

TRANSMITTAL LETTER

N14000000488

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

SUBJECT: Numinous, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

900003632979--6  
-02/05/01--01080--004  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee &  
Certificate of  
Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Carl E Creasman Jr  
Name (Printed or typed)  
2013 Kimbrace Place  
Address  
Winter Park FL 32792  
City, State & Zip  
407-629-9807  
Daytime Telephone number

01 FEB -5 PM 2:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

NOTE: Please provide the original and one copy of the articles.

Feb 2/6

(16)

Articles of Incorporation  
Of  
Numinous, Inc.

A Non-Profit Corporation

FILED  
01 FEB -5 PM 2:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We the Undersigned, being of legal age and competent to contract, hereby associate ourselves together for the purposes of becoming incorporated under the laws of the State of Florida applicable for corporation not for profit under the following articles of incorporation.

**Article I Name**

The name of the Corporation shall be Numinous, Inc.

**Article II Principle Office**

The principle place of business is Central Florida, centering around the Orlando metro area and mailing address of this corporation shall be P. O. Box 217, Winter Park, FL 32790-0217.

**Article III Commencement of Corporate Existence**

The Corporation shall commence corporate existence on the date these Articles of Incorporation are registered with the Florida Department of State, and shall have perpetual existence unless sooner dissolved according to law.

**Article IV Purpose and General Powers**

The corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The primary purpose for which this corporation is formed is to glorify God and His Son, Jesus Christ, by proclaiming through thought, word and deed the good news of the Kingdom of God in Jesus Christ, and to develop a community of the faithful for this purpose.

This corporation shall have all the powers enumerated in the Florida Not for Profit Corporation Act, as the same now exists and as hereafter amended, and all such powers as are permitted by applicable law; provided, however, that the corporation will not carry on any activities not permitted to be carried on by (1) a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Cod of 1986(26 u.s.c 501(c)(3)) or under and corresponding provision of any future United States revenue law, or (2) a corporation contributions to which are deductible under 170(c)(2) of the Internal Revenue

Code of the 1986 (26 u.s.c. 170(c)(2)) or any corresponding provision of any future United States internal law.

**Article V                    Membership**

The members of the non-profit corporation, if any, shall be qualified and admitted by the Bylaws of this Corporation.

**Article VI                    Initial Registered Office and Agent**

The initial office of this corporation shall be located at 2013 Kimbrace Place, Winter Park, FL 32792 and the initial Registered Agent of this Corporation at that address shall be Rev. Carl E. Creasman Jr. This Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these articles of the Corporation.

**Article VII                    Initial Board of Directors**

This Corporation shall have five (5) directors initially. The directors shall be elected and their number either increased or diminished from time to time as provided in the bylaws. The names and street addresses of the initial directors of this Corporation are:

Carl E. Creasman Jr.	2013 Kimbrace Place Winter Park, FL 32792
Kim Creasman	2013 Kimbrace Place Winter Park, FL 32792
John Aedo	4217 Roy Street Orlando, FL 32812
Chris Kutcher	4071 Waterview Loop Winter Park, FL 32792
Matthew Porter	622 Renaissance Pointe #307 Altamonte Springs, FL 32814

**Article VIII                    Incorporator**

The name and Florida street address of the person signing these articles as incorporator is:

Carl E. Creasman Jr.	2013 Kimbrace Place Winter Park, FL 32792
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**Article IX                    Bylaws**

Except as otherwise provided by law, the power to adopt, alter, amend, or repeal the bylaws shall be vested in the Board of Directors

**Article X                    Indemnification**

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all directors, officers, employees and agents,

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and former directors, officers, employees and agents from and against all liabilities and obligations, including attorneys and fees incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such except to the fullest extent possible under the law.

**Article XI                    Amendment**

The Corporation reserves the right to amend, propose, adopt, alter, change or repeal any provision or provisions contained in these Articles of Incorporation by a vote of two-thirds of the active membership of the Corporation present at any regular meeting of the Corporation or at any special meeting called for the purpose, and all rights conferred on members of this Corporation are granted subject to this reservation.

**Article XII                    Headings and Captions**

The headings or captions of these various Articles are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

**Article XIII                    Asset Distribution Upon Dissolution**

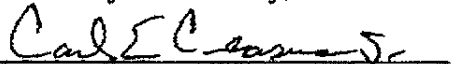
Upon the dissolving of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, dispose of all the assets of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of the by the Circuit Court of the country in which the principle office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

**Article XIV                    Earnings**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, directors or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof. No substantial part of the activities of the corporations shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publication or

distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation 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 Code) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Code).

In WITNESS WHEREOF, the undersigned, being the Incorporator herein before named, for the purpose of forming a not for profit corporation pursuant to the laws of the State of Florida to do business both within and without the State of Florida, hereby makes and files these Articles of Incorporation declaring and certifying the facts stated herein are true, and hereby subscribes thereto and hereunto sets his hand and seal this first day of February, 2001

  
\_\_\_\_\_  
Carl E. Creasman Jr.

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF  
PROCESS WITHIN FLORIDA AND INITIAL REGISTERED AGENT UPON  
WHOM PROCESS MAY BE SERVED

Pursuant to applicable FLORIDA STATE STATUTE, Numinous, Inc.  
organized under the laws of the STATE OF FLORIDA, submits the following  
statement in designating the registered agent:

1. The name of the Corporation is Numinous, Inc.
2. The name and address of the registered agent and office are:  
Carl E. Creasman Jr., 2013 Kimbrace Place, Winter Park, FL 32792

ACKNOWLEDGEMENT

Having been named as registered agent to accept service of process for the above  
stated corporation at the place designated in this certificate, I am familiar with  
and accept the appointment as registered agent and agree to act in this capacity.  
I further agree to comply with the provisions of the statutes relating to the  
proper and complete performance of my duties and I am familiar with and  
accept the obligations of my position as registered agent, this first day of  
February 2001

Carl E. Creasman Jr.  
Signature/Registered Agent  
Carl E. Creasman Jr.

02/01/01  
Date

Carl E. Creasman Jr.  
Signature/Incorporator  
Carl E. Creasman Jr.

02/01/01  
Date

FILED  
01 FEB -5 PM 2:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA