

N98000007292

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PICK-UP

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MAIL

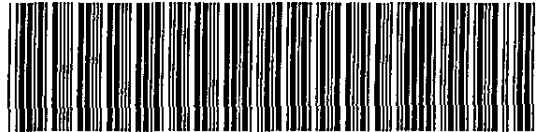
(Business Entity Name)

(Document Number)

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FILED

03 JAN 27 PM 5:00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amend & N/C

T BROWN JAN 27 2003

# **God's Calling Gospel Holiness Church Inc.**

God's Calling Gospel Holiness  
Church Inc..  
2261 NW 58th Street Miami,  
Florida 33142

Phone: 305-634-7659  
FAX: 305-634-1224  
e-mail: bishopjones49@hotmail.com

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Tuesday, January 07, 2003

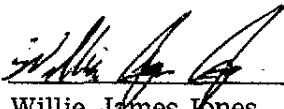
Division Of Corporations  
Corporate Records  
PO Box 6327  
Tallahassee, Florida 32314

Dear Ladies or Gentlemen

Please find enclosed check in the amount of \$ 43.75.

for the Articles of Amendment to Article of Incorporation for Tuesday, January  
07, 2003. Watson Foundation, Inc. EIN # 65-0881640

Please forward all documents to ,2261 NW 58 Street, Miami, Florida 33142; in care  
of Willie Jones.

  
Willie James Jones



FLORIDA DEPARTMENT OF STATE  
Ken Detzner  
Secretary of State

January 15, 2003

WILLIE JAMES JONES  
GOD'S CALLING GOSPEL HOLINESS CHURCH INC  
2261 NW 58TH STREET  
MIAMI, FL 33142

SUBJECT: WATSON'S FOUNDATION, INC.  
Ref. Number: N98000007292

We have received your document for WATSON'S FOUNDATION, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6869.

Teresa Brown  
Document Specialist

Letter Number: 503A00002182

ARTICLES OF AMENDMENT

to  
ARTICLES OF INCORPORATION  
of

WATSON'S FOUNDATION, INC.

FILED  
03 JAN 27 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*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: ONE: NAME:

WATSON'S FOUNDATION, PROJECT H.O.P.E. INC.

SEE ATTACHMENT

SECOND: The date of adoption of the amendment(s) was: January 21, 2003

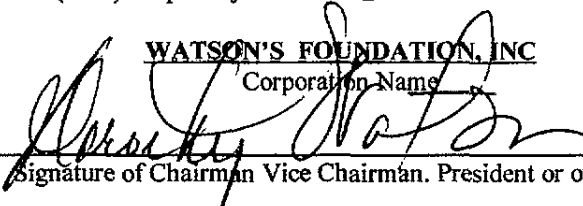
THIRD: Adoption of Amendment (CHECK ONE)

☐ 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.

WATSON'S FOUNDATION, INC

Corporation Name

  
\_\_\_\_\_  
Signature of Chairman Vice Chairman, President or other officer

Dorothy Watson

\_\_\_\_\_  
Typed or printed name

President  
Title

January 21, 2003  
Date

AMENDMENT OF ARTICLE  
NAME  
ONE

WATSON'S FOUNDATION, PROJECT H.O.P.E. INC.

**Purpose**  
Two

The objectives and purposes for which this church is constituted and this corporation are:  
The purposes for which the corporation is organized are exclusively religious, charitable and educational within the meaning of the section 501c3 of the Internal Revenue Code of 1986 or the corresponding provision of any future United State Internal Revenue Law

To cultivate, promote, promulgate and extend, educational and charitable works, This corporation is a nonprofit religious benefit corporation and is organized to spread the gospel of Jesus Christ The corporation is organized under the Nonprofit Public Benefit Corporation Law for Religious purposes. To establish structured support services for Evangelistic, Economic Development and Other Ministries to support the outreach ministries for the body of Jesus Christ the Church). In accordance with the Doctrine of the Corporation creed / by-laws as a pastor to spread the gospel of Jesus Christ The religious program will consist of but no limited to such as drug rehabilitation counseling and facilities, feeding program for the elderly, and women in distress counseling; to teach and help people of all race, creed and color by ways of media; to adopt, and establish By-laws, and management of its affairs, in accordance with the law and not inconsistent with these Articles of incorporation; take, manage and dispose of property, real and personal, and purchase property of the Corporation. To borrow money contract debts, and lease bonds, notes and debentures, and secure payments or performance of its obligations. To do all acts necessary or expedient for the administration of the affairs and attainment of the purpose of the corporation, including e.g., the establishment of schools, seminars, youth center, etc. oriented to organizational principles. Being able to service, setup, operate in foreign and domestic, national and international, {global} boundaries

Five

(a) The Corporation shall have the power either directly or in directly, either alone or in conjunction or cooperation with others, to do any and all lawful acts and things and engage in any and all lawful activities which may be necessary, useful, suitable, desirable or proper for the furtherance, accomplishment fostering, or attainment of any or all of the purposes for which the corporation is organized, and to aid or assist other entities to accomplish organization whose activities are such as to further, accomplish, foster, or attain any of such purpose Notwithstanding any thing herein to the contrary, the corporation exempt purposes of organization set fourth in section 501(c)(3) of the internal Revenue Code.

