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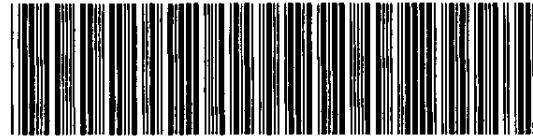
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Amend/Restated
cc/cus
(10) 3/20/13

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: THORMINC, The House of Refuge Ministries, INC

DOCUMENT NUMBER: N199000005939

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

Please return all correspondence concerning this matter to the following:

DR. CASSANDRA BUSH

(Name of Contact Person)

THORMINC, The House of Refuge Ministries, INC.

(Firm/ Company)

3450 Dunn Ave, Suite 303

(Address)

Jacksonville, FL 32218

(City/ State and Zip Code)

thorminc.house@gmail.com

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

For further information concerning this matter, please call:

DR. JACOB BUSH, JR.

(Name of Contact Person)

at (904) 755-8496

(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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| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
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(Additional copy is
enclosed) | <input checked="" type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
Enclosed) |
|--|--|---|---|

*Paid using
Check #1333*

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

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 30, 2013

DR. CASSANDRA BUSH
THORMINC, THE HOUSE OF REFUGE MINISTRIES
3450 DUNN AVE - STE. 303
JACKSONVILLE, FL 32218

SUBJECT: THORMINC, THE HOUSE OF REFUGE MINISTRIES, INC.
Ref. Number: N99000005939

We have received your document for THORMINC, THE HOUSE OF REFUGE MINISTRIES, INC. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Bylaws are not filed with this office. Please retain them for your records.

The document you submitted has been prepared pursuant to profit statutes (chapter 607, Florida Statutes). As the entity was originally filed as a nonprofit corporation, this document should be filed pursuant to chapter 617, Florida Statutes.

We are enclosing the proper form(s) with instructions for your convenience.

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) 245-6050.

Irene Albritton
Regulatory Specialist II

Letter Number: 513A00002365

AMENDED AND RESTATED ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
13 MAR 19 AM 8:41

AMENDED AND RESTATED
TO THE AMENDED AND RESTATED ARTICLES
TO THE ARTICLES OF INCORPORATION
OF
THORMINC,
THE HOUSE OF REFUGE MINISTRIES, INC.
(A Not For Profit Corporation)

Non-profit, Church Services Open To The Public, Organizational Payee Services, Educational
Services, Relief To The Poor And Underprivileged, Referral Services, Eliminate Blight,
Affordable Housing, Supportive Services.

AMENDED AND RESTATED ARTICLES OF INCORPORATION

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ARTICLE I

DEFINITIONS

1.1 Definitions.

The following terms shall have the following meanings for the purposes of these amended and Restated articles to the articles of incorporation to THORMINC, The House Of Refuge Ministries, Inc.:

“Act” means the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, as the same may be amended, modified, supplemented or related, and any succeeding legislation thereto, all as the same shall be in effect from time to time. A reference to a specific section of the Act refers not only to such specific section, but also to any corresponding provision of any succeeding legislation thereto, as such specific section or corresponding provision is in effect on the date of application of the provision of this Agreement containing such reference.

“Articles of Incorporation” means the Corporation’s Amended and Restated Articles of Incorporation, filed with the Secretary of State of the State of Florida on October _____ 1999.

“Board of Directors” means the Corporation’s Board of Director’s

“Church” means any division of this body professing the same creed and acknowledging the same ecclesiastical authority; a Christian denomination.

“Code” means the Internal Revenue Code of 1986, as it may be amended, modified, supplemented or restated, any succeeding legislation thereto, and the rules and regulations promulgated thereunder (including the Treasury Regulations), all as the same shall be in effect from time to time. A reference to a specific section of the Code refers not only to such specific section, but also to any corresponding provision of any succeeding legislation thereto, as such specific section or corresponding provision is in effect on the date of the application of the provisions of the amended and Restated articles to the articles of incorporation containing such reference.

“Corporation” means The House of Refuge Ministries Inc., a Florida not for Profit Corporation.

“Deliver” or **“Delivery”** includes hand delivery, United States mail, facsimile transmission, and private mail carriers handling nationwide mail services.

