

Nancy Landry
SECRETARY OF STATE

State of Louisiana
Secretary of State



COMMERCIAL DIVISION
225.925.4704

01/30/2024

Administrative Services
225.932.5317 Fax
Corporations
225.932.5314 Fax
Uniform Commercial Code
225.932.5318 Fax

ONLINE FILING
DAVID@LUKINOVICHLAW.COM

GLOBAL MARITIME MINISTRIES, INC.

It has been a pleasure to approve and place on file your Restated Articles. The appropriate evidence is attached for your files.

Payment of the filing fee is acknowledged by this letter.

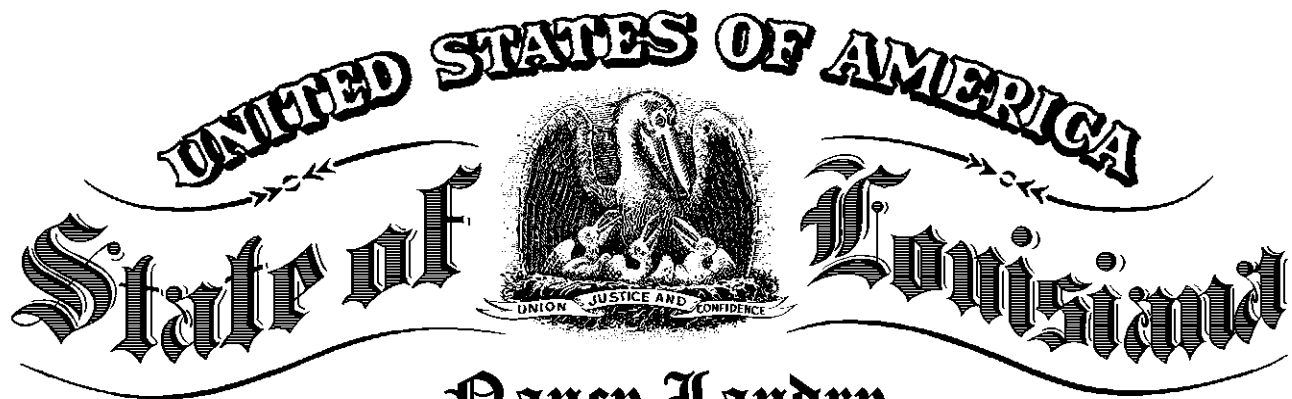
In addition to email and text notifications, business owners now have the option to enroll in our secured business filings (SBF) service. This service is available online, at no charge, by filing a notarized affidavit. Upon enrollment, an amendment cannot be made to your entity without approval using your personal identification number. This is another way to protect your business from fraud and identity theft.

Please note that as of January 1, 2018, business owners in the following parishes will be required to file all available business documents online through **geauxBIZ**: Ascension, Bossier, Caddo, Calcasieu, East Baton Rouge, Jefferson, Lafayette, Livingston, Orleans, Ouachita, Rapides, St. Tammany, Tangipahoa and Terrebonne.

Online filing options are available if changes are necessary to your registration or if you need to file an annual report. Please visit our website at **GeauxBiz.com** for your future business needs.

Sincerely,

The Commercial Division
CL



Nancy Landry
SECRETARY OF STATE

As Secretary of State of the State of Louisiana, I do hereby Certify that

a copy of Restated Articles of Incorporation of

GLOBAL MARITIME MINISTRIES, INC.

Domiciled at NEW ORLEANS, LOUISIANA,

Was filed and recorded in this Office on January 29, 2024.

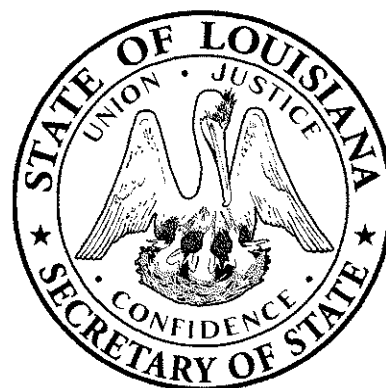
In testimony whereof, I have hereunto set my
hand and caused the Seal of my Office to be
affixed at the City of Baton Rouge on,

January 30, 2024

Nancy Landry

Secretary of State

CL 03505310N



Certificate ID: 11837521#XBF52

To validate this certificate, visit the following web site,
go to **Business Services, Search for Louisiana
Business Filings, Validate a Certificate**, then follow
the instructions displayed.
www.sos.la.gov

Nancy Landry
SECRETARY OF STATE

State of Louisiana
Secretary of State



January 30, 2024

COMMERCIAL DIVISION
225.925.4704

Administrative Services

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Corporations

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Uniform Commercial Code

225.932.5318 Fax

The attached document of GLOBAL MARITIME MINISTRIES, INC. was received and filed on January 29, 2024.

