



# ASIATICO

& ASSOCIATES PLLC



May 29, 2014

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

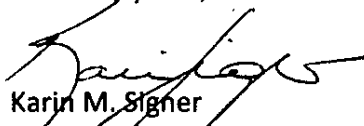
Re: ***Restated and Amended Articles of Incorporation of  
Iglesia De Dios Ministerial De Jesucristo Internacional, Inc.***

Dear Sir or Madam:

Enclosed please find the original and one (1) copy of the *Restated and Amended Articles of Incorporation of Iglesia De Dios Ministerial De Jesucristo Internacional, Inc.* which we would appreciate you filing. Please return a file-marked copy of this document to us in the self-addressed, prepaid envelope provided for your convenience. Also enclosed is our \$35 check which we understand will cover your filing fee.

In case you have any questions or require additional information, please give us a call. Thank you for your prompt attention to this matter.

Sincerely yours,



Karin M. Signer  
Legal Assistant

/kms  
Enclosures

14 314 101-2 11 21 23  
SECRET  
TALLAHASSEE, FLORIDA

**RESTATED AND AMENDED  
ARTICLES OF INCORPORATION  
OF  
IGLESIA DE DIOS MINISTERIAL DE JESUCRISTO INTERNACIONAL, INC.**

Pursuant to the Florida Not For Profit Corporation Act (the "Act"), IGLESIA DE DIOS MINISTERIAL DE JESUCRISTO INTERNACIONAL, INC. (the "Corporation") adopts these Restated and Amended Articles of Incorporation, as approved by a majority vote of the Board of Directors on 27 of January 2014, there being no members entitled to vote.

**ARTICLE 1  
NAME**

The name of the Corporation is Iglesia de Dios Ministerial de Jesucristo Internacional, Inc. The Corporation shall have the right to operate under any number of appropriately applied for assumed names.

**ARTICLE 2  
PRINCIPAL OFFICE**

The address of the principal office of the Corporation is 17150 Royal Palm Boulevard, Suite 4, Weston, Florida 33326.

**ARTICLE 3  
NONPROFIT CORPORATION**

The Corporation is a nonprofit corporation organized under the Act and shall have all of the lawful powers, duties, authorizations, and responsibilities as provided therein. Notwithstanding the foregoing, the Corporation shall neither have nor exercise any power, nor engage directly or indirectly in any activity that would invalidate its status as an organization exempt from federal income tax and described in Section 501(c)(3) of the Internal Revenue Code.

**ARTICLE 4  
PURPOSES**

The Corporation is organized and shall be operated exclusively for religious, charitable, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended ("Section 501(c)(3)"). Notwithstanding the foregoing, the Corporation's purposes also include the limited participation of the Corporation in any other activities, including taxable activities, but only to the extent the activities would be permitted by a tax-exempt organization. More particularly, but without limitation, the purposes of the Corporation are:

- (a) To advance the Christian religion.
- (b) To provide relief to the poor, the distressed, and the underprivileged by engaging in or supporting activities to create jobs, promote educational, and vocational training, career development, eliminate blight, and promote the protection and advancement of human rights, both in the United States and worldwide.
- (c) To lessen the burdens of government, lessen neighborhood tension, eliminate prejudice, eliminate discrimination, and combat community deterioration.
- (d) To freely exercise its own ministry; confer religious commands; designate pastoral assignments; and communicate and maintain relationships, whether nationally or abroad, with its supporters and its own organizations.
- (e) To establish its own hierarchy; designate the ministers it has freely chosen through its particular form of association and permanence, pursuant to its internal rules.
- (f) To independently have and direct its own institutes of theological formation and studies, in which candidates to the religious ministry deemed ideal by the ecclesiastic authorities may be received, but only those who have received the Divine calling from the Holy Spirit for such purpose.
- (g) To promote, encourage, and foster any other similar religious, charitable, and educational activities and to make distributions to organizations that qualify as exempt organizations under Section 501(c)(3).
- (h) To collect and disburse any and all necessary funds for the maintenance of the Corporation in the accomplishment of its purposes within the State of Florida and elsewhere.
- (i) To accept, hold, invest, reinvest, and administer any gifts, legacies, bequests, devises, funds and property of any sort or nature, and to use, expend, or donate the income or principal thereof for, and to devote the same to, the foregoing purposes of the Corporation.
- (j) To exercise all rights and powers conferred upon nonprofit corporations by the laws of the State of Florida and Section 501(c)(3) without the necessity of authorization or approval of any individual or entity, except as provided in these Restated and Amended Articles of Incorporation and the Corporation's Bylaws and any amendments, restatements, or revisions thereto.
- (k) To do any and all other lawful acts and things that may be necessary, useful, suitable, or proper for the furtherance and accomplishment of the purposes of the Corporation.

**ARTICLE 5**  
**BOARD OF DIRECTORS**

Plenary power to manage and govern the affairs of the Corporation shall be vested in the Board of Directors. The qualifications, duties, terms, and other matters relating to the Board of Directors of the Corporation shall be provided in the Bylaws. The Board of Directors may vest management responsibility for selected matters in committees, officers, offices, and employees of the Corporation, as deemed appropriate from time to time.