AMENDED AND RESTATED ARTICLES OF INCORPORATION

“Educational” means services should be coordinated and offered in each phase of the reentry process to provide offenders with the skills and knowledge that will support their efforts to successfully reenter their community

“Non-Denominational” means a church that hasn't affiliated itself with a particular religion.

“Organizational Payee” means: A representative payee is an individual or organization appointed by SSA to receive Social Security and/or SSI benefits for someone who cannot manage or direct someone else to manage his or her money. The main responsibilities of a payee are to use the benefits to pay for the current and foreseeable needs of the beneficiary and properly save any benefits not needed to meet current needs.

“Pastor” means A Christian minister or priest having spiritual charge over a congregation or other group.

“Principal Office” means the office (within or without the State of Florida) where the Corporation's principal executive offices are located, 3450 Dunn Ave, Ste 303, Jacksonville, FL and P.O. Box 26889, Jacksonville, FL 32226, as designated in the Corporation's Articles of Incorporation or other initial filing until an annual report has been filed with the Secretary of State of Florida, and thereafter as designated in the annual report.

“Supportive Services” means Assistance made available to residents to help them maintain housing stability and/or achieve improvements in health, wellness, independent living skills, income, employment, socialization, and quality of life.

“Treasury Regulation” means the income tax regulations, including temporary regulations, promulgated under the Code; as the same may be amended, modified, supplemented or restated from time to time (including corresponding provisions of succeeding regulations).

AMENDED AND RESTATED ARTICLES OF INCORPORATION

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Amendment Filed September 28, 2005:

Article II Now Reads: Purposes Of Organization/Limited Power/Dedicate Assets.

The purpose of this ministry is a nonprofit church service open to public, not necessarily becoming a member to receive services, providing organizational payee services open to the public. See educational deed to provide relief to the poor, the distress and underprivileged by engaging in or supporting activities to refer members or anyone from the community to employment agencies, to eliminate Blight, provide to any and all individuals, referral services, and other supportive activities. To aid support by assisting with gifts contributions or otherwise community chests, funds and foundations seeking grants and funding from such organizations to be operated exclusively for charitable, educational or scientific purposes. No part of the net earnings of which ignores to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda. To do any and all lawful activities which may be necessary, or desirable for the furtherance, accomplishments, fostering, or attaining of the foregoing purposes, either directly or in directly and even alone or in conjunction or cooperation with others with such other than persons of organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations, or governmental bureaus, departments or agencies. All of the foregoing purposes shall be exercised exclusively charitably and educational purposes. As such matter that the cooperation will qualify as an exempt organization under section 501©(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States internal revenue.

AMENDED AND RESTATED ARTICLES OF INCORPORATION

ARTICLE II

2.1 Florida.

The Corporation shall have such offices, within or without the State of Florida, as the Board of Directors determines from time to time.

2.1.1 Amendment article to September 28, 2005

The principal place of business is 3450 Dunn Ave, Suite 303, Jacksonville, FL 32218 and mailing address of this cooperation shall be PO Box 26889, Jacksonville, FL 32226.

ARTICLE III

3.1 Florida.

The street address of the Corporation's registered office in the State of Florida and the name of the Corporation's registered agent at such address are set forth in the Articles of Incorporation. The Corporation, from time to time, may designate a different street address as its registered office or a different person as its registered agent at such address, or both, by filing a statement of such change with the Secretary of State of Florida as required by the Act.

3.2 Other States

In the event the Corporation desires to qualify to do business in one or more states other than Florida, the Corporation shall designate the location of the registered office in each such state and designate the registered agent for service of process at such address in the manner provided by the laws of the state in which the Corporation elects to be qualified.

AMENDED AND RESTATED ARTICLES OF INCORPORATION

ARTICLE IV
MEMBERSHIP

The Corporation shall not have members that are required to pay to become or remain a member. All rights granted to members under the Act shall be vested in the member of the Board of Directors.

ARTICLE V

BOARD OF DIRECTORS

5.1 Function.

All corporate powers shall be exercised by or under the authority of, and the Corporation's business and affairs shall be managed under the direction of, the Board of Directors, subject to any limitations set forth in the Act and the Articles of Incorporations.

5.2 Composition, Duties and Qualification.

(a) Founder - The church, THORMINC, The House Of Refuge Ministries, Inc. building was established by Pastor Jacob Bush, Jr. in October 1999. He shall be and remain Pastor and Emeritus Pastor and on Board of Directors and Board member Emeritus, henceforth.

