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December 11, 1996

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Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Incorporation of THE CARPENTER'S WORKSHOP, INC.
A Florida Not For Profit Corporation

Ladies and Gentlemen:

Enclosed please find the original and one copy of the executed Articles of Incorporation of the above-referenced corporation and the Resident Agent Designation and Acceptance. Also enclosed is our check in the amount of \$122.50 representing the filing fee of \$35.00 for the Articles of Incorporation, filing fee of \$35.00 for the Designation and Acceptance of the Resident Agent and \$52.50 for a certified copy.

Please file the enclosed and return the certified copy at your earliest convenience. Thank you for your assistance with this matter. If you should require anything further, or have any questions, please do not hesitate to contact me at your convenience.

Very truly yours,


Larry F. Witte

LFW/pr
Enclosures
cc: Mr. Richard A. Ungerbuehler

FILED
96 DEC 13 AM 9:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

See 12/16

**ARTICLES OF INCORPORATION
FOR**

**THE CARPENTER'S WORKSHOP, INC.
(A Florida Not for Profit Corporation)**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the Corporation shall be THE CARPENTER'S WORKSHOP, INC.
(hereinafter called the "Corporation").

ARTICLE II - ADDRESS OF PRINCIPAL OFFICE

The address of the principal office and the mailing address of the Corporation is: 201
S.W. 62nd Terrace, Plantation, Florida 33317.

ARTICLE III - PURPOSES

A. The purposes for which the Corporation is organized are as follows:

1. To receive and administer funds and other property for, and to develop, construct, and to operate exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or comparable provisions of subsequent legislation (the "Code"), specifically to establish programs to benefit students preparing for full-time Christian service, persons involved in the Christian ministry who lack organization support, and retired persons who have served in the Christian ministry that require assistance.

2. Any other charitable purpose permitted under Section. 501(c)(3) of the Code.

B. This Corporation shall be limited in its purposes, objectives and activities as follows:

1. Notwithstanding any other provision of these Articles, this Corporation will not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under Section 501(c)(3) of the Code, or the corresponding provision of any future United States internal revenue law, or (b) a corporation contributions to which are deductible under Section 170(c)(2) of the Code, or any other corresponding provision of any future United States internal revenue law.

2. Notwithstanding any other provision of these Articles, this 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) of the Code, or any other corresponding provision of any future United States internal revenue law.

ARTICLE IV - POWERS

The Corporation shall have the power to receive, acquire, own, maintain and use its assets for the purposes for which it is organized; to raise funds by any legal means for the encouragement of its purposes; to acquire, hold, own, use and dispose of real or personal property in connection with the purposes of the Corporation; and to exercise all powers necessary or convenient to the furtherance of the purposes for which the Corporation is organized; and to exercise all powers granted to a corporation not for profit under Florida law.

In addition to the powers specified, the Corporation shall have the additional powers specified in its Bylaws.

ARTICLE V - LIMITATIONS

No part of the net earnings of the Corporation shall inure to the benefit of, or be

distributable to its trustees, officers, 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 III hereof. Notwithstanding any other provision of these Articles, the Corporation shall not conduct or carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or corresponding section of any future federal tax code.

The Corporation, if it is a "private foundation" as defined in Section 509(a) of the Code at any time, shall not while it is such a private foundation:

1. Engage in any act of "self-dealing" as defined in Code Section 4941(d), which would give rise to any liability for the tax imposed by Code Section 4941(a);
2. Retain any "excess business holdings" as defined in Code Section 4943(c), which would give rise to any liability for the tax imposed by Code Section 4943(a);
3. Make any investment which would jeopardize the carrying out of any of its exempt purposes within the meaning of Code Section 4944, so as to give rise to any liability for the tax imposed by Code Section 4944(a);
4. Make any "taxable expenditures" as defined in Code Section 4945(d), which would give rise to any liability for the tax imposed by Code Section 4945(a); and
5. Fail to make distributions in each year for the purposes specified in the Articles of Incorporation in such amounts as to avoid liability for the tax imposed by Code Section 4941(a). The references herein to designated sections of the Code shall be deemed to include any corresponding provision of Federal tax laws at any time and from time to time in

force and effect during the continuance of the Corporation.

ARTICLE VI - DISTRIBUTION ON DISSOLUTION

Upon the dissolution of the Corporation, assets shall be distributed by the Board of Directors to one or more exempt purposes within the meaning of Section 501(c)(3) of the Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for public purpose. Any such assets not so disposed of shall be disposed of by a Florida court of competent jurisdiction of the county in which the principal 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 VII - MEMBERS

The Corporation shall not have members.

ARTICLE VIII - DURATION

The period of the duration of the Corporation is perpetual unless dissolved according to law.

ARTICLE IX - INCORPORATORS

The name and street address of the incorporator of the Corporation is: Richard A. Ungerbuehler, 201 S.W. 62nd Terrace, Plantation, Florida 33317.

ARTICLE X - BOARD OF DIRECTORS

The number of persons constituting the Board of Directors shall be three (3) or more. The number of members of the Board of Directors may be increased or decreased as provided in the Bylaws, but in no event shall the number of directors be less than three (3). The Board of

Directors will be elected as provided in the Bylaws. The names and addresses of the initial Board of Directors are as follows:

Richard A. Ungerbuehler
201 S.W. 62nd Terrace
Plantation, Florida 33317

Michael R. Bramen
936 S.W. 133rd Avenue
Davie, Florida 33325

David B. Purinton
2548 S.W. 13th Court
Pompano Beach, Florida 33062

ARTICLE XI - INDEMNIFICATION

The Corporation shall indemnify and advance expenses to, and may purchase and maintain insurance on behalf of, its officers and directors to the fullest extent permitted by law as now or hereafter in effect. Without limiting the generality of the foregoing, the Bylaws may provide for indemnification and advancement of expenses to officers, directors, employees and agents on such terms and conditions as the Board may from time to time deem appropriate or advisable.

ARTICLE XII - BYLAWS

The Bylaws may be amended, altered, or repealed and new Bylaws may be adopted only by a majority of the Board of Directors. The Bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or these Articles of Incorporation.

ARTICLE XIII - AMENDMENT

These Articles of Incorporation may be altered, amended or repealed only by a majority vote of the Board of Directors of the Corporation.

ARTICLE XIV - INITIAL REGISTERED AGENT

The street address of the Corporation's initial registered office in the State of Florida is:
Larry F. Witte, 201 S.E. 24th Avenue, Pompano Beach, Florida 33062.

IN WITNESS WHEREOF, the undersigned, being the sole incorporator for the purpose
of forming a Corporation pursuant to the Florida Not For Profit Corporation Act, Chapter 617,
Florida Statutes, as amended, has executed these Articles of Incorporation this 10 day of
December, 1996.

Witnesses:

Xo, hix
Patricia A. Kins

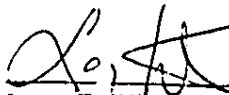
Richard A. Ungerbuehler
Richard A. Ungerbuehler
Incorporator

**ACCEPTANCE OF APPOINTMENT
OF REGISTERED AGENT**

FILED
96 DEC 13 AM 9:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 provisions 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.

Dated December 10, 1996.



Larry F. Witte,
Registered Agent