

N99000000824

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

September 30, 2002

600008302696
-10/10/02--01028--005
*****43.75 *****43.75

Re:

Re-statement of articles.

Gentlemen:

Enclosed please find an original and one copy of Articles of Amendment to the Articles of Incorporation for the above referenced corporation. Please file the original in your offices and certify and return to us a certified copy.

We are enclosing our check in the amount of \$43.75 covering the fees relating to this filing.

Very truly yours,



Mirriam M. Cepero
President

FILED
02 OCT 24 PM 4:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend + NYC



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

October 11, 2002

MIRRIAM M. CEPERO
1325 UNION STREET
CLEARWATER, FL 33755-1100

SUBJECT: MACHANAYIM INTERNATIONAL MINISTRIES, INC.
Ref. Number: W02000029452

We have received your document for MACHANAYIM INTERNATIONAL MINISTRIES, 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):

We can find no record of the entity named in your document. A computer printout of a similar named entity is enclosed for your review. If this is the right name, please correct your document and return it for filing.

If there are NO 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.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

The incorporator(s) cannot be amended or changed. 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: 502A00056879

**CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
MANAHEIM APOSTOLIC MINISTRIES INC.**

FILED
02 OCT 24 PM 4:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 617.1006, Florida Statutes, the undersigned corporation adopts, in compliance with a resolution adopted by its Board of Directors at a meeting held on July 18, 2000, as provided by the By-Laws, the following Articles of Amendment to its Articles of Incorporation, filed February 8, 1999, and assigned document #N9900000824. There are no members entitled to vote on the amendment.

ARTICLE I - NAME

The name of this corporation is changed to **MACHANAYIM INTERNATIONAL MINISTRIES, INC.**

ARTICLE II - STATEMENT OF CORPORATE NATURE

This is a non-profit corporation organized solely for general educational purposes pursuant to the Florida Corporation Not-for Profit law set forth in Part 1 of Chapter 617 of the Florida Statutes.

ARTICLE III - GENERAL AND SPECIFIC PURPOSES

(A) The specific purpose for which this corporation is formed is to provide a vehicle for the funding of other IRS section 501(c)(3) recognized organizations and to initiate, fund and administer a wide variety of charitable, educational, religious scientific, or literary projects including , but not limited to, the establishment of churches who will be associated with this organization and a ministerial association.

(B) The general purposes for which this corporation is formed are to operate exclusively for religious, charitable, educational scientific or literary purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent Federal Tax Laws, including for such purposes, the making of distributions to organizations which qualify as tax exempt organizations under that

Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization 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.

Within the limitations of the intent of this subsection (B), this corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under Chapter 617, Florida Statutes, as now exists or may after be amended.

(C) The corporation shall not as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate nor intervene (by publication or distribution of any statement or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE IV - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE V - CAPITAL STOCK

This corporation is formed without any purpose of pecuniary profit and shall have no capital stock.

ARTICLE VI - MEMBERSHIP

The only voting members of this organization shall be its Board of Directors. The qualifications for members and the manner of their admission shall be regulated by the Bylaws.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1325 Union Street, Clearwater, FL 33755-1100, and the name of the registered agent of this corporation at that address is Mirriam M. Cepero.

ARTICLE VII - MANAGEMENT OF CORPORATE AFFAIRS

(A) **Board of Directors.** The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. This corporation shall have three Directors constituting the initial Board of Directors. The qualifications for directors and the manner of their admission shall be regulated by the Bylaws. All powers, responsibilities and other matters concerning the Board of Directors shall be controlled by the provisions of the By-laws. The number of Directors may be either increased or decreased from time to time by the by-laws; however, there shall never be less than three Directors nor more than fifteen Directors. The name and address of the current Directors of the corporation are as stated in the 2002 uniform business report.

<u>NAMES</u>	<u>ADDRESSES</u>
Miriam M. Cepero	1325 Union Street Clearwater, FL 33755-1100
Janice Grady	8630 Indian Ridge Trail Lakeland, FL 33810
Christine Sinclair	200 Starcrest, Bldg 1 5 , Apt 142 Clearwater, FL 33758

(B) **Corporate Officers.** The Board of Directors shall Appoint the following officers: President, Secretary and Treasurer, and such other officers as the bylaws of the corporation may authorize the Directors to appoint from time to time.

ARTICLE VIII - DEDICATION OF ASSETS

Upon the dissolution of the organization, all assets of the organization, after the settling of its debts, shall 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, State, or Local government for a public purpose. 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 organization is then located, exclusively for such purposes.

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator signing these Articles is:

Miriam M. Cepero
1325 Union Street
Clearwater, FL 33755-1100

ARTICLE X - INDEMNIFICATION

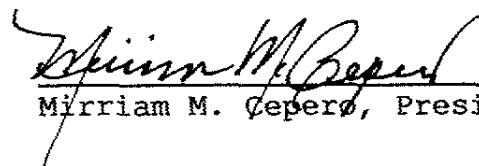
This corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to add to, amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors.

This organization has limited its membership to its Board of Directors who have approved of this Amendment.

IN WITNESS WHEREOF, the undersigned Director has executed these Articles of Amendment to the Articles of Incorporation on the 30th day of September, 2002.



Miriam M. Cepero, President