(b) Co-Founder - The church, THORMINC, The House Of Refuge Ministries, Inc. building was Co-Founded by Cassandra Bush in October 1999. She shall be an employee, Executive Director, of operating ministry until she retires; Emeritus Executive Director of employees henceforth.

(c) General. The Board of Directors shall consist of natural person who are eighteen (18) years of age or older, but need not be of the State of Florida.

(d) Duties. A director shall perform the duties of director, including the duties as a member of any committee of the Board of Directors on which such director serves, in good faith, in a manner reasonably believed to be in the best interest of the Corporation, and with such care as an ordinary prudent person in a like position would use under similar circumstances.

(e) No Discrimination. The make-up of the Board of Directors as a whole shall be representative of both the community at large and the population served. Subject to the limitations set forth in this Section 5.3 and elsewhere in these amended and Restated articles to the articles of incorporation, and subject further to the Board of Directors' discretion in electing members that satisfy objective standards related to business acumen and experience, the Board of Directors shall not discriminate on the basis of race, religion, sex, natural origin, ethnic background, age, disability, marital status or any other characteristic protected by law in the election of its members.

(f) Nepotism. We have no general prohibition against hiring relatives. However, a few restrictions have been established to help prevent problems of nepotism. In times of voting in areas that concern immediate family members, board member who is related to staff will not be able to have a vote and will step down during forging process of that item. Safety, security, supervision and morale will always be considered by the board and family member. We will accept and consider applications for employment from relatives of current employees. Parents, grandparents, children, spouses, brothers, sisters, or in-laws will, generally, not be hired or transferred into positions where they directly supervise or are supervised by another close family member . . .

For purposes of this Section 5.2, "immediate family" means a spouse, parents, brothers, sisters, lineal descendants (including adopted children and stepchildren), and the spouse of any lineal descendant, brother and/or sister.

No member of the Board of Directors may cast a vote in the area of relative and must abstain vote when it involves a member of the "immediate family" of any other member of the Board of Directors or any employee of the Corporation.

5.3 Number.

The number of directors shall be fixed and may be increased or decreased from time to time by a resolution of the Board of Directors, provided that the number of directors shall never be less than three (3) nor more than thirteen (13).

5.4 Election and Term.

At each meeting of the Board of Directors, the incumbent Board of Directors shall elect a successor Board of Directors by plurality vote. Each director so elected shall hold office until the next succeeding annual meeting and until such director's successors has been elected and qualified or until such director's earlier resignation, removal from office or death. There shall not be a limit on the number of terms that an individual serves as a director; provided, however that an individual may not serve more than three (3) consecutive terms as a director. A decrease in the number of directors does not shorten an incumbent director's term. The term of a director elected to fill a vacancy expires at the next meeting at which directors are elected. Despite the expiration of a director's term, he or she continues to serve until a successor is elected and qualified or until there is a decrease in the number of directors.

5.5 Honorary Directors.

The Corporation may have one (1) or more honorary directors whose positions shall be honorary only. The honorary directors shall be elected by the Board of Directors and shall be persons of good moral character who are dedicated to meeting the goals and purposes of the Corporation. Such honorary directors shall not be counted in determining the presence of a quorum, shall have no power to vote, shall have no right to notice of the meetings of the Board of Directors, and shall be subject to the removal provision set forth in these amended and Restated articles to the articles

of incorporation. Notwithstanding the foregoing, such honorary directors shall be privileged to attend all regular meetings of the Board of Directors.

5.6 Resignation of Directors.

A director may resign at any time by delivering written notice to the Board of Directors, the President or the Corporation. A resignation is effective when the notice is delivered, unless the notice specifies a later effective date. If a resignation is made effective at a later date, the Board of Directors may fill the pending vacancy before the effective date if the Board of Directors provides that the successor does not take office until the effective date.

5.7 Removal of Directors.

Unless the Articles of Incorporation provide that directors may be removed only for cause, two-thirds (2/3) of the full Board of Directors may remove one or more directors with or without cause, provided that: (i) a director may be removed by the vote or agreement in writing by two-thirds of full Board of Directors; (ii) the notice of a meeting to remove a director or directors states the specific directors sought to be removed; and (iii) a separate vote is conducted for each director sought to be removed. Any director removed from office shall not be eligible to stand for election as a director until the next annual meeting of the Board of Directors. Any director removed from office shall turn over to the Board of Directors within seventy-two (72) hours of such removal any and all records of the Corporation in his or her possession.

