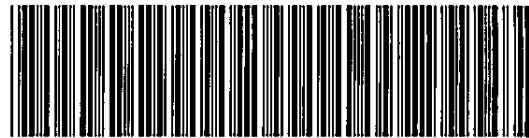


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DIVISION OF CORPORATIONS  
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TALLAHASSEE, FLORIDA

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Amend &

NIC

SP



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

March 12, 2007

Ralph E. Oliver  
Cornerstone Ministries  
P.O. Box 372  
Crawfordville, FL 32326

SUBJECT: CORNERSTONE MINISTRIES IPHC, INC.  
Ref. Number: N9800000116

We have received your document for CORNERSTONE MINISTRIES IPHC, INC.  
. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The fee to file articles of amendment is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

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.

Please return a copy of this letter along with your document to ensure proper handling.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6901.

Susan Payne  
Senior Section Administrator

Letter Number: 407A00017235

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Cornerstone Ministries IPHC, Inc.

**DOCUMENT NUMBER:** N98000000116

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

Please return all correspondence concerning this matter to the following:

Rev. Ralph E. Oliver  
(Name of Contact Person)

Cornerstone Ministries  
(Firm/ Company)

P O BOX 372  
(Address)

Crawfordville, FL 32326  
(City/ State and Zip Code)

For further information concerning this matter, please call:

Rev. Ralph E. Oliver at ( 850 ) 508-9532  
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$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



The date of adoption of the amendment(s) was: March 7, 2007

Effective date if applicable: n/a  
(no more than 90 days after amendment file date)

Adoption of Amendment(s)      **(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 *Ralph E. Oliver*  
(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Rev. Ralph E. Oliver  
(Typed or printed name of person signing)

President  
(Title of person signing)

**FILING FEE: \$35**

**AMENDMENTS TO THE  
ARTICLES OF INCORPORATION  
OF  
CORNERSTONE MINISTRIES IPHC, INC.**

**STATE OF FLORIDA**

**COUNTY OF WAKULLA**

**TO THE SECRETARY OF STATE OF THE STATE OF FLORIDA:**

We, the undersigned, being persons legally competent to enter into contracts, do hereby adopt the following amendments to the Articles of Incorporation:

**ARTICLE I  
NAME**

*Article I shall be amended to read as follows:*

The name of the corporation shall be: CORNERSTONE MINISTRIES WAKULLA, INC.

**ARTICLE II  
ADDRESS**

*Article II shall be amended to read as follows:*

The physical address shall be 824 Shadeville Highway, Crawfordville, Florida 32327

**ARTICLE III  
PURPOSES**

*Article III shall be amended to read as follows:*

The purposes for which this corporation is formed are:

1. to carry out the spiritual, missionary, benevolent, educational and social work of a church as outlined in the New Testament
2. to act in cooperation with other churches and non-profit corporations to carry out this purpose.

## **ARTICLE IV DIRECTORS**

*Article IV shall be amended to read as follows:*

The manner in which the directors are selected is as follows:

They shall be recommended by the Pastor, and confirmed by the current board of elders. The directors shall have such power over the affairs of the Corporation, and such authority to act for the Corporation as needed, provided that the Directors shall at no time be empowered to act in contravention to the direction of the Pastor and board of elders.

## **ARTICLE V CORPORATE POWERS**

*Article V shall be amended to read as follows:*

The Corporation shall have and exercise all the powers authorized by law to be conferred upon or exercised by such a corporation, including those enumerated in all the applicable laws of the State of Florida, and shall have and exercise the following powers:

1. To receive by gift, devise, bequest, or otherwise, and to hold, barter, convey, lease, exchange, distribute, sell, invest, and otherwise dispose of all money or property, real personal, or mixed, either absolutely or in trust to be used, either the principal or income there from, as may be directed in the furtherance of any of the above mentioned purposes or any other purpose within its corporate powers;
2. To enter into contracts or trust agreements with individuals, corporations, or partnerships for the purpose of acquisition and building, as well as disposition, of any property which would be advantageous to the furtherance of the Gospel of Jesus Christ
3. To enter into contracts or trust agreements with individuals, corporations, or partnerships, and to act as trustee, in order to carry out and promote the purposes of this Corporation;
4. To prosecute or defend any actions or suits in which the Corporation is involved; and

5. To exercise any and all powers (including the borrowing of money and securing the repayment thereof; the holding, and disposition of property, the making of conveyances, assignments, and contracts, and incurring of obligations) which may be conferred by laws, or which may be necessary, incidental or convenient to the general powers and objects of this Corporation.

**ARTICLE VI  
REGISTERED OFFICE AND AGENT**

*(Editor's Note: This article was formerly labeled incorrectly as Article VII)*

The address of its registered office in the State of Florida is: 131 Carmel Lane, Crawfordville, Florida 32327; and the name of the registered agent is: Rev. Ralph E. Oliver.