No part of the net earnings of the organization shall inure to the benefits of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the clause hereto. No substantial part of the activities of the organization shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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 Not withstanding any other provision of these Articles, this Corporation. shall not engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation. The Corporation will exercise only those rights and powers conferred by the laws of the State of Florida upon nonprofit corporation.

(b) Notwithstanding any other provision of these article, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501c3 of the Internal Revenue Code of 1986 or the corresponding provision of any future United State Internal Revenue Law . The

Corporation will exercise only those rights and powers conferred by the laws of the State of Florida upon nonprofit corporation.

## **EIGHT DISSOLUTION**

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the Corporation, dispose of all of the asset of the corporation in such manner, to such organization exclusively for the purpose of the corporation or corporations organized and operated exclusively for charitable, educational, religious, or scientific or No person, firm, or corporation shall ever receive any dividends or profit from the undertakings of this corporation; and upon dissolution of this corporation, assets shall be distributed for one or more exempt purpose within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section off any future federal tax code, or shall be distributed to the Federal, State or Local government For public purpose, Any such assets not so disposed of shall be disposed of by the Court of Common Pleas, of the county in which the principal office of the corporation is then located exclusively for such purposes.

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations which themselves are exempt as organizations which themselves are exempt as organizations described in Sections 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. Establishment of Other Churches This ministry has a vision to see the gospel preached all over the world. Our goal is establish other churches in other cities, states and international as the Lord lead and directs us. Upon the dissolution of this corporation, assets will be distributed for one or more exempt purposes " within the meaning of section 501(c) (3) of the Internal Revenue Code (or corresponding section of any future federal tax code), or shall be distributed 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 by the Court of Common Pleas 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.

## **TEN FUTURE VISION**

We would go into a area as the Lord leads us and start a Ministry there. We would not use any funds from the present Ministry to aid. The members for that area as they come in would have to support the ministry in that particular area or city.

We would place Ministers from our Ministry that would have completed the training required by the Ministry or would also have college seminary training and instruction.

### **Tape and video Ministry**

The purpose of this Ministry is to further the gospel in areas where people would like to hear our messages but cannot come to our locations or may be in jail or ill and can not come out. We would also be able to send our services to other cities, radio stations and televisions. We would not sell the tapes, but would ask for donations for the production of the tapes and excess would go into the Ministry to help further the gospel. However, we would also send the tapes free to those who would ask us to.

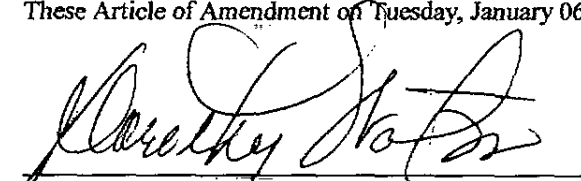
## **CONFLICT OF INTEREST**

Section 10.1 Conflict Of Interest Any director, officer, or key employee who has an interest in a contract, salary negotiation, or other transaction presented to the Board or a committee thereof for authorization, approval, or

ratification shall make a prompt and full disclosure of his interest to the Board or committee prior to its acting on such contract or transaction. Such disclosure shall include any relevant and material facts known to such person about the contract or transaction that might reasonably be construed to be adverse to the corporation's interest.

The body to which such disclosure is made shall thereupon determine, by a vote of seventy-five (75%) of the votes entitled to vote, whether the disclosure shows that a conflict of interest exists or can reasonably be construed to exist. If a conflict is deemed to exist, such person shall not vote on, nor use his personal influence on, nor participate (other than to present factual information or to respond to questions) in, the discussions or deliberations with respect to such contract or transaction. Such person may be counted in determining whether a quorum is present but may not be counted when the Board of Directors or a committee of the Board takes action on the transaction. The minutes of the meeting shall reflect the disclosure made, the vote thereon and, where applicable, the abstention from voting and participation, and whether a quorum was present.

IN WITNESS WHEREOF the undersigned officers of this corporation have executed  
These Article of Amendment on Tuesday, January 06, 2003

  
Dorothy Watson - President

State of Florida  
County of Dade

Before me, the undersigned authority, personally appeared Dorothy Watson who presented a Florida Drivers' License and who subscribed the above Articles of Amendment, and she did freely. And voluntarily acknowledge before me according to law that she made and subscribed the same.

For the use and purpose there in mentioned and set forth.  
Date this 06, day of January 2003

  
Notary Public