5.8 Vacancies.

(a) Voting Requirements. Whenever any vacancy occurs on the Board of Directors, including, without limitations, a vacancy resulting from an increase in the number of directors, it may be filled by the affirmative vote of majority of the remaining directors though less than a quorum of the Board of Directors, or by the sole remaining director, as the case may be or, if the vacancy is not so filled or if no director remains, on the application of any person, by circuit court of the county where the Corporation's registered office is located.

(b) Effective Date. A director elected or appointed to fill a vacancy shall be elected or appointed for the unexpired term of his or her predecessor in office, or for a term of office continuing until the next election of directors by the Board of Directors, whichever shall occur first. A vacancy that will occur at a specific later date (by reason of resignation effective at a later date or otherwise) may be filled before the vacancy occurs, but the new director may not take office until the vacancy occurs.

5.9 Compensation.

Unless the Articles of Incorporation provide otherwise, the Board of Directors may fix the compensation, if any of directors. Pastor Jacob Bush, Jr. shall be compensated and remain as Emeritus henceforth. Out-of-pocket expenses is allowable with company check requisition.

5.10 Board Meetings

(a) Annual and Regular Meetings. Meetings of the Board of Directors shall be held from time to time, but at a minimum, four (4) times annually. The annual meeting of the Board of Directors shall be held on such date as may be fixed by or under the authority of the Board of Directors, and at a time and place designated by the Board of Directors, for the election of directors and the transaction of other proper business. If the election of directors shall be held on the day fixed as herein provided for any annual meeting of the Board of Directors, or at any adjournment thereof, the Board of Directors shall cause the election to be held at a special meeting of the Board of Directors as soon thereafter as is practicable. However, failure to hold an annual meeting does not cause forfeiture or give cause for dissolution of the Corporation, nor does such failure affect otherwise valid corporate valid corporate acts, except in the case of dead-lock among the directors.

(b) Special Meetings. Special meeting of the Board of Directors may be called by the President or a majority of the full Board of Directors, unless the Articles of Incorporation provide otherwise.

(c) Place of Meetings. Meetings of the Board of Directors shall be held at the Corporation's principal office or any other place (in or out of the State of Florida) designated in the notice of the meeting.

(d) Adjournment. A majority of the directors present, whether or not a quorum exists, may adjourn ANY MEETING OF THE Board of Directors to another time and place. Notice of any such adjournment meeting shall be given to the directors who are not present at the time of the adjourned meeting are announced at the time of adjournment, to the other directors.

(e) Participation. Unless the Article of Incorporation provide otherwise, the Board of Directors may permit any or all directors to participate in a regular or a special meeting by, or a special meeting by, or conduct the meeting through the use of any means of communication by which all directors participating may simultaneously hear each other during the meeting. A director participating in a meeting by this means is deemed to be present in person at the meeting.

(f) Conduct of Meetings.

(i) Presiding Officer. The Board of Directors may elect from among its members a President who shall preside at meetings of the Board of Directors. The President, and if there be none, or in his or her absence, the Vice-President, and if there be none, or in his or her absence, the Treasurer, and if there be none, or in his or her absence, any director chosen by the directors present, shall call meetings of the Board of Directors to order and shall act as presiding officer of the meeting.

(ii) Minutes. The Secretary shall act as secretary of all meetings of the Board of Directors but in the absence of the Secretary, the presiding officer may appoint any other person present to act as secretary of the meeting. Minutes of any regular or special meeting of the Board of Directors shall be prepared and distributed to each director.

5.11 Action Without a Meeting of Director.

Unless the Articles of Incorporation provide otherwise, any action required or permitted by the Act to be taken at a meeting of the Board of Directors, or committee thereof, may be taken without a meeting if the action is taken by all members of the Board or of the committee. The action must be evidenced by one or more written consents describing the action taken and signed by each director or committee member. Action taken under this Section 5.11 is effective when the last director signs the consent, unless the consent specifies a different effective date. A consent signed under this Section 5.11 has the effect of a vote at a meeting and may be described as such in any document.

5.12 Notice of Board Meetings.

(a) Regular Meetings. Unless the Articles of Incorporation provide otherwise, regular meetings of the Board of Directors may be held without notice of the date, time, place or purpose of the meeting.

