the ecclesiastical leadership of Bishop Isaiah S. Williams, Jr., D.D.

ARTICLE XVII - PROHIBITIONS

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 and to make payments and distributions in the furtherance of the purposes set forth in Article Third hereof.

No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) and political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these Articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

Moreover, notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

ARTICLE XVIII - INDEMNIFICATION

The Corporation shall indemnify a director of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding.

The Corporation may indemnify an individual made a party to a proceeding because the individual made a party to a proceeding because the individual is or was a director, officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the Board of Directors, that indemnification of the director, officer, employee or agent as the case may be, is permissible in the circumstances because the director, officer, employee, or agent has met the standard of conduct set forth by the Board of Directors.

The indemnification and advancement of attorney fees and expenses for directors, officers, employees and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a pastor, director, officer, employee or agent of the Corporation, as the case may be, as a

director, officer, partner, trustee, employee or agent of another foreign or domestic corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation.

The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a pastor, director, officer, employee, or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding.

The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a pastor, director, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law.

All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a pastor, director, officer, employee, or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner.

If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be severable and provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director," "officer," "employee," and "agent" shall include the heirs, estates, executors, administrators, and personal representatives of such persons.

ARTICLE XIX - SETTLEMENT OF DISPUTES

The Corporation agrees that it will settle internal disputes in accordance with scriptural criterion, church policy, and divine directives, as set forth in and regulated by the ecclesiastical authority of the Holy Bible, and Article IX - Settlement of Disputes, of the By Laws of Jesus People Family Worship Center Church, Inc.

ARTICLE XX - COVENANT NOT TO SUE

The Corporation agrees that it will never institute any action or suit at law or in equity against any pastor, director or officer of the Corporation, nor institute, prosecute, or in any way aid in the institution or prosecution of any claim, demand, action, or cause of action for damages, costs, loss of services, expenses, or compensation for or on account of any damage loss or injury either to person or property, or both, whether developed or undeveloped, resulting or to result, known or unknown, past present, or future, arising out of a pastor, director or officer of the Corporation's service to the Corporation.

ARTICLE XXI - DEDICATION AND DISTRIBUTION OF ASSETS

Assets of the Corporation are permanently dedicated to the furtherance of the specified exempt purposes set forth in Article Third hereof, within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal tax code.

ARTICLE XXII - DISSOLUTION

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code, or shall be distributed to the federal government, or to a state or local government for public purpose.

More specifically, in the event of dissolution the residual assets of the Corporation, Jesus People Family Worship Center Church, Inc. will be transferred and endowed to the Fathering Headquarters Church, Jesus People Ministries Church, Inc. of Miami, Florida, an exempt organization within the meaning of section 501(c) (3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

However, if the named recipient, Jesus People Ministries Church, Inc. of Miami, Florida, is not then in existence or no longer a qualified distributee or unwilling or unable to accept the distribution, then the assets of this Corporation shall be distributed to a fund, foundation or corporation organized and operated exclusively for the purposes specified in section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal tax code. Reliance may be placed upon Florida state law to establish permanent dedication of assets for exempt purposes.

Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XXIII - CONSTITUTION AND BY LAWS

In order to insure the discipline of order, Jesus People Family Worship Center Church, Inc. shall establish a constitution and By Laws. Any such By Laws shall be introduced for law to those Corporation Members present at any such called Business Meeting. Proposed By Laws shall be altered, rescinded, or voted into law by a majority vote of those members present at any such called business meeting in which By Laws are to be made, alter, and/or rescinded.

ARTICLE XXIV - AMENDMENT

The Articles of Incorporation may be amended in the manner provided by law. Amendments to the Article of Incorporation of Jesus People Family Worship Center Church, Inc. shall be proposed by the Senior Pastor or any member of the Board of Directors, upon approval by the Senior Pastor. After which, said Amendments shall be introduced to the Members and adopted by a majority vote of members present at such business meeting wherein Amendments to the Article of Incorporation of Jesus People Family Worship Center Church, Inc., are to be proposed and adopted.

ARTICLE XXV - TERM OF EXISTENCE

The Corporation shall have perpetual existence. The Corporate existence commenced on November 22, 1996.

ARTICLE XXVI - EFFECTIVE DATE

These Articles of Amendment to the Article of Incorporation of Jesus People Family Worship Center Church, Inc. shall be effective immediately upon approval of the Secretary of State, State of Florida.

SECOND: *The date of adoption of the aforesaid Articles of Amendment to Article of Incorporation of Jesus People Family Worship Center Church, Inc., was the 11th day of May, 2000.*

THIRD: The aforesaid Articles of Amendment to Article of Incorporation were presented to the members of Jesus People Family Worship Center Church, Inc., by the Board of Directors, in the manner set forth in and regulated by the By Laws of the Corporation.

The amendments were adopted by the members, and the number of votes cast for amendment was sufficient for approval.

IN WITNESS WHEREOF, we have hereunto set our hand and seal acknowledged and filed pursuant to section 617.01201, Florida Statutes, the foregoing Amended Articles which comprise the Articles of Amendment to Article of Incorporation of Jesus People Family Worship Center Church, Inc., a nonprofit charitable organization, under the laws of the State of Florida this 11th day of May, 2000.

JESUS PEOPLE FAMILY WORSHIP CENTER CHURCH, INC.

Corporation Name

Andre V. Mitchell

Signature of Senior Pastor-President of Church

ANDRE V. MITCHELL - PASTOR

Typed/Printed Name and Title

Federico Malden

Signature of Trustee of Church

Federico Malden Deacon

Typed/Printed Name and Title

Alex Charles

Signature of Trustee of Church

ALEX CHARLES, DEACON

Typed/Printed Name and Title