CL 03505310N

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
GLOBAL MARITIME MINISTRIES, INC.
A LOUISIANA NON-PROFIT CORPORATION**

IN WITNESS WHEREOF, the undersigned, being the duly appointed and authorized President of Global Maritime Ministries, Inc. (the "Corporation"), a Louisiana nonprofit corporation bearing Louisiana Secretary of State Charter No. 03505310N, for the purpose of amending and restating the articles of incorporation of the Corporation, by his signature below, hereby attests and affirms, after being duly sworn by the undersigned Notary Public, that the following Amended and Restated Articles of Incorporation of the Corporation were duly approved and adopted, effective as of the 13th day of January, 2024, in accordance with the provisions of Louisiana Revised Statute 12:237, pursuant to the unanimous vote of the directors and members of the Corporation who were present during the Annual Meeting of the Corporation, constituting a quorum of the directors and member of the Corporation, such Annual Meeting having been held at the principal office of the Corporation located at 3635 Tchoupitoulas Street, New Orleans, Louisiana 70115, at 3:00 p.m., on the 13th day of January, 2024.

The following Amended and Restated Articles of Incorporation amend and restate in entirety the original Articles of Incorporation of New Orleans Baptist Seamen's Service dated July 15, 1965, and that certain name change amendment designating the name of the Corporation as "Global Maritime Ministries, Inc." dated March 22, 1999; in accordance with Louisiana Revised Statute 12:241A, these Amended and Restated Articles of Incorporation accurately copy the articles of incorporation of the Corporation and all other amendments thereto in effect as of the effective date hereof, without substantive change except as contained in the following Amended and Restated Articles of Incorporation set forth herein below, which have been effected in conformity with Louisiana law. The Amended and Restated Articles of Incorporation provide as follows:

ARTICLE I

The name of the nonprofit corporation shall be:

Global Maritime Ministries, Inc. ("Global Maritime").

ARTICLE II

Global Maritime is organized for the following objects and purposes:

1. Global Maritime shall be operated with the particular purpose of ministry to the charitable, religious, and educational needs of merchant seafarers and others in the maritime community within the Port of New Orleans and other ports. Global Maritime shall be operated as a Baptist-oriented Christian institution of ministry, holding to the doctrines in faith and order commonly held and taught by same.
2. Global Maritime shall work in conjunction with and encourage churches,

associations, conventions, laypersons, and others to engage in a missionary effort among seafarers, both domestic and foreign, and others in the maritime community, and it shall render service in accordance with Christian principles wherever there is need, providing wholesome Christian fellowship and support for seafarers and others in the maritime community.

3. Global Maritime shall generally possess all powers, rights, privileges, and immunities which nonprofit corporations are and may hereafter be authorized to possess under the Constitution and laws of the State of Louisiana, and particularly Louisiana Revised Statutes, Title 12, Sections 201-269, as now in effect or as they may hereafter be amended.
4. Global Maritime shall have the power and authority to transact, hold, receive, purchase, convey, mortgage, lease, and pledge real, personal, and other property, to solicit, collect, or receive donations and legacies of real, personal, or other property, to invest funds, and to hold property in trust for any of the purposes for which the corporation is formed. Such corporate powers and management of this corporation shall be vested in and exercised by its Board of Directors.
5. Notwithstanding the enumeration of powers specified in these Articles of Incorporation, nothing shall be construed as empowering Global Maritime to engage in activities which in themselves are not in furtherance of charitable, religious, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as now in effect or hereafter amended or the corresponding provisions of any subsequent law (the “Code”).

ARTICLE III

Global Maritime shall exist in perpetuity, or such maximum period as may be authorized by the laws of the State of Louisiana.

