

Audrey S. Milton
Attorney At Law

N95000002975

June 15, 1995

DEPARTMENT OF STATE
Division of Corporations
State of Florida
P. O. Box 6327
Tallahassee, Florida 32314

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Re: SANCTUARY OF THE HOLY SPIRIT, INC. (proposed corporate name)

Dear Examiner:

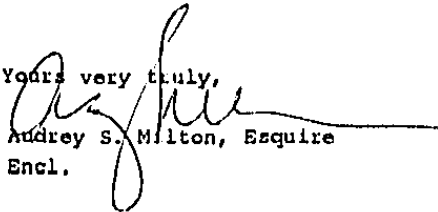
We transmit herewith the original and one copy of the Articles of Incorporation for the above Corporation for filing and check in the amount of \$132.50.

This is a filing for a Non Profit Corporation pursuant to Florida Statutes Chapter 617, Corporations Not For Profit.

Please return a copy of the filed document to me at 2106 Sunrise Boulevard, Fort Myers, Florida 33907.

If you have any questions, please do not hesitate to contact me at 941 277-9955.

Yours very truly,


Audrey S. Milton, Esquire
Encl.

6-21-95
DPC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION
OF
SANCTUARY OF THE HOLY SPIRIT, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, acknowledge and file in the Office of the Secretary of the State of Florida, for the purpose of establishing a corporation not for profit in accordance with the laws of the State of Florida, these Articles of Incorporation, as by law provided.

ARTICLES 1.

Name

The name of the Corporation shall be Sanctuary Of The Holy Spirit, Inc., and the principal office shall be 106 Catalina Street, Fort Myers, Florida.

ARTICLE 2.

PREROGATIVES

2.1) Purposes: The purpose for which the Corporation is formed are as follows:

- A. To disseminate the Gospel of Jesus Christ and the Word of God, to the end that people may be evangelized and believers may be conformed to the image of Jesus Christ.
- B. To pray for the needs of all races of people, for national and local leaders, governments, and for all that are in authority as instructed in I Timothy 2:1-3.
- C. To regularly assemble together the members of this Corporation for fellowship one with another both in large public congregations and in small fellowship groups in houses and other places, to worship God in Spirit and in Truth and to cooperate in the building up of the whole body of Christ.
- D. To strengthen the family units so that the home life of each member is healthy and fruitful by biblical standards.
- E. To involve every participant of this Corporation in its fellowship and activities and in the ministry of the Holy Spirit throughout the Body of Christ.

- F. To provide basic New Testament discipleship to all who are approved for this purpose by the Elders as they are led by the Holy Spirit.
- G. To perform the Sacraments of the Church which include, but not limited to the following: to baptize believers in water; to anoint the sick with oil; to conduct weddings and funerals; to dedicate infants; and to celebrate the Lord's Supper. (Communion)
- H. To act with charitable concern for, and to help, not only members of this Corporation, but also all people in need of any help which this Corporation can give, regardless of race, social position, or religious affiliation; to develop and carry out programs of social action for poor, widowed, orphaned, afflicted, imprisoned, under privileged, or aged persons, both within and without this Corporation.
- I. To support and encourage communication and extension of Christian life and witness by sound and comprehensive preaching and teaching of Biblical principles to all people both within this Corporation and elsewhere, not only by conventional modes, but also by all means which will accomplish such communication, extension, preaching and teaching. This should include media of communication developed by modern technology. These purposes should include engagement in radio and television broadcasting, the printing or reproduction and publication of recordings, books and other materials, the establishment and operation of a school or schools, and the holding and conducting of seminars, study groups, support groups, workshops, and meetings, by either resident or traveling ministers; to receive offerings for such purposes; and to grant aid and pay reasonable compensation to persons, firms and corporations for services actually rendered for such purposes; provided, however, that none of the foregoing shall be done for private profit.
- J. To establish and maintain a place of worship, study, recreation and social interaction, ministering to the whole family and to the whole person, spirit, soul, and body.
- K. To recognize, support and cooperate with the various ministries established by God to equip believers to fulfill their respective functions as members of the Body of Christ to unity, maturity and completion.
- L. To acquire, either by deed, gift or purchase, any real estate or personal property to be held in trust for the benefit of the corporation and its

stated purposes.

- M. To provide and maintain homes, places and buildings for housing of such students, lecturers, teachers, prophets, evangelist, pastors, apostles, and other related members of the Corporation; to furnish such students, lecturers, teachers, educators and ministers suitable meals and lodging.
- N. To mortgage, sell or otherwise encumber any such property when such action is deemed to be in the best interests of the Corporation as defined in its stated purpose as a Christian Organization.
- O. To license and ordain ministries; to assist in the establishment and maintenance of other churches and other institutions; and to send forth and maintain ministers, and other workers for the establishment and upbuilding of such churches and institutions, either domestic or foreign.
- P. The Corporation is authorized for any other lawful purposes permitted by the Florida Not For Profit Corporation Act.

2.2) Powers: To accomplish the foregoing purposes, the Corporation shall have all corporate powers permitted under Florida Law, including the capacity to contract, bring suit and be sued. No part of the income of the Corporation shall be distributed to the members, directors and officers of the Corporation for private profit.

2.3) Finances: All funds for the maintenance of the church shall be provided by the tithes and offerings of the members and friends of the organization. Offerings shall be accepted by the assembly at such times and in such ways as agreed upon by the Board of Directors, and shall be administered by the treasurer under the Board's direction (Malachi 3:10; Luke 6:38; 1 Corinthians 16: 1,2; 2 Corinthians 9:6-8).