(b) Special Meetings. Unless the Article of Incorporation provide for a longer or shorter period, special meetings of the board of Directors must be preceded by at least two (2) days' notice of the date, time and place of the meeting. Such notice id written notice is promptly sent thereafter. The notice need not describe the purpose of the special meeting unless required by the Articles of Incorporation.

(c) Waiver of Notice. Notice of a meeting of the Board of Directors need not be given to any director who signs a waiver of notice either before or after the meeting. Attendance of a director at a meeting shall constitute a waiver of notice of such meeting and waiver of any

AMENDED AND RESTATED ARTICLES OF INCORPORATION

and all objections to the place of the meeting, the time of the meeting, or the manner in which it has been called or convened, except when a director states, at the beginning of the meeting or promptly upon arrival at the meeting, any objection to the transaction of business because the meeting is not lawfully called or convened.

5.13 Quorum and Voting.

Unless the Articles of Incorporation require a different number, a quorum of the Board of Directors consists of one-half (1/2) of the number of directors then serving. If a quorum is present when a vote is taken, the affirmative vote of a majority of directors present is the act of the Board of Directors unless the Articles of Incorporation require the vote of a greater number of directors. A director who is present at a meeting of the Board of Directors or a committee of the Board of Directors when corporate action is taken is deemed to have assented to the action taken unless: (i) the Director objects at the beginning of the meeting (or promptly upon arrival) to holding it or transacting specified business at the meeting; or (ii) the director votes against or abstains from the action taken.

5.14 Committees.

(a) Executive Committee. There shall be an Executive Committee composed of the President, Vice President, Secretary, Treasurer, Executive Director and at least one (1) other director elected by the Board of Directors. The Executive Committee shall have and may exercise all the authority of the Board of Directors, except as limited by the Act.

(b) Other Committees. Unless the Articles of Incorporation provide otherwise, the Board of Directors, by resolution adopted by the Board of Directors, may designate from among its members one or more other committees each of which, to the extent provided in such resolution or in the Articles of Incorporation, shall have and may exercise all the authority of the Board of Directors or the Executive Committee, except as limited by the Act. Each committee must have two (2) or more members, who shall serve at the pleasure of the Board of Directors. The Board of Directors, by resolution adopted by a majority of the directors then serving, may designate one (1) or more directors as alternate members of any such committee, who may act in the place and stead of any absent member of members at any meeting of such committee. The provisions of these amended and Restated articles to the articles of incorporation that govern meetings, notice and waiver of notice, and voting requirements of the Board of Directors apply to communities, including, without limitation, the Executive Committee, and their members as well.

5.15 Director Conflicts of Interest.

(a) No contract or other transaction between the Corporation and one (1) or more of its directors, or any other corporation, firm, association, or entity in which one (1) or more of the directors are directors or are financially interested, shall be either void or voidable because of such relationship or interest, because his or her or their votes are counted for such purpose, if:

AMENDED AND RESTATED ARTICLES OF INCORPORATION

(i) The fact of such relationship or interest is disclosed or known to the Board of Directors or the committee that authorizes, approves or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested; or

(ii) The contract or transaction is fair and reasonable as to Corporation at the time it is authorized by the Board of Directors, a committee thereof that authorizes, approves or ratifies such contract or transaction.

(b) Common or interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or a committee thereof that authorizes approves or ratifies such contract o transaction.

(c) all members will show approval of this clause by signing a conflict of interest statement.

(d) no board member will use or create any likeness of this ministry or participate in the creation of any knowledge of operation of this ministry with can two years of leaving the board.

AMENDED AND RESTATED ARTICLES OF INCORPORATION

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ARTICLE VI

OFFICERS

6.1 Officers.

The Board of Directors shall elect (i) a President, (ii) a Vice- President, (iii) a Secretary (iv) a Treasurer, and (v) an Executive Director. Each office shall be a director and shall be chosen by the Board of Directors at each annual meeting of the Board of Directors. All other officers shall be chosen, serve for such terms, and have such duties as may be determined by the Board of Directors. The Board of Directors may authorize a duly appointed officer to appoint one (1) or more other officers or assistant officers and to prescribe their duties. Any person may simultaneously hold more than one office. The appointment of an officer does not in and of itself create contract rights.