ARTICLE IV

Global Maritime is organized as a nonprofit corporation as defined in Louisiana Revised Statute 12:201(7) and it shall be operated exclusively for charitable, religious, or educational purposes. No dividends shall ever be paid, declared, or distributed to or for the benefit of any individual, whether or not members, trustees, or officers of the corporation, nor shall any part of the corporation’s net income or earnings inure to the benefit of any person, firm, or corporation, directly or indirectly, whether or not members, trustees, or officers of the corporation, provided that the corporation may pay compensation in a reasonable amount for services rendered, including reimbursement for reasonable expenses, and may make payments, grants, and distributions in furtherance of the purposes of the corporation as set forth herein. In the event of dissolution or final liquidation of Global Maritime, distributions may be made only in the manner provided by the laws of the State of Louisiana and Article XI of these Articles of Incorporation.

No substantial part of Global Maritime’s activity may involve the carrying on of

propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene (including the publication or distribution of statements) in any political campaign on behalf of any candidate for public office.

ARTICLE V

The location and address of Global Maritime's registered office shall be:

3635 Tchoupitoulas Street
New Orleans, Louisiana 70115-1314

Service of legal process shall be made upon the registered agent named by the Board of Directors, who, until changed by the Board, shall be:

Philip Vandercook
3635 Tchoupitoulas Street
New Orleans, Louisiana 70115-1314

ARTICLE VI

Subject to any limitations, restrictions, or reservations provided by law, these Articles of Incorporation, or the bylaws of the corporation, the affairs of Global Maritime shall be managed by a Board of Directors of not less than ten or more than 30 individuals, as determined from time to time by the members of the corporation. All members of the Board of Directors shall be elected by the members of the corporation. At least 51% of those serving as elected members of the Board of Directors shall be members in good standing of Baptist churches.

Except as set forth in Article VII of these Articles of Incorporation, any director who is absent from a meeting of the Board of Directors, or any committee thereof, may be represented by any other director who may cast the vote of the absent director according to the written instructions, general or special, of the absent director.

The Board of Directors of Global Maritime shall have the primary obligation to continue to uphold the Baptist traditions in carrying out the mission of the corporation.

ARTICLE VII

The members of the Board of Directors shall be elected for staggered terms with, as nearly as possible, one-third of the total numbers of directors to be elected at each annual meeting of the members of Global Maritime to serve for a term of three years. No director may be re-elected who, at the time of re-election, has served on the Board of Directors for three consecutive terms, except that, directors who serve a partial term when first elected to the Board remain eligible to serve three full three-year terms.

The Board of Directors of Global Maritime, until their successors are duly elected and qualified, shall be:

