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PANSLER & MOODY

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March 25, 1998

Secretary of State  
ATTN: Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

800002472518--8  
-03/30/98-01106--008  
\*\*\*\*122.50 \*\*\*\*122.50

RE: Good Tidings Ministry, Inc.

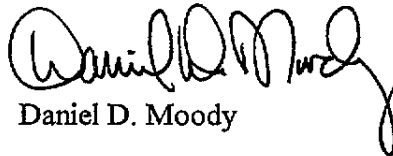
Dear Sir:

Enclosed is the original and one copy of Articles of Incorporation of the above referenced corporation. This is a non-profit corporation. Also enclosed is our check in the amount of \$122.50 to cover the cost of filing and a certified copy of the filed Articles.

Thank you for your attention to this matter.

Sincerely,

PANSLER & MOODY, P.A.

  
Daniel D. Moody

FILED  
98 MAR 30 AM 10:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DDM/bg  
Enclosures

Dmc  
4/2/98

**ARTICLES OF INCORPORATION**  
**OF**  
**GOOD TIDINGS MINISTRY, INC.**

**FILED**  
98 MAR 30 AM 10:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

WE, the undersigned, do hereby make, subscribe, acknowledge, and file with the Secretary of State of the State of Florida, these Articles of Incorporation For the purpose of forming a corporation not for profit in accordance with the provisions of Chapter 617, Florida Statutes, as amended from time to time by the legislature of the State of Florida.

**ARTICLE I**  
**NAME**

The name of this corporation shall be GOOD TIDINGS MINISTRY, INC., and its principal place of business shall be in the City of Wauchula, County of Hardee, State of Florida, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the Board of Directors.

**ARTICLE II**  
**DURATION**

The term of existence of the corporation is perpetual unless dissolved in a manner provided by law; and the corporate existence will commence on the filing of these Articles by the Department of State.

**ARTICLE III**  
**PURPOSE**

The purpose for which the corporation is organized is to establish a ministry.

Nothing herein contained shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the corporation to carry on any business, exercise any power, or do any act which a corporation may not, under the laws of the State of Florida, lawfully carry on, exercise, or do.

**ARTICLE IV**  
**CORPORATE POWERS**

All corporate powers shall not be limited.

**ARTICLE V**  
**DIRECTORS**

The number of Directors of the corporation shall be not less than three (3) nor more than four (4), and shall be elected according to the provisions in the by-laws.

**ARTICLE VI**  
**INITIAL DIRECTORS**

The names and addresses of each of the Directors, subject to the By-Laws, who shall hold office until their successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Edmund R. Cole	479 Terrell Road, Wauchula, FL 33873
Linda F. Cole	479 Terrell Road, Wauchula, FL 33873
Pat Smith	6608 Foster Road, Sebring, FL 33870
Randy Biggers	3625 Jacque Lee Lane, Lakeland, FL 33801

**ARTICLE VII**  
**INDEMNIFICATION**

Every director and every officer of the corporation shall be indemnified by the corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him/her in connection with any proceeding or settlement of any proceeding to which he or she may be a party or in which he or she may become involved by reason of his/her being or having been a director or officer at the time such expenses are incurred, except when the directors or officers are adjudged guilty of willful misfeasance or malfeasance in the performance of his/her duties; provided that in the event of a settlement, the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest of the corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such directors or officers may be entitled.

**ARTICLE VIII**  
**PRINCIPAL PLACE OF BUSINESS**

The principal office of this corporation shall be located in the City of Wauchula, County of Hardee, State of Florida, and the mailing address of said principal office of the corporation shall be 131 South Eighth Avenue, Wauchula, FL 33873.

**ARTICLE IX**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office is 479 Terrell Road, Wauchula, FL 33873 and the name of the initial registered agent at that office is Edmund R. Cole.

**ARTICLE X**  
**INCORPORATORS**

The names and post office addresses of the persons signing these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Edmund R. Cole	479 Terrell Road, Wauchula, FL 33873
Linda F. Cole	479 Terrell Road, Wauchula, FL 33873

**ARTICLE XI**  
**OFFICERS**

The officers of the corporation shall be elected at the organizational meeting of the incorporators and directors.

WE, the undersigned, being the original subscribers and incorporators of the foregoing corporation, do hereby certify that the foregoing constitutes the proposed Articles of Incorporation GOOD TIDINGS MINISTRY, INC.

**ARTICLE XII**  
**CONDUCT OF CORPORATE AFFAIRS**

The corporation shall qualify for and become a corporation qualifying as a 501(c)(3) corporation and all activities and conduct of the corporation shall be consistent therewith.

- A. The organization 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 corresponding sanction of any future federal tax code.
- B. Notwithstanding any of the provision herein, the purposes of this organization are limited to such purposes as are permitted under Section 501 (c)(3) of the Internal Revenue Code.

- C. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, 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 above. No substantial part of the activities of the corporation 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 publishing or distribution of statements) any political campaign on behalf of any candidate for public office.
- D. Upon dissolution, remaining assets of the organization shall be distributed for one or more exempt purposes within the meaning of Section 501 (c)(3) of the Code, or shall be distributed to the federal government, or to a state or local government, for public purposes.

WITNESS our hands and seals this 25 day of March, 1998.

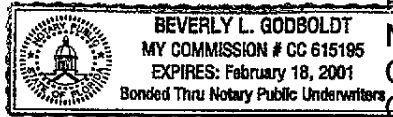
Edmund R. Cole  
 EDMUND R. COLE  
Linda F. Cole  
 LINDA F. COLE

STATE OF FLORIDA  
 COUNTY OF POLK

I HEREBY CERTIFY that on this 25<sup>th</sup> day of March, 1998, before me personally came EDMUND R. COLE, who produced Florida Driver License as identification, and LINDA F. COLE, who produced Florida Driver License as identification, to me known to be the individuals described in and who executed the within and foregoing Articles of Incorporation, and they acknowledged before me that they executed the same for the purposes therein expressed.

WITNESS my hand and official seal at Bartow, Polk County, Florida, the day and year last above written.

Beverly L. Godboldt  
 Printed Name: \_\_\_\_\_



Notary Public, State of Florida at Large  
 Commission Number: \_\_\_\_\_  
 Commission Expires: \_\_\_\_\_

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED  
98 MAR 30 AM 10:50:2  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

\_\_\_\_\_

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, compliance with said Act:

First – That GOOD TIDINGS MINISTRY, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Wauchula, County of Hardee, State of Florida, has named EDMUND R. COLE located at 479 Terrell Road, Wauchula, FL 33873, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

*Edmund R. Cole*

\_\_\_\_\_  
EDMUND R. COLE  
Resident Agent