6.3 Duties.

The Corporation's officers shall have the following duties:

- (a) **President.** The President shall preside at all meetings of the Board of Directors. The President shall be the Corporation's chief executive officer, shall have general and active management of the Corporation's business and affairs, subject to the directions of the Board of Directors, and shall preside at all meetings of the Board of Directors. The President shall have authority to appoint such agents and employees of the Corporation as he or she shall deem necessary, to prescribe their powers, duties and compensation, and to delegate authority to them. Such agents and employees shall hold office at the discretion of the President. The President shall have authority to execute and acknowledge, on behalf of the Corporation, all deeds, mortgages, bonds, contracts, leases, reports, and all other documents or instruments necessary or proper to be executed in the course of the Corporation's regular business, or which shall be authorized by resolution of the Board of Directors; and except as otherwise provided by law of the Board of Directors, the President may authorize the Vice-President or other or agent of the Corporation to execute and acknowledge such documents or instruments in his or her place and stead. In general, he or she shall perform duties incident to the office of President and such other duties as may be prescribed by the Board of Directors.
- (b) **Vice-President.** The Vice-President shall, in the absence or disability of the President, perform the duties and exercise the powers of the President. The Vice-President also shall perform whatever duties and have whatever powers the Board of Directors may from time to time assign to such office.

AMENDED AND RESTATED ARTICLES OF INCORPORATION

- (c) **Secretary.** The Secretary shall have custody of, maintain, and be responsible for authenticating, all corporate records except the financial records, shall prepare the minutes of all meetings of the Board of Directors, and, in general perform all duties incident to the office of Secretary and such other duties as may be prescribed by the Board of Directors or the President.
- (d) **Treasurer.** The Treasurer shall have custody of all funds and financial records of the Corporation, shall keep full and accurate accounts of receipts and disbursements and render accounts thereof at annual meetings of the Board of Directors and whenever else required by the Board of Directors or the President, shall be responsible for authenticating all financial records of the Corporation, and in general, shall perform all duties incident to the office of Treasurer and such other duties as may be prescribed by the Board of Directors or the President. If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his or her duties in such sum and with such surety or sureties as the Board of Directors shall determine.
- (e) **Executive Director.** The Executive Director shall perform all duties incidents to the office of the Executive Director and such other duties as may be prescribed by the Board of Directors or President.

6.4 Resignation and Removal of Officers.

- (a) **Resignation.** An officer may resign at any time delivering written notice to the Corporation. A resignation is effective when the notice is delivered unless the notice specifies a later effective date.
- (b) **Removal.** The Board of Directors may remove any officer at any time with or without cause. Any officer, if appointed by another officer, may likewise be removed by such officer.

6.5 Vacancies.

A vacancy in any designated in Section 6.1 because of death, resignation, removal or otherwise shall be filled as soon thereafter as practicable by the Board of Directors for the unexpired portion of the term.

6.6 Compensation.

The compensation, if any, of the President, Vice- President, Secretary, Treasurer, Executive Director and such other officers elected or appointed by the Board of Directors shall be fixed by the Board of Directors and may be changed from time to time by the Board of Directors. The fact that an officer is also a director shall not preclude such person from receiving compensation as either a director or officer, nor shall it affect the validity of any resolution by the Board of Directors fixing such compensation. The President shall have the authority to fix the salaries of all employees of the Corporation other than officers elected or appointed by the Board of Directors.

ARTICLE VII

CONTRACTS, CHECKS, DEPOSITS AND VOTING OF SECURITIES

7.1 Contracts.

The Board of Directors may authorize any officer or officers, or any agent or agents, to enter into any contract or execute or deliver any document or instrument in the name of and on behalf of the Corporation, and such authorization may be general or confined to specific instances. In the absence of another designation, all deeds, mortgages, and instruments of assignment or pledge made by the Corporation shall be executed in the name of the corporation by the President or the Vice President; the Secretary, when necessary or required, shall attest and affix the corporate seal, if any thereto; and when so executed no other party to such instrument or any third party shall be required to make any inquiry into the authority of the signing officer or officers.

7.2 Checks, Drafts, Etc.

All checks, drafts or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of the Corporation shall be signed by such officer or officers, agent or agents of the Corporation and in such manner as shall from time to time be determined by or under the authority of a resolution of the Board Of Directors.

