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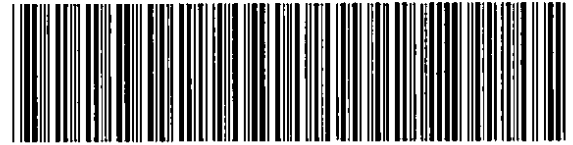
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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** GRACE INTERNATIONAL CHURCH, INC.

**DOCUMENT NUMBER:** N97000000477

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

Please return all correspondence concerning this matter to the following:

LOUIS J. FIELDS, JR.

(Name of Contact Person)

GRACE INTERNATIONAL CHURCH, INC.

(Firm/ Company)

6611 RAMONA BOULEVARD

(Address)

JACKSONVILLE, FL 32205

(City/ State and Zip Code)

pastorfields@incrediblegrace.org

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

For further information concerning this matter, please call:

LOUIS J. FIELDS, JR.

(904) 994-9161

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:

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|--|--|---|---|

**Mailing Address**

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

**Street Address**

Amendment Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
GRACE INTERNATIONAL CHURCH, INC.**

Document Number N97000000477

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:

**FIRST:** The existing Articles of Incorporation are hereby deleted, and the following numbered new Articles of Incorporation are hereby substituted in lieu thereof:

**ARTICLE I**

The name of the corporation shall be **GRACE INTERNATIONAL CHURCH, INC.**

**ARTICLE II**

The duration of the corporation is perpetual.

**ARTICLE III**

The purpose for which the corporation is organized are to operate exclusively for religious, charitable, educational, and distinct ecclesiastical purposes within the meaning of 501(c)(3) of the Internal Revenue Code 1986, or the corresponding provision of any future United States Internal Revenue law thereto, and such purposes shall include the following:

(a) Religious.

(b) To conduct a local church by the direction of the Lord Jesus Christ and under the leadership of the Holy Spirt in accordance with all of the Commandments and provisions as set forth in the Holy Bible, the irrevocable word of God. Pursuant thereto, the following activities and guidelines shall be established:

- i. A recognized Creed, Code of Doctrine, discipline and form of worship shall be established.
- ii. An ecclesiastical form of government shall be established.
- iii. Ordination of ministers upon completion of the prescribed course of study, designated by this church ministry.
- iv. An organization of ministers shall be established to minster to the congregation of GRACE INTERNATIONAL CHURCH, INC.
- v. Establishment of a congregation membership based upon the acceptance of a recognized creed and belief and support of the church.
- vi. Spread the Word of the Gospel through seminars, radio, television, establishment of church literature, the internet, and other forms of mass media for the purpose of educating the individual in the World of God.

- vii. The Establishment of various religious services pursuant to the recognized Creed, form of worship, code of doctrine and discipline of the church and the establishment of Sunday Schools and religious schools for Christians and educational instructions to the young and old.
- viii. Establishing a Bible Training School or School of Theology (not considered an accredited educational institution) for the preparation of ministers who minister to GRACE INTERNATIONAL CHURCH, INC.
- (c) Minister the Word of God to the faithful, and all others.
- (d) Promote and encourage, through the ministry of the organization, cooperation with other organizations ministering within the community.
- (e) To acquire and hold such property, either real or personal, for church purposes, as may be necessary for its membership and worship of God.

#### **ARTICLE IV**

The name and address of the current registered agent and registered office are:

Registered Agent:	Louis J. Fields, Jr.
Registered Office:	6611 Ramona Boulevard
County, City, Zip Code:	Duval County, Jacksonville, Florida 32205

#### **ARTICLE V**

The Board of Directors is three (5) in number, their names and addresses being as follows:

<b><u>Directors' Names</u></b>	<b><u>Address</u></b>
Louis J. Fields, Jr. (President)	6611 Ramona Boulevard Jacksonville, FL 32205
Lisa L. Fields (Vice President)	6611 Ramona Boulevard Jacksonville, FL 32205
Barbara M. Fields (Secretary/Treasurer)	5740 Vernon Road Jacksonville, FL 32209
Allan Bolton (Board Member)	9429 Ribault Ave. Jacksonville, FL 32208
Louis Fields, III (Board Member)	301 W Bay St., Ste 1442 Jacksonville, FL 32202

