

TRANSMITTAL LETTER

N010000006935

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

APPROVED
AND
FILED
01 OCT -1 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: PRAISE GOD MINISTRIES INC
(Proposed corporate name - must include suffix)

700004618827--5
-10/01/01--01091--001
*****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 of
Status

ADDITIONAL COPY REQUIRED

FROM: GEORGE H. SHAFER
Name (Printed or typed)

10001 MUNSON HWY
Address

~~FLORIDA~~ MIAMI FL 32570
City, State & Zip

850 - 957 - 8282
Daytime Telephone number

RECEIVED
01 OCT -1 PM 1:33
DIVISION OF CORPORATIONS

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

[Handwritten signature] 10/01

ARTICLES OF INCORPORATION

OF

PRAISE GOD MINISTRIES, INC.

A nonprofit Corporation

APPROVED
AND
FILED

01 OCT -1 PM 2:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We the undersigned, 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 PRAISE GOD MINISTRIES, INC.

ARTICLE II

Location

PRAISE GOD MINISTRIES, INC. 1001 Munson Hwy, Milton, FL 32570

ARTICLE III

Commencement of Corporate Existence

The Corporation shall commence corporate existence on the date these Articles of Incorporation with the Florida Department of State and shall have perpetual existence unless sooner desolated according to Law.

ARTICLE IV

Purposes and General Powers

This corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations under section 501 © 3 of the Internal Revenue Code (or the corresponding section of any future United States Internal Revenue Law.) The primary purpose for which this corporation is formed is to glorify God and His Son, Jesus Christ, by proclaiming thru 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.

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, and former directors, officers employees and agents from and against all liabilities and obligations, including attorneys, fees, incurred in connection with any actions taken or failed to be taken by said directors, 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 Old Testament 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.

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 501 (c) 3 of the Internal Revenue Code of 1986 (26 U.S.C. 501 (C) (3)) or under any 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))

ARTICLE V Membership

The member of the Non Profit Corporation, if any, shall be qualified and admitted by the Bylaws of this corporation.

ARTICLE VI Initial Registered and Office and Agent

The initial office of this corporation shall be located at 10001 Munson Highway, Milton, FL 32570 and the initial Registered Agent of this Corporation at that address shall be Minister George Harry Shafter. The 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.

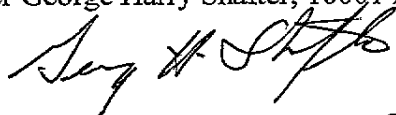
ARTICLE VII Initial Board of Directors

This corporation shall have three (3) 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 address of the initial directors of this corporation are:

Minister George Harry Shafter, 10001 Munson Highway, Milton, FL 32570
ROBERT SHAFTER 10001 MUNSON Hwy Milton FL 32570
Rev. Craig S. Marlatt, 8451 Amelia Trail, Kissimmee, FL 34747

ARTICLE VIII Incorporator

The name and address of the person signing these articles as incorporator is Minister George Harry Shafter, 10001 Munson Highway, Milton, FL 32570.



ARTICLE XIII

Asset Distribution Upon Dissolution

Upon the dissolving of the corporation, the assets shall be transferred for distribution to an organization described in Section 501 (c) 3 of the Internal Revenue Codes, including but not limited to North Florida Churches and other qualified organizations under the section of the Internal Revenue Code selected by the Board of Directors at the time of the dissolution of the corporation.

ARTICLE XIV

Net Earnings

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 in Article II hereof. 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 New Testament 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 501 (c) 3 of the Internal Revenue Code of the 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of the 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ACKNOWLEDGMENT

STATE OF FLORIDA
COUNTY OF SANTA ROSA

MINISTER GEORGE HARRY SHAFTER, to me well known and to be the person described in and who executed the foregoing instrument acknowledged to me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this

Notary Public
State of Florida at large

APPROVED
AND
FILED

01 OCT -1 PM 2:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

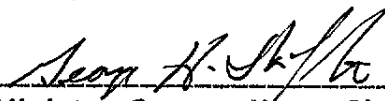
**CERTIFICATE OF REGISTRATION OF
INITIAL REGISTERED AGENT / REGISTERED OFFICE**

Pursuant to applicable FLORIDA STATE STATUTE, PRAISE GOD MINISTRIES, 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 PRAISE GOD MINISTRIES, Inc.
2. The name and address of the of the registered agent and office are:

Minister George Harry Shafter 10001 Munson Highway Milton, FL
32570

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 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 _____ August 16, 2001.


Minister George Harry Shafter
Registered Agent