Rev. Joe Arnold
6666 Willie Lou Ave
Houma, LA 70364

Hon. Barry W. Ashe
220 Filmore Avenue
New Orleans, Louisiana 70124

Daniel Bruni
1536 Mithra Street
New Orleans, Louisiana 70122

Dee Clubb
2517 Margie Street
Metairie, Louisiana 70003

Mike Colomb
112 Founders Drive
Baton Rouge, Louisiana 70810

Don Cooper
332 Brockenbraugh Court
Metairie, Louisiana 70056

Scott Davidson
115 Fairway Drive
New Orleans, Louisiana 70124

Rev. Rusty Durand
5524 Highway 43
Montpelier, Louisiana 70422

Rev. Chad Gilbert
2423 Dreux Avenue
New Orleans, Louisiana 70122

Rev. Santos Gomez
3612 W. Louisiana State Drive
Kenner, Louisiana 70065

Larry Holmes
4812 Henican Place
Metairie, Louisiana 70003

Heather Johnson
4321 Seminary Place
New Orleans, Louisiana 70126

Amelia Leonardi
406 State Street
New Orleans, Louisiana 70118

Mary Ellen Logan
6708 Gillen Street
Metairie, Louisiana 70003

Pam Martin
749 Hazelwood Drive
Shreveport, Louisiana 71106

Ralph Melian
7354 Beryl Street
New Orleans, Louisiana 70124-2509

Daniel Poolson
501 Helios Avenue
Metairie, Louisiana 70005

Dr. Charles Ray, Jr.
3853 S. Inwood Ave.
New Orleans, LA 70131

Mrs. Rose Roberts
157 Rebel Ave.
River Ridge, LA 70123

Jeremy Simmons
7932 Belfast Street
New Orleans, Louisiana 70125

Rev. Stan Statham
159 Bayou Rd.
Alexandria 71302

William Stoffle
388 Metairie Heights
Metairie, Louisiana 70001

Dr. Ken Taylor
4221 Seminary Place
New Orleans, Louisiana 70126

Dr. Cindy Townsend
509 Pine Hill Place
Flowood, Mississippi 39232

Mrs. Pat Trembley
4404 Jasper Steet
Metairie, Louisiana 70006

Rev. Philip Vandercook 728 Holyoke
Place
Gretna, LA 70056

Hereafter all directors of Global Maritime shall be elected for regular terms or to fill vacancies according to these Articles of Incorporation and the bylaws of the corporation.

ARTICLE VIII

Global Maritime shall be and is hereby organized without capital stock and no certificates of stock shall be issued by the corporation. The members of the Board of Directors shall be the members of the corporation. Each member of the Board of Directors shall automatically become of member of the corporation and, at such time as anyone ceases to be a director either by resignation, expiration of term of office, or otherwise, his or her membership in the corporation shall cease and terminate.

The members of Global Maritime shall have sole authority to make, alter, or repeal the bylaws of the corporation. The bylaws of the corporation may be amended by the members of the corporation as provided in Article X.

All elections for directors shall be held at the annual meeting of the members of Global Maritime, except elections to increase the number of members of the Board of Directors or to fill vacancies may be held at other meetings of the members of the corporation. Should the members of the corporation fail for any reason to elect such members of the Board of Directors at the annual meeting, then the members of the Board of Directors then in office shall continue in office until their successors are duly elected, irrespective of and despite the prohibitions set forth above limiting such service to three consecutive terms or parts thereof.

Each member of the corporation shall be entitled to one vote and a majority of all such members of the corporation present (whether in person, by telephone, or by videoconference) or represented by proxy shall constitute a quorum for the transaction of all business at any meeting of the members of the corporation except that at any meeting of the members of the corporation held for the purpose of removing directors, two-thirds of the members of the corporation shall be in

attendance to constitute a quorum and no proxy shall be considered in determining the presence of a quorum at such meeting.

When a quorum is present and represented at any meeting of the members of the corporation, the vote of a majority of the members of the corporation present or represented by proxy (except that voting by proxy shall not be permitted for the removal of directors) shall decide any question brought before such meeting, unless the question is one upon which, by express provision of law, these Articles of Incorporation, or the bylaws of the corporation, a different vote is required, in which case such express provision shall govern and control the decision of such question.

ARTICLE IX

Whenever by law the vote or consent of the members of Global Maritime shall be required to authorize a sale, lease, or exchange of all or substantially all of the corporation's property or assets or to adopt or approve an agreement of merger or consolidation of the corporation with or into any other corporation or to merge any other corporation into Global Maritime, the vote of three-fourths of the members of the corporation shall be required for any such authorization, adoption, or approval.

ARTICLE X

These Articles of Incorporation may be amended by a vote of a majority of the members of Global Maritime at any annual or other meeting called for that purpose, after 30 days' written notice, including a copy of such proposed amendment, mailed to the last known physical address, or emailed to the last known email address, of each member of the corporation. Alternatively, these Articles of Incorporation may be amended, without any requirement that prior notice of the amendment be given to each member of the corporation, by the unanimous written consent of all members of the corporation.

The bylaws of Global Maritime may be amended by vote of a majority of the members of the corporation at any annual meeting or other meeting called for that purpose, after 30 days' written notice, including a copy of such proposed amendment, mailed to the last known physical address, or emailed to the last known email address, of each member of the corporation. Alternatively, the bylaws of the corporation may be amended, without any requirement that prior notice of the amendment be given to each member of the corporation, by the unanimous written consent of all members of the corporation.

ARTICLE XI

Global Maritime may not be dissolved except by a vote of three-fourths of the members of the corporation at a meeting called for that express purpose, of which meeting at least 60 days' notice has been given in writing to each member of the corporation by mail, at his or her last known physical address, or by email, at his or her last known email address. Notwithstanding any

provision set out hereinabove, in the event of the dissolution or final liquidation of the corporation, any surplus in excess of the corporation's outstanding liabilities shall be transferred and delivered to one or more Baptist-oriented nonprofit Christian institutions of ministry operated exclusively for charitable, educational, or religious purposes and qualified as exempt institutions under Section 504(c) of the Code, as the Board of Directors shall determine. Priority shall be given to a ministry to seafarers similar to Global Maritime.