7.3 Deposit.

All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as may be selected by or under the authority of a resolution of the Board of Directors.

7.4 Voting of Securities Owned by Corporation.

AMENDED AND RESTATED ARTICLES OF INCORPORATION

Subject to the directions of the Board of Directors, (i) any shares or other securities issued by any other corporation and owned or controlled by the Corporation may be voted at any meeting of security holders of such other corporation by the President if he or she is present or, in his or her absences, by Vice-President if he or she is present, and (ii) whenever, in the judgment of the President or, in his or her absences, of the Vice-President, it is desirable for the Corporation to execute a proxy or written consent in respect of any such shares or other securities, such proxy or consent shall be executed in the name Corporation by the President or the Vice-President, without necessity of any authorization by Board of Directors, affixation of corporate seal, if any, or countersignature or attestation by another officer. Any person or persons designated in the manner above stated as the proxy or proxies of the Corporation shall have full right, power and authority to vote the shares or other securities issued by such other corporation and owned or controlled by the Corporation the same as such shares or other securities might be voted by this Corporation.

ARTICLE VIII

CORPORATE SEAL

The Board of Directors may provide for a corporate seal for the Corporation, provided, however, that such seal always contains the words "corporation not for profit."

ARTICLE IX

BOOKS AND RECORDS

9.1 Minutes of Meetings.

The Corporation shall keep as permanent records minutes of all meetings of the Board of Directors, a record of all actions taken by the Board of Directors without a meeting, and a record of all actions taken by a committee of the Board of Directors in place of Board of Directors on behalf of the Corporation.

9.2 Accounting Records.

The Corporation shall maintain accurate accounting records.

9.3 Miscellaneous.

AMENDED AND RESTATED ARTICLES OF INCORPORATION

The Corporation shall keep a copy of:

- (a) the Articles of Incorporation, and all amendments to them currently in effect; the Bylaws, and all amendments and the amended and Restated articles to the articles of incorporation**
- (b) to them currently in effect;**
- (c) the minutes of all Board of Directors' meetings and records of all action taken by the Board of Directors without a meeting for the past three (3) years;**
- (d) written communications within the past three (30) years to all members of the Board of Directors, including without limitation, the financial statements required to be furnished by the Act;**
- (e) a list of the names as and business street, or home if there is no business street, address of its current directors and officers; and**
- (f) A copy of its most recent annual report delivered to the Secretary of State of the State of Florida.**

ARTICLE X

DISTRIBUTION

A dividend may not be paid, and any part of the income or profit of the Corporation may not be distributed, to its directors or officers. The Corporation may pay compensation in a reasonable amount to its directors or officers for services rendered. Upon the dissolution of the Corporation, assets shall be distributed to such charitable, religious, educational and scientific organizations qualifying as exempt organizations under Section 501 (c) (3) of the Code, as the Board of Directors, in its sole discretion, shall determine.

ARTICLE XI

EXEMPT ACTIVITIES

Anything in these amended and Restated articles to the articles of incorporation to the contrary notwithstanding, no director, officer or other representative of the Corporation shall take any action or carry on any activity by or on behalf of the Corporation that is not permitted to be taken or carried on by an organization exempt under Section 170 (c)(2) of the Code.

ARTICLE XII

INDEMNIFICATION

The Corporation shall, to the fullest extent permitted or required by the Act, including any amendments thereto (but in the case of any such amendment, only to the extent such amendments permits or requires the Corporation to provide broader indemnification rights than prior to such amendments), indemnify its directors and officers against any and all Liabilities, and advance any and all reasonable Expenses, incurred thereby in any Proceeding to which any such director or officer is or is threatened to be made a party or witness because he or she is or was a director or officer of the Corporation. The rights to indemnification granted hereunder shall not be deemed exclusive of any other rights to indemnification against Liabilities or the advancement of Expenses that a director or officer may be entitled under any written agreement, resolution of the Board of Directors, the Act or otherwise. The Corporation My, but shall not be required to, supplement the foregoing rights to indemnification against Liabilities and advancement of Expenses by the purchase of insurance on behalf of any one or more of its directors or officers, whether or not the Corporation would be obligated to indemnify or advance Expenses to such director or officer under this Article XII. For purposes of this Article XII, the terms "directors" and "officers" include former directors and officers and any directors or officers who are or were serving at the request of the Corporation as directors or officers of another corporation, partnership, joint venture, trust or other enterprise, including, without limitation, any employee benefit plan (other than in the capacity as agents separately retained and compensated for the provision of goods or services to the enterprise, including, without limitation, attorneys-at-law, accountants, and financial consultants). All other capitalized terms used in this Article and not otherwise defined herein shall be the meaning set forth in Section 607.0850 of the Act, as applicable for not-for-profit corporations pursuant to Section 617.0831 of the Act. The provisions of the Article XII are intended solely for the benefit of the indemnified parties described herein, their heirs and personal representatives and shall not create any rights in favor of third parties. No amendment to or repeal of this Article XII shall diminish the rights of indemnification provided for herein prior to such amendment or repeal.

