

F980000003269

MINISTRIES

*"Taking the message of repentance and revival
to Israel, the Church and the Nations"*

January 15, 1998

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-01/20/98--01131--015
*****78.75 *****78.75

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

W98-1304

To Whom It May Concern:

Thank you for your assistance in obtaining registration for our Corporation to do business in the State of Florida.

Enclosed is a transmittal letter, a completed application, an original certificate of existence from the State of Maryland and a check for the \$70 registration fee plus an additional \$8.75 for a certificate of status.

If there is any further information needed please give me a call at (850) 458-6424.

Sincerely,



Pat L. Huenke
Office Administrator
ICN Ministries

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 10 AM 10:02

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-06/10/98--01026--001
*****622.50 *****622.50

TRANSMITTAL LETTER

TO: Qualification/Registration Section
Division of Corporations

SUBJECT: ICN Ministries, Inc.
(Name of Corporation)

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conducts its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Pat L. Huenke
(Name of Person)

ICN Ministries, Inc.
(Firm/Company)

8594 Highway 98 West
(Address)

Pensacola, FL 32506
(City, State and Zip Code)

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For further information concerning this matter, please call:

Pat L. Huenke at (850) 458 - 6424
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 22, 1998

PAT L. HUENKE
ICN MINISTRIES
8600 HWY. 98 WEST
PENSACOLA, FL 32506

SUBJECT: ICN MINISTRIES, INC.
Ref. Number: W98000001504

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98 JUN 10 AM 10:02

We have received your document for ICN MINISTRIES, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$2122.50.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 298A00003560



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 8, 1998

DR. MICHAEL L. BROWN
ICN MINISTRIES
8594 HWY. 98 WEST
PENSACOLA, FL 32506

SUBJECT: ICN MINISTRIES, INC.
Ref. Number: W98000001504

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 10 AM 10:02

This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for ICN MINISTRIES, INC..

The referenced application states that the corporation has transacted business in the State of Florida since November 18, 1996. You were notified by letter dated January 22, 1998, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$2122.50 in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Foreign Qualification/Tax Lien Section at (850) 487-6091.

Jennifer Sindt
Document Examiner Letter No. 598A00018567

Enclosure

RECEIVED

MAY 27 1998

Office of General Counsel
Department of State



*"Taking the message of repentance and revival
to Israel, the Church and the Nations"*

May 21, 1998

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

Subject: ICN Ministries, Inc.
Ref. Number: W98000001504
Letter No. 598A00018567

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DIVISION OF CORPORATIONS
98 JUN 10 AM 10:02

This letter is in response to the above referenced letter. The original application for ICN Ministries, Inc., a Maryland Corporation, to transact business in the State of Florida erroneously gave the starting date of operations as November 18, 1996. This is my actual hire date by ICN Ministries.

Until the middle part of December 1996, I was still transitioning out of my former job. The only types of business that I was conducting in 1996 was the setting up of the business checking account and other essentials of overseeing the move of the ministry from Gaithersburg, Maryland to Pensacola, Florida. The ministry was not completely moved down until January 2, 1997. At this time we were shipping religious materials, via phone orders, from a local office here in Pensacola.

My first attempts to file as a foreign corporation doing business in the State of Florida were met by a number of challenges. Your information packet called for an original certificate of existence. In correspondence and via phone conversations the State of Maryland did not understand what exactly you were needing. After a number of different attempts to get the right information, I finally was informed that all that I needed was a certificate from the State of Maryland showing that we were a Corporation in good standing. At that time, I learned that what I needed to do was file a 1997 Personal Property Return in Maryland and that ICN would then be considered a corporation in good standing. After several attempts they did mail the forms to me. At that time, I forwarded the forms to the previous CPA for the ministry who resides in New York. It was a number of months and a number of phone calls later that I received the completed forms.

Page Two
ICN Ministries, Inc.
Ref. Number: W98000001504

I then in turn sent the forms to Maryland for documentation and received the necessary form that I needed to file with the State of Florida.

I can assure you that the tardiness in completing all the necessary forms for Florida has not been due to a lack of compliance or an overt attempt to do business in this State without the necessary requirements being met.


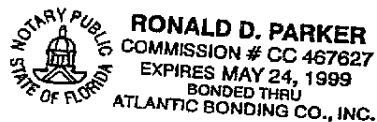
I would like to at this time request that, due to the problems and the fact that this is a religious non-profit organization, that the penalties be dropped and that the necessary application be processed.

Your kind response to this matter will be greatly appreciated. I can be reached for further clarification if needed at (850) 458-6424. Please return all documentation to my attention at ICN Ministries, Inc., 8594 Highway 98 West, Pensacola, FL 32506

Sincerely,



Pat L. Huenke
Office Administrator
ICN Ministries, Inc.