The number of members on the Board of Directors shall not be less than three (3). The number of members on the Board of Directors may be increased or decreased, by amending these Restated and Amended Articles of Incorporation, or by amending the Bylaws, either of which shall have the same force and effect. Members of the Board of Directors shall be natural persons, but need not be residents of Florida.

The names and street addresses of the members of the Board of Directors are:

1. Dr. María Luisa Piraquive  
17150 Royal Palm Blvd., Suite 4  
Weston, Florida 33326
  
2. Perla Moreno  
17150 Royal Palm Blvd., Suite 4  
Weston, Florida 33326
  
3. Vicenta G. Fernandez  
17150 Royal Palm Blvd., Suite 4  
Weston, Florida 33326
  
4. Shirley Ruiz  
17150 Royal Palm Blvd., Suite 4  
Weston, Florida 33326

All future members of the Board of Directors will be appointed in the manner prescribed in the Bylaws.

**ARTICLE 6**  
**MEMBERS**

The Corporation shall have no members with voting rights, other than the members of the Board of Directors. The Bylaws of the Corporation may allow for membership in the church congregation.

**ARTICLE 7**  
**POWERS**

Except as otherwise provided in these Restated and Amended Articles of Incorporation, and in order to carry out the above-stated purposes, the Corporation shall have all of the powers provided in the Act, as it now exists or as it may hereafter be amended. Moreover, the Corporation shall have all implied powers necessary and proper to carry out its express powers.

**ARTICLE 8**  
**RESTRICTIONS, REQUIREMENTS, AND LIMITATIONS**

The powers of the Corporation to promote the purposes set out above are limited and restricted in the following manner:

The Corporation shall not pay dividends, other corporate income, or other benefits to its members of the Board of Directors or officers or otherwise accrue distributable profits or permit the realization of private gain, except that the Corporation shall be authorized and empowered to make payments and distributions (including reasonable compensation for services rendered to or for the Corporation) in furtherance of its purposes as set forth in these Restated and Amended Articles of Incorporation. The Corporation shall have no power to take any action prohibited by the Act. The Corporation shall not have the power to engage in any activities, except to an insubstantial degree, that are not in furtherance of the purposes set forth above. The Corporation shall have no power to take any action that would be inconsistent with the requirements for a tax exemption under Section 501(c)(3) of the Internal Revenue Code and related regulations, rulings, and procedures. The Corporation shall have no power to take any action that would be inconsistent with the requirements for receiving tax-deductible charitable contributions under Section 170(c)(2) of the Internal Revenue Code and related regulations, rulings, and procedures.

**ARTICLE 9**  
**INTEGRATED AUXILIARIES**

The corporation is authorized to cover an unlimited number of integrated auxiliaries. The corporation shall have the power to elect and replace a minimum of one (1) director of each covered integrated auxiliary.

**ARTICLE 10**  
**DISSOLUTION**

Upon the dissolution of the Corporation, the Corporation shall, after paying or making provision for payment of all the liabilities of the Corporation, distribute all of the assets of the Corporation in accordance with Section 501(c)(3) of the Internal Revenue Code and within the meaning of any applicable Florida tax code, or shall distribute to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of appropriate jurisdiction in which the principal office of the Corporation is

then located exclusively for such purposes or to such organization, as such Court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE 11**  
**LIMITATION ON LIABILITY OF DIRECTORS**

A director is not liable to the Corporation for monetary damages for an act or omission in the director's capacity as a director except to the extent otherwise provided by a statute of the State of Florida.

**ARTICLE 12**  
**CONSTRUCTION**

All references in these Restated and Amended Articles of Incorporation to statutes, regulations, or other sources of legal authority shall refer to the authorities cited or their successors, as they may be amended from time to time.

**ARTICLE 13**  
**AMENDMENT**

These Restated and Amended Articles of Incorporation may not be amended in any way without the approval of a majority of the Board of Directors at any annual or regular meeting or a special meeting called for such purpose.

**ARTICLE 14**  
**REGISTERED OFFICE AND AGENT**

The name and address of the registered agent of the Corporation is Shirley Ruiz, whose location and municipal address is 17150 Royal Palm Blvd., Suite 4, Weston, Florida 33326, which is also the registered office address. The Board of Directors may change the registered agent and registered office at its discretion.

**REGISTERED AGENT SIGNATURE**

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as its registered agent and agree to act in this capacity.

  
\_\_\_\_\_  
Shirley Ruiz

01/27/14  
\_\_\_\_\_  
Date

**CERTIFICATION**

I, the undersigned Corporate Secretary, hereby certify that the Restated and Amended Articles of Incorporation, as set forth above, were adopted at a meeting of the Board of Directors on January 27, 2014. I further certify that there are no members of the Corporation entitled to vote.

  
\_\_\_\_\_  
Shirley Ruiz, Secretary