#### **ARTICLE VI**

In accordance with and in addition to the powers conferred by the laws of the State of FLORIDA, the Non-profit Corporation shall have the following powers:

- (a) To receive and accept gifts of money and property and hold the same for any of the purposes of the Corporation and its work.
- (b) To raise and assist in raising funds for the purposes herein set forth, including the issuance of bonds or other instruments of credit.
- (c) To acquire, own, lease mortgage, and dispose of property, both real and personal.
- (d) To conduct and carry-on religious services and instruction through the public media, including electronic broadcasting, AM and FM radio, telecasting, microwave distribution, closed circuit television, cable television, social media, and the internet.
- (e) To acquire, own, and operate such broadcasting and/or telecasting facilities.
- (f) To accept property and donations in trust for religious or charitable purposes.
- (g) To acquire, hold, own, sell, assign, transfer, mortgage, pledge, or otherwise dispose of shares of the capital stock, bonds, obligations, cryptocurrencies, or other securities of other corporations, domestic or foreign, as investments or otherwise, in carrying out any of the purposes of the corporation and, while the owner thereof, to exercise all rights, powers and privileges of ownership, including the power to vote thereon.

## ARTICLE VII

GRACE INTERNATIONAL CHURCH, INC., is not organized for pecuniary gain or profit, nor shall it have any power to issue certificates of stock or declare dividends, or no part of its net earnings shall inure to the benefit of any members, directors, trustees or individuals, except that GRACE INTERNATIONAL CHURCH, INC., shall be authorized and empowered to pay and to be paid a reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of GRACE INTERNATIONAL CHURCH, INC., shall be the carrying of propaganda or otherwise attempting to influence legislation, and GRACE INTERNATIONAL CHURCH, INC., shall not participate in or intervene in (including the publishing or distribution of statements) a political campaign.

Notwithstanding any other provisions of these Articles, GRACE INTERNATIONAL CHURCH, INC., shall not carry on any other activities not permitted to be carried on by:

- (a) A corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue law or,
- (b) A corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue law.
- (c) In the event of the dissolution of this corporation, or in the event it shall cease to carry out the objectives and purposes herein set forth, all of the business, property and assets of the corporation shall go and be distributed to such non-profit corporation qualifying as an organization exempt under the provisions of Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or local government for exclusive public purpose, as the board of directors of the corporation may select and designate, and in no event shall any of said assets or property, in the event of dissolution thereof go or be distributed to members, either for the reimbursement of any sum subscribed, donated or

contributed by such members, or for any other such purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court of the County in which the principal office of the corporation is located, exclusively for such purposes, or the organizations as said Court shall determine, which are organized and operate exclusively of such purposes.

### **ARTICLE VIII**

There shall be but one class of membership in this corporation. Membership of this corporation may be obtained by natural persons of all races, creeds, and colors, who shall publicly profess belief in Jesus Christ as their personal Savior, and who shall further profess their belief in the purposes of this organization as set forth herein above, and who shall thereafter be accepted into the membership in such a manner as provided by the Board of Directors of this corporation. Any amendments to the articles of Incorporation may be made only by the Board of Directors. Likewise, the By-laws may be made, altered or rescinded only by the Board of Directors of this corporation, having received the vote of a majority of the Board of Directors in office.

### **ARTICLE IX**

(a) The business and property of the corporation shall be managed by GRACE INTERNATIONAL CHURCH, INC.'S, Board of Directors. All corporate powers shall be exercised by or under the authority of, and all affairs of the corporation shall be managed under the direction of, the Board of Directors. The present directors now duly constituted and elected shall constitute the Board of Directors and they shall hold their office permanently or until other or further election. The directors of this corporation are as follows: Louis J. Fields, Jr., Lisa L. Fields, Barbara M. Fields, and Louis J. Fields, III.