NOTARY PUBLIC 5-2-98

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DIVISION OF CORPORATIONS
98 JUN 10 AM 10:02



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
OFFICE OF THE GENERAL COUNSEL

FACSIMILE TRANSMITTAL

TO FAX NUMBER: 850-458-1828

Please deliver the following pages to:

NAME: Pat L. Huenke

COMPANY: ICN Ministries

CITY/STATE: Pensacola, Florida

SENDER: Gerard T. York, Esq.,
Assistant General Counsel

DATE/TIME: 05/27/98 10:34 AM

NUMBER OF PAGES (including transmittal sheet): 2

FROM FAX: 850/922-5763 (Suncom 292-5763)

COMMENTS: This communication is to confirm our conversation today regarding annual report fees and statutory penalties assessed against ICN Ministries under section 617.1502(4), Florida Statutes.

We would offer to settle the issue of annual report fees and foreign non-qualified penalties assessed against ICN Ministries for the sum of \$622.50, reflecting a lump sum penalty of \$500 assessed at the statutory minimum of \$500, plus the annual report fees that would have been collected from 1997 had your client been properly qualified from the beginning of its activities here in Florida. We sincerely hope your client will find this proposal agreeable.

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Upon receipt of a check in that amount payable to the Department of State, Division of Corporations, I will instruct the Division of Corporations to issue ICN Ministries a Certificate of Authority to conduct its affairs in Florida. Please mail the check to this attorney at: Office of General Counsel, LL-10, The Capitol, Tallahassee, Florida 32399-0250.

Please do not hesitate to contact me should you have any questions. Likewise, should you need any assistance on any other matters, please do not hesitate to contact me.

If there are any problems in receiving this transmission, call Vivian at 850/414-5536 or Suncom 994-5536.

LL-10 • THE CAPITOL • TALLAHASSEE, FLORIDA 32399-0250

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DIVISION OF CORPORATIONS
98 JUN 10 AM 10:02



Department of State

Memorandum Office of the General Counsel

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: June 9, 1998

RE: ICN Ministries, Inc.

Based on my review of the file and the payments received from the corporation, it is my recommendation that this file be closed. Corporation has paid outstanding report fees from 1997 of \$122.50 and foreign non-qualified penalties of \$ 500.00 assessed in a lump sum at the statutory minimum of \$500.00 per year and wishes to be qualified to do business in the State of Florida. Accordingly, it is recommended corporation be issued a certificate of authority.

/gtv

98 JUN 10 AM 10:03
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DIVISION OF CORPORATIONS

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:*

1. ICN Ministries, Inc.

(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

2. Maryland

(State or country under the law of which it is incorporated)

3. 52-1864520

(FEI number, if applicable)

4. 2/8/1994

(Date of Incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. 11/18/1996

(Date corporation first conducted Affairs in Florida -
See sections 617.1501, 617.1502, and 817.155, F.S.)

7. 8594 Highway 98 West

Pensacola, FL 32506

(Current mailing address)

8. The corporation is organized exclusively for educational, religious
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
and charitable purposes.

9. Name and street address of Florida registered agent:

Scott A. Volk

(Name)

8594 Highway 98 West

(Office address)

Pensacola

(City)

Florida, 32506

(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(Registered agent's signature)

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DIVISION OF CORPORATIONS
98 JUN 10 AM 10:03

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address only- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Dr. Michael L. Brown

Address: 3066 Cobblestone Dr.

Pace, FL 32571

Vice President: Charles O. Cohen

Address: 1700 York Avenue Apt. 3C

New York, NY 10128

Secretary: M. John Cava


Address: 32210 Bartel St. Elberta, AL 36530

Treasurer: Gary Panepinto

Address: 1236 Fox Hollow Dr. Toms River, NJ 08755

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.


(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

Dr. Michael L. Brown, President

(Typed or printed name and capacity of person signing application)

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DIVISION OF CORPORATIONS
98 JUN 10 AM 10:03

STATE OF MARYLAND

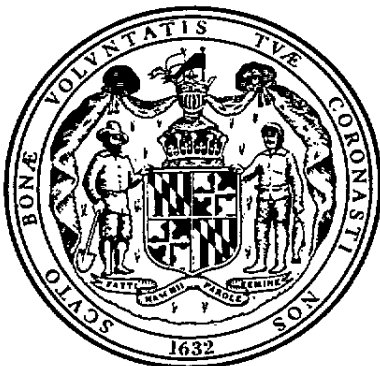
598759

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

301 West Preston Street Baltimore, Maryland 21201

I, JACQUELINE C JAMES OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT ICN MINISTRIES, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND SAID CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN THE STATE OF MARYLAND.



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 8TH DAY OF JANUARY, 1998.

Jacqueline C James
JACQUELINE C JAMES
OFFICE SUPERVISOR I

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DIVISION OF CORPORATIONS
98 JUN 10 AM 10:05