ARTICLE XIII

AMENDMENTS

13.1 Power to Amend.

Unless the Amended and Restated Articles to the Articles of Incorporation of THORMINC, The House Of Refuge Ministries, Inc. are amended or repeated or newly

AMENDED AND RESTATED ARTICLES OF INCORPORATION

amended and Restated articles to the articles of incorporation may be adopted by the Board of Directors.

13.2 Implied Amendments.

Any action taken or authorized by the Board of Directors that would be inconsistent with amended and Restated articles to the articles of incorporation to THORMINC, The House Of Refuge Ministries, Inc. will then in effect is taken or authorized by authorized affirmative vote of not less than the number of directors required to amend the amended and Restated articles to the articles of incorporation, and would be consistent with such action shall be given the same effect as though the Amended Articles had been temporarily amended or suspended so far, but only so far, as is necessary to permit the specific action so taken or authorized.

AUTHORIZED SIGNATURES

The House of Refuge Ministries, Inc.

(Signature) President

Date

(Signature)

Date

(Signature)

Date

AMENDED AND RESTATED ARTICLES OF INCORPORATION

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Articles of Amendment
to
Articles of Incorporation
of

THORMINC, The House Of Refuge Ministries, Inc.
(Name of Corporation as currently filed with the Florida Dept. of State)

N99000005939

(Document Number of Corporation (if known))

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:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:
(Principal office address MUST BE A STREET ADDRESS)

3450 Dunn Ave, Suite 303
Jacksonville, FL 32218

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

P.O. Box 26889
Jacksonville, FL 32226

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

N/A

N/A

(Florida street address)

New Registered Office Address:

N/A

(City)

Florida

(Zip Code)

N/A

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

N/A

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change. Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change		<u>N/A</u>	
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
2) <input type="checkbox"/> Change		<u>N/A</u>	
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
3) <input type="checkbox"/> Change		<u>N/A</u>	
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
4) <input type="checkbox"/> Change		<u>N/A</u>	
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
5) <input type="checkbox"/> Change		<u>N/A</u>	
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
6) <input type="checkbox"/> Change		<u>N/A</u>	
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			

E. If amending or adding additional Articles, enter change(s) here:

(Attach additional sheets, if necessary). (Be specific)

ARTICLE 1.1- Definitions (IN BOLD - Pages 3-5)

Amendment Article to September 28, 2005 (Page 6)

ARTICLE II / 2.1.1 - (Page 7 - Entire Paragraph)

ARTICLE V - 5.2 Page 9 changes to: (a), (b), (e), Page 10 changes (f),
Page 12 changes to 5.9

Page 15 changes to 5.15 Director of Conflict o Interest (c), (d)

Addition ARTICE VI - OFFICERS - Pages 17-19

Addition ARTICLE VII Pages 19-20

Addition ARTICLE VIII - Page 20

Addition ARTICLE IX - Page 20

Addition ARTICLE X - Distribution Page 21

Addition ARTICLE XI - Exempt Activities Page 22

Addition ARTICLE XII - Page 22 Indemnification

Addition ARTICLE XIII -Amendments Page 23

**F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares,
provisions for implementing the amendment if not contained in the amendment itself:**

(if not applicable, indicate N/A)

N/A

The date of each amendment(s) adoption: 1/22/2013

Effective date if applicable: 1/22/2013
(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(s) was/were sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 1-22-2013

Signature Jacob Bush Jr.
(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)

JACOB BUSH JR.
(Typed or printed name of person signing)

PRESIDENT - FOUNDER - PASTOR
(Title of person signing)