Use of Income: All revenue, profit, income and money received from the conduction of such business or enterprise is to be used and employed in religious, educational, charitable, benevolent work and not for the benefit of the members of said corporation, either individually or collectively.

ARTICLE 3.

Membership

Section 1. Membership Eligibility. A member must be a mature person openly expressing a belief and faith in the Lordship of Jesus Christ and in compliance with the following standards:

1. Accept and believe in and rely on Jesus Christ for his salvation.
2. Believe that the Holy Bible is the Word of God.
3. Confess his faith in Jesus Christ as Lord.
4. Be baptized in water.
5. Commit himself to participate actively in the fellowship of the Church.
6. Support the Corporation with tithes and offerings.
7. Submit self to the authority of the Elders and to the discipline of the church.

Section 2. Voting Membership. All those who meet the scriptural standards for membership, whose names appeared on the original membership roll of the church at the time the church was first organized, together with those names that shall be added from time to time, shall constitute the legal voting membership of the church, provided they are 18 years of age or over, that they regularly attend and take part in the services, that they are living consistent Christian lives and are in agreement with our distinctive testimony. Sixty per cent of the membership shall be considered a quorum for voting purposes.

Membership shall be available for young people under 18 years of age who give evidence of the new birth, having received Christ as personal Savior, and who meet the usual qualifications for membership established by this church. They shall have voting privileges at 18 years of age.

Section 3. Inactive Membership. Enrolled members who shall without good cause absent themselves from the services of the church for a period of 3 consecutive months or more, or who cease to contribute of their means to its support, or who shall be under charges of misconduct, or who may have fallen under condemnation through sinful or worldly practices, shall be considered as inactive members and shall lose their voting privileges until they are restored to the fellowship, their standing to be settled by the definite action of the church through its elected officers.

Section 4. Honorary Members. Honorary members shall consist of those members who have entered the ministry as apostles, prophets, evangelists, teachers, and pastors, christian

educators, or those serving in the Armed Services, making it impossible to serve as active members. Honorary membership recognition shall continue as long as the members maintain a consistent Christian life, remains sound in doctrine, and maintains a cooperative attitude toward the home church. Voting privilege may be granted at the discretion of the Board of Directors.

Section 5. Associate Members. The Board of Directors shall be authorized to make provisions for associate (nonvoting) members when such persons may be absent from their home church for prolonged periods of time such as attending college in the city where this church is located.

Section 6. Voting by Members - In all elections for directors, every member entitled to vote has the right to cumulate his votes and to give one candidate a number of votes equal to the number of votes he could give if one director were being elected multiplied by the number of directors to be elected or to distribute such votes on the same principles amount any number of such candidates.

ARTICLE 4

Period of Duration

The Corporation shall have perpetual existence. In the event of dissolution of this Corporation, no part of the Corporation's assets shall inure to the benefit of any member, but shall instead be distributed to another nonprofit Christian charitable organization or organizations selected by the final board of directors of the Corporation, which organization must qualify as charitable organizations under Section 170 and 501 (c) (3) of the United States Internal Revenue Code as the same may be amended.

ARTICLE 5

Management of Corporate Affairs

5.1) The powers of this Corporation shall be exercised, its properties controlled and its affairs conducted by a Board of Directors--Consisting of President, Secretary and Treasurer. The number of the Directors shall not be less than three (3) nor more than seven (7). However, such number may be increased by a by-law duly adopted by the members of this Corporation. For the first three years of the establishment of this Corporation the Board of Directors will serve as Trustees for the Corporation.

Trustees will be elected at the third annual meeting, and at all times thereafter, shall serve for a term of three years or until the first annual meeting of members after they take office; and they may be re-elected. Special meetings of the general membership may be called at any time on thirty (30) days notice for the recall or replacement of a trustee according to established by-laws.

5.2) Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting if all members of the Board of Directors shall individually consent or collectively consent in writing to such action. Such written consent or consent shall be filed with the minutes of the proceedings of the Board of Directors, and any such action by written consent shall have the same force and effect as if taken by unanimous vote in regular meeting of the Board of Directors. Any certificate or other document filed under any provision of the law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without meeting and that the Articles of Incorporation of this Corporation authorize the Directors to act. Such a statement shall be prima facie evidence of such authority.

Removal of Directors: A director may be removed from office pursuant to Florida Statute 617.0808.

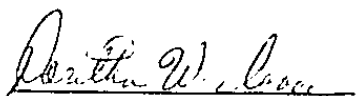
General Standards for Directors shall be in compliance with Florida Statute 617.0830. Additionally a director is not liable for any action taken as a director, or any failure to take any action, if he performed the duties of his office in compliance with this section.

Vacancy on the Board shall be filled in accordance with Florida Statute 617.0809.

ARTICLE 6.

Amendments

The articles of incorporation and by-laws may be amended by a two thirds vote of the membership of the church in attendance at any regular or special meeting call for that purpose, provided due notice of such proposed change shall have been made at all the services on at least two consecutive Sundays immediately prior to the time of such meeting. It shall be understood that this does not apply to the articles of Faith, which stands regardless of majority.


Doritha W. Isaac, Incorporator

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501 Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

SANCTUARY OF THE HOLY SPIRIT, INC.

2. The name of and address of the registered agent and office is:

Home Address Doritha W. Isaacs
15 Arlington Ave.
Fort Myers, FL 33905

Registered Agent
106 Catawba Street
Fort Myers, FL 33916

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95 JUN 19 PM 1:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIGNATURE Doritha W. Isaacs

TITLE President

DATE 6-15-95

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISION OF ALL 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.

SIGNATURE Doritha W. Isaacs

DATE 6-15-95