(b) The directors of this corporation have sole voting power; and no other members of the corporation, other than the directors, have the right to vote on any matters pertaining to the corporation.

(c) In the event of the inability of any director to act, or in the event of the death or incapacity of any director, the remaining directors shall elect another director, or directors, to fill the vacancy or vacancies thus created. A quorum of directors for purposes of a general vote on the affairs of the corporation shall consist of three directors; however, for the purpose of filling a vacancy on the board of directors, a quorum shall consist of all the remaining directors who are filling the vacancy or vacancies.

(d) With respect to the hiring and appointment of a Senior Pastor, the sole responsibility for hiring the Senior Pastor shall rest with the Board of Directors. In the event that the Senior Pastor dies or becomes incapacitated or otherwise unable to perform the duties of his office, then and in that event the directors shall, after prayerful consideration, appoint a Senior Pastor of the Church.

(e) The Founding Senior Pastor of the church and President of this corporation is Louis J. Fields, Jr. In the event that the president of the corporation dies or becomes incapacitated or otherwise unable to perform the duties of his office, then and in that event the directors shall automatically forthwith appoint the Vice President as the President of the corporation. At this time, the Vice President is Lisa L. Fields.

(f) The Board of Directors shall have authority and power, which is hereby given, to provide suitable and proper means and religious ceremony and required tests and qualifications for entrance into the ministry of the church, hereby being established and organized and by and

through the means as established and administered that any and all applicants may be inducted into the ministry thereby license, commission or full ordination with all church authority possible for any church or ecclesiastical body to be given or to possess or to administer, giving therein authority to administer all sacred services of ecclesiastical bodies and to include all sacred and sacramental services, and to further include the marriage services and together with the sacred services of baptism.

(g) The Board of Directors shall have the authority and power, which is hereby given, to establish, institute, operate and maintain any and all such additional departments, associations, institutions, schools, mission stations, programs, and/or any and all such other vehicles as may be deemed appropriate and advisable by said Board of Directors for the propagation of the Gospel and Christian and religious worship and where within the United States of America and/or in any other country.

(h) The Board of Directors of GRACE INTERNATIONAL CHURCH, INC., shall have the power and authority which is hereby given, to negotiate or designate agents to negotiate all of the business transactions, all receipts and all disbursements, for any such additional departments, associations, institutions, schools, mission stations, programs, and/or any and all such other vehicles established or instituted by this corporations.

#### **ARTICLE X**

The principal office of GRACE INTERNATIONAL CHURCH, INC., shall be 6611 Ramona Boulevard in the city of JACKSONVILLE, the state of FLORIDA, and the county of DUVAL.

#### **ARTICLE XI**

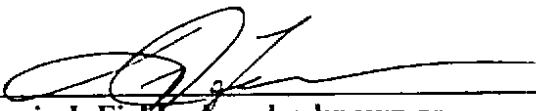
The corporation shall be a sovereign body, and the regulation of the internal affairs of the corporation shall be governed by the provisions of the By-laws of the corporation, to the extent they are not inconsistent with these Articles.

**SECOND:** The date of the foregoing amended articles' adoption: May 5, 2023.

**THIRD:** There are no members entitled to vote on the amendments. The amendments were adopted by the Directors.

Signed this 5th day of May 2023.

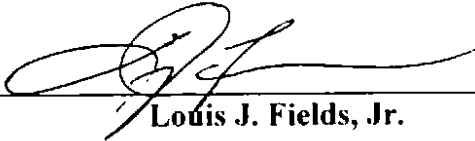
Signature

  
\_\_\_\_\_  
Louis J. Fields, Jr., also known as  
Louis J. Fields, Jr., President and Chairman of Board

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

NOTICE IS HEREBY GIVEN that I, Louis J. Fields, Jr., hereby accept the designation as Registered Agent for **GRACE INTERNATIONAL CHURCH, INC.**, 6611 Ramona Boulevard, Jacksonville, Florida 32205, and shall accept Service of Process for said corporation.

Signed this 5th day of May 2023.

  
\_\_\_\_\_  
Louis J. Fields, Jr.