ARTICLE XII

No personal liability shall ever attach to any member, director, or officer of Global Maritime, his or her heirs or estate, merely by virtue of their being a member, director, or officer of this corporation. They shall be indemnified as provided in the bylaws of the corporation.



Daniel H. Bruni,
President of Global Maritime Ministries, Inc.

Acknowledged:

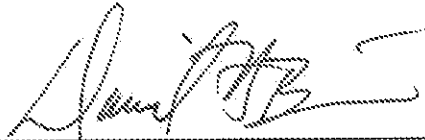


Philip H. Vandercook
Executive Director of Global Maritime Ministries, Inc.

ACKNOWLEDGMENT

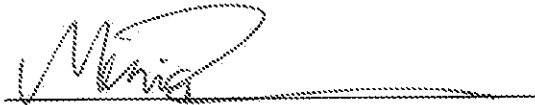
STATE OF LOUISIANA
PARISH OF JEFFERSON

Before me, the undersigned authority, a Notary Public duly commissioned and qualified in and for the Parish and State named above, personally came and appeared **Daniel H. Bruni**, of the full age of majority and personally known to the undersigned Notary Public, who, having been first duly sworn, declared and acknowledged that he is the duly appointed and authorized President of Global Maritime Ministries, Inc., and that he executes the foregoing Amended and Restated Articles of Incorporation of the Corporation pursuant to the Unanimous Consent and Approval of the Directors and Members of the Corporation, for the purposes set forth therein.



Daniel H. Bruni

SWORN TO AND SUBSCRIBED BEFORE
ME THIS 25 DAY OF JANUARY, 2024.



Name: Monice Tran
Notary Public

LSBA No. 40082; State of Louisiana
My commission expires at death.



Nancy Landry
SECRETARY OF STATE

As Secretary of State of the State of Louisiana, I do hereby Certify that
the attached document(s) of

GLOBAL MARITIME MINISTRIES, INC.

are true and correct and are filed in the Louisiana Secretary of State's Office.
45787132 RESTA 01/29/2024 9 pages

In testimony whereof, I have hereunto set my
hand and caused the Seal of my Office to be
affixed at the City of Baton Rouge on,

January 30, 2024

Nancy Landry

Secretary of State

CL 03505310N



Certificate ID: 11837522#7DF52

To validate this certificate, visit the following
web site, go to **Business Services, Search**
for Louisiana Business Filings, Validate a
Certificate, then follow the instructions
displayed.

www.sos.la.gov

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
GLOBAL MARITIME MINISTRIES, INC.
A LOUISIANA NON-PROFIT CORPORATION**

IN WITNESS WHEREOF, the undersigned, being the duly appointed and authorized President of Global Maritime Ministries, Inc. (the "Corporation"), a Louisiana nonprofit corporation bearing Louisiana Secretary of State Charter No. 03505310N, for the purpose of amending and restating the articles of incorporation of the Corporation, by his signature below, hereby attests and affirms, after being duly sworn by the undersigned Notary Public, that the following Amended and Restated Articles of Incorporation of the Corporation were duly approved and adopted, effective as of the 13th day of January, 2024, in accordance with the provisions of Louisiana Revised Statute 12:237, pursuant to the unanimous vote of the directors and members of the Corporation who were present during the Annual Meeting of the Corporation, constituting a quorum of the directors and member of the Corporation, such Annual Meeting having been held at the principal office of the Corporation located at 3635 Tchoupitoulas Street, New Orleans, Louisiana 70115, at 3:00 p.m., on the 13th day of January, 2024.

The following Amended and Restated Articles of Incorporation amend and restate in entirety the original Articles of Incorporation of New Orleans Baptist Seamen's Service dated July 15, 1965, and that certain name change amendment designating the name of the Corporation as "Global Maritime Ministries, Inc." dated March 22, 1999; in accordance with Louisiana Revised Statute 12:241A, these Amended and Restated Articles of Incorporation accurately copy the articles of incorporation of the Corporation and all other amendments thereto in effect as of the effective date hereof, without substantive change except as contained in the following Amended and Restated Articles of Incorporation set forth herein below, which have been effected in conformity with Louisiana law. The Amended and Restated Articles of Incorporation provide as follows:

ARTICLE I

The name of the nonprofit corporation shall be:

Global Maritime Ministries, Inc. ("Global Maritime").