**ARTICLE VII  
INCORPORATORS**

*(Editor's Note: This article was formerly labeled incorrectly as Article VIII)*

The names and the street addresses of the incorporators for these articles of incorporation are:

1. Rev. Ralph E. Oliver  
131 Carmel Lane  
Crawfordville, Florida 32327
2. William H. Lawhon  
194 Harvey Mill Road  
Crawfordville, Florida 32327
3. Sharon McClendon  
18 Jared Street  
Crawfordville, Florida 32327

**ARTICLE VIII  
NO CAPITAL STOCK**

*Article VIII shall be amended to read as follows:*

The Corporation is not organized for pecuniary profit nor shall it have any power to issue certificates of stock or declare dividends, and no part of its net earnings shall inure to the benefit of any Director, Trustee, Officer, or individual. The balance, if any, of all moneys received by the Corporation from its operations, after the payment in full of all debts and obligations of the Corporation of whatsoever kind and nature, shall be used and distributed exclusively for carrying out only the purpose or purposes of the Corporation set forth in these Articles of Incorporation.

**ARTICLE IX  
DURATION**

*Article IX shall not be amended*

The term for which this Corporation shall exist shall be perpetual.

**ARTICLE X  
MEMBERS**

*Article X shall be stricken from these articles.*

**ARTICLE XI  
ORGANIZATION EXCLUSIVELY FOR TAX-EXEMPT PURPOSES**

*Article XI shall not be amended*

Said Corporation is organized exclusively for charitable, religious, and educational 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

**ARTICLE XII  
PROHIBITIONS TO ASSURE TAX-EXEMPT STATUS**

*Article XII shall be amended to read as follows:*

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its Directors, Officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the Corporation shall be the 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) any political campaign on behalf of any candidate for public office. Notwithstanding any provisions of the 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

**ARTICLE XIII  
DISSOLUTION**

*Article XIII shall not be amended*

In the event of the dissolution of this Corporation, all the business, property and assets of the Corporation shall go and be distributed to another non-profit religious corporation of like purposes as set forth in these Articles of Incorporation, as the Directors of this 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 any person, either for the reimbursement of any sum subscribed, donated or contributed by such persons, or for any other purpose.

**ARTICLE XIV  
INDEMNIFICATION OF DIRECTORS AND OFFICERS**

*Article XIV shall be amended to read as follows:*

The Corporation shall indemnify any Director or Officer, or former Director or Officer, against expenses actually and necessarily incurred by him or any amount paid in satisfaction of judgments in connection with any action, suit or proceeding, whether civil or criminal in nature, in which he is made a party by reason of being or having been such Director or Officer (whether or not a Director or Officer at the time such costs or expenses are incurred by or imposed upon him) except in relation to the matters as to which he shall be adjudged in such action suit or proceeding to be liable for gross negligence or willful misconduct in the performance of duty. The Corporation may also reimburse to any Director or Officer the reasonable costs of settlement of any such action, suit or proceeding if it shall be found wither by a majority of the Directors not involved in the matter of controversy, that it was to the interest of the Corporation that such settlement be made and that such Director or officer was not guilty of gross negligence or willful misconduct. Such rights of indemnification and reimbursement shall not be deemed exclusive of any other rights to which such Director or office may be entitled by law, or otherwise.

**ARTICLE XV  
AMENDMENT OF ARTICLES**

*Article XV shall be amended to read as follows:*

This Corporation may amend, alter, change or repeal any provision contained in these Articles or Incorporation in the manner now or hereafter prescribed by law and all rights conferred on Officers and Directors herein are granted subject to this reservation.

IN WITNESS WHEREOF, we have hereunto set our hand at Crawfordville, County of  
Wakulla, State of Florida, on this 8 day of March, 2007

Ralph E. Oliver  
Director / President

Rev. Ralph E. Oliver

Diane Coleman  
Director / Elder

Diane Coleman

Joe Mosley Sr.  
Director / Elder


Joe Mosley, Sr.

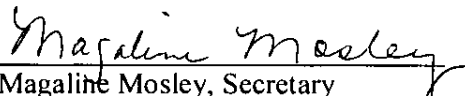
**CORNERSTONE MINISTRIES IPHC, INC.**  
**Special Business Meeting**  
**Wednesday, March 07, 2007**

A special business meeting was called to hear/discuss and approve the proposed amendments to the Articles of Incorporation. The meeting was called to order by Pastor Ralph Oliver and copies of the present Articles of Incorporation with the proposed amendments were passed out to all present. Each Article with its proposed amendment/s was read and discussed separately.

At the conclusion of said reading and discussion, Pastor Ralph Oliver asked for a motion. A motion was made to approve all the proposed amendments to the present Articles. The motion was seconded and was unanimously passed.

The business meeting was adjourned.

  
\_\_\_\_\_  
Ralph E. Oliver, President/Pastor

  
\_\_\_\_\_  
Magaline Mosley, Secretary