ARTICLE II

Global Maritime is organized for the following objects and purposes:

1. Global Maritime shall be operated with the particular purpose of ministry to the charitable, religious, and educational needs of merchant seafarers and others in the maritime community within the Port of New Orleans and other ports. Global Maritime shall be operated as a Baptist-oriented Christian institution of ministry, holding to the doctrines in faith and order commonly held and taught by same.
2. Global Maritime shall work in conjunction with and encourage churches,

associations, conventions, laypersons, and others to engage in a missionary effort among seafarers, both domestic and foreign, and others in the maritime community, and it shall render service in accordance with Christian principles wherever there is need, providing wholesome Christian fellowship and support for seafarers and others in the maritime community.

3. Global Maritime shall generally possess all powers, rights, privileges, and immunities which nonprofit corporations are and may hereafter be authorized to possess under the Constitution and laws of the State of Louisiana, and particularly Louisiana Revised Statutes, Title 12, Sections 201-269, as now in effect or as they may hereafter be amended.
4. Global Maritime shall have the power and authority to transact, hold, receive, purchase, convey, mortgage, lease, and pledge real, personal, and other property, to solicit, collect, or receive donations and legacies of real, personal, or other property, to invest funds, and to hold property in trust for any of the purposes for which the corporation is formed. Such corporate powers and management of this corporation shall be vested in and exercised by its Board of Directors.
5. Notwithstanding the enumeration of powers specified in these Articles of Incorporation, nothing shall be construed as empowering Global Maritime to engage in activities which in themselves are not in furtherance of charitable, religious, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as now in effect or hereafter amended or the corresponding provisions of any subsequent law (the “Code”).

ARTICLE III

Global Maritime shall exist in perpetuity, or such maximum period as may be authorized by the laws of the State of Louisiana.

ARTICLE IV

Global Maritime is organized as a nonprofit corporation as defined in Louisiana Revised Statute 12:201(7) and it shall be operated exclusively for charitable, religious, or educational purposes. No dividends shall ever be paid, declared, or distributed to or for the benefit of any individual, whether or not members, trustees, or officers of the corporation, nor shall any part of the corporation’s net income or earnings inure to the benefit of any person, firm, or corporation, directly or indirectly, whether or not members, trustees, or officers of the corporation, provided that the corporation may pay compensation in a reasonable amount for services rendered, including reimbursement for reasonable expenses, and may make payments, grants, and distributions in furtherance of the purposes of the corporation as set forth herein. In the event of dissolution or final liquidation of Global Maritime, distributions may be made only in the manner provided by the laws of the State of Louisiana and Article XI of these Articles of Incorporation.

No substantial part of Global Maritime’s activity may involve the carrying on of

propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene (including the publication or distribution of statements) in any political campaign on behalf of any candidate for public office.

ARTICLE V

The location and address of Global Maritime's registered office shall be:

3635 Tchoupitoulas Street
New Orleans, Louisiana 70115-1314

Service of legal process shall be made upon the registered agent named by the Board of Directors, who, until changed by the Board, shall be:

Philip Vandercook
3635 Tchoupitoulas Street
New Orleans, Louisiana 70115-1314

ARTICLE VI

Subject to any limitations, restrictions, or reservations provided by law, these Articles of Incorporation, or the bylaws of the corporation, the affairs of Global Maritime shall be managed by a Board of Directors of not less than ten or more than 30 individuals, as determined from time to time by the members of the corporation. All members of the Board of Directors shall be elected by the members of the corporation. At least 51% of those serving as elected members of the Board of Directors shall be members in good standing of Baptist churches.

Except as set forth in Article VII of these Articles of Incorporation, any director who is absent from a meeting of the Board of Directors, or any committee thereof, may be represented by any other director who may cast the vote of the absent director according to the written instructions, general or special, of the absent director.

The Board of Directors of Global Maritime shall have the primary obligation to continue to uphold the Baptist traditions in carrying out the mission of the corporation.

ARTICLE VII

The members of the Board of Directors shall be elected for staggered terms with, as nearly as possible, one-third of the total numbers of directors to be elected at each annual meeting of the members of Global Maritime to serve for a term of three years. No director may be re-elected who, at the time of re-election, has served on the Board of Directors for three consecutive terms, except that, directors who serve a partial term when first elected to the Board remain eligible to serve three full three-year terms.

The Board of Directors of Global Maritime, until their successors are duly elected and qualified, shall be:

Rev. Joe Arnold
6666 Willie Lou Ave
Houma, LA 70364

Hon. Barry W. Ashe
220 Filmore Avenue
New Orleans, Louisiana 70124

Daniel Bruni
1536 Mithra Street
New Orleans, Louisiana 70122

Dee Clubb
2517 Margie Street
Metairie, Louisiana 70003

Mike Colomb
112 Founders Drive
Baton Rouge, Louisiana 70810

Don Cooper
332 Brockenbraugh Court
Metairie, Louisiana 70056

Scott Davidson
115 Fairway Drive
New Orleans, Louisiana 70124

Rev. Rusty Durand
5524 Highway 43
Montpelier, Louisiana 70422

Rev. Chad Gilbert
2423 Dreux Avenue
New Orleans, Louisiana 70122

Rev. Santos Gomez
3612 W. Louisiana State Drive
Kenner, Louisiana 70065

Larry Holmes
4812 Henican Place
Metairie, Louisiana 70003

Heather Johnson
4321 Seminary Place
New Orleans, Louisiana 70126

Amelia Leonardi
406 State Street
New Orleans, Louisiana 70118

Mary Ellen Logan
6708 Gillen Street
Metairie, Louisiana 70003

Pam Martin
749 Hazelwood Drive
Shreveport, Louisiana 71106

Ralph Melian
7354 Beryl Street
New Orleans, Louisiana 70124-2509

Daniel Poolson
501 Helios Avenue
Metairie, Louisiana 70005

Dr. Charles Ray, Jr.
3853 S. Inwood Ave.
New Orleans, LA 70131

Mrs. Rose Roberts
157 Rebel Ave.
River Ridge, LA 70123

Jeremy Simmons
7932 Belfast Street
New Orleans, Louisiana 70125

Rev. Stan Statham
159 Bayou Rd.
Alexandria 71302

William Stoffle
388 Metairie Heights
Metairie, Louisiana 70001

Dr. Ken Taylor
4221 Seminary Place
New Orleans, Louisiana 70126

Dr. Cindy Townsend
509 Pine Hill Place
Flowood, Mississippi 39232

Mrs. Pat Trembley
4404 Jasper Steet
Metairie, Louisiana 70006

Rev. Philip Vandercook 728 Holyoke
Place
Gretna, LA 70056

Hereafter all directors of Global Maritime shall be elected for regular terms or to fill vacancies according to these Articles of Incorporation and the bylaws of the corporation.

ARTICLE VIII

Global Maritime shall be and is hereby organized without capital stock and no certificates of stock shall be issued by the corporation. The members of the Board of Directors shall be the members of the corporation. Each member of the Board of Directors shall automatically become of member of the corporation and, at such time as anyone ceases to be a director either by resignation, expiration of term of office, or otherwise, his or her membership in the corporation shall cease and terminate.

The members of Global Maritime shall have sole authority to make, alter, or repeal the bylaws of the corporation. The bylaws of the corporation may be amended by the members of the corporation as provided in Article X.

All elections for directors shall be held at the annual meeting of the members of Global Maritime, except elections to increase the number of members of the Board of Directors or to fill vacancies may be held at other meetings of the members of the corporation. Should the members of the corporation fail for any reason to elect such members of the Board of Directors at the annual meeting, then the members of the Board of Directors then in office shall continue in office until their successors are duly elected, irrespective of and despite the prohibitions set forth above limiting such service to three consecutive terms or parts thereof.

Each member of the corporation shall be entitled to one vote and a majority of all such members of the corporation present (whether in person, by telephone, or by videoconference) or represented by proxy shall constitute a quorum for the transaction of all business at any meeting of the members of the corporation except that at any meeting of the members of the corporation held for the purpose of removing directors, two-thirds of the members of the corporation shall be in

attendance to constitute a quorum and no proxy shall be considered in determining the presence of a quorum at such meeting.

When a quorum is present and represented at any meeting of the members of the corporation, the vote of a majority of the members of the corporation present or represented by proxy (except that voting by proxy shall not be permitted for the removal of directors) shall decide any question brought before such meeting, unless the question is one upon which, by express provision of law, these Articles of Incorporation, or the bylaws of the corporation, a different vote is required, in which case such express provision shall govern and control the decision of such question.

ARTICLE IX

Whenever by law the vote or consent of the members of Global Maritime shall be required to authorize a sale, lease, or exchange of all or substantially all of the corporation's property or assets or to adopt or approve an agreement of merger or consolidation of the corporation with or into any other corporation or to merge any other corporation into Global Maritime, the vote of three-fourths of the members of the corporation shall be required for any such authorization, adoption, or approval.

ARTICLE X

These Articles of Incorporation may be amended by a vote of a majority of the members of Global Maritime at any annual or other meeting called for that purpose, after 30 days' written notice, including a copy of such proposed amendment, mailed to the last known physical address, or emailed to the last known email address, of each member of the corporation. Alternatively, these Articles of Incorporation may be amended, without any requirement that prior notice of the amendment be given to each member of the corporation, by the unanimous written consent of all members of the corporation.

The bylaws of Global Maritime may be amended by vote of a majority of the members of the corporation at any annual meeting or other meeting called for that purpose, after 30 days' written notice, including a copy of such proposed amendment, mailed to the last known physical address, or emailed to the last known email address, of each member of the corporation. Alternatively, the bylaws of the corporation may be amended, without any requirement that prior notice of the amendment be given to each member of the corporation, by the unanimous written consent of all members of the corporation.

ARTICLE XI

Global Maritime may not be dissolved except by a vote of three-fourths of the members of the corporation at a meeting called for that express purpose, of which meeting at least 60 days' notice has been given in writing to each member of the corporation by mail, at his or her last known physical address, or by email, at his or her last known email address. Notwithstanding any

provision set out hereinabove, in the event of the dissolution or final liquidation of the corporation, any surplus in excess of the corporation's outstanding liabilities shall be transferred and delivered to one or more Baptist-oriented nonprofit Christian institutions of ministry operated exclusively for charitable, educational, or religious purposes and qualified as exempt institutions under Section 504(c) of the Code, as the Board of Directors shall determine. Priority shall be given to a ministry to seafarers similar to Global Maritime.

ARTICLE XII

No personal liability shall ever attach to any member, director, or officer of Global Maritime, his or her heirs or estate, merely by virtue of their being a member, director, or officer of this corporation. They shall be indemnified as provided in the bylaws of the corporation.



Daniel H. Bruni,
President of Global Maritime Ministries, Inc.

Acknowledged:

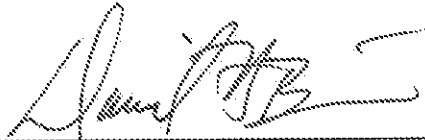


Philip H. Vandercook
Executive Director of Global Maritime Ministries, Inc.

ACKNOWLEDGMENT

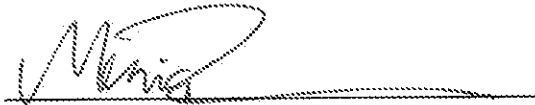
STATE OF LOUISIANA
PARISH OF JEFFERSON

Before me, the undersigned authority, a Notary Public duly commissioned and qualified in and for the Parish and State named above, personally came and appeared **Daniel H. Bruni**, of the full age of majority and personally known to the undersigned Notary Public, who, having been first duly sworn, declared and acknowledged that he is the duly appointed and authorized President of Global Maritime Ministries, Inc., and that he executes the foregoing Amended and Restated Articles of Incorporation of the Corporation pursuant to the Unanimous Consent and Approval of the Directors and Members of the Corporation, for the purposes set forth therein.



Daniel H. Bruni

SWORN TO AND SUBSCRIBED BEFORE
ME THIS 25 DAY OF JANUARY, 2024.



Name: Monice Tran
Notary Public

LSBA No. 40082; State of Louisiana
My commission expires at death.