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TRANSMITTAL LETTER

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

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\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT: Tree of Life Ministries and Churches, Inc.  
(Proposed corporate name - must include suffix)

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

ADDITIONAL COPY REQUIRED

FROM: Thomas W. James  
Name (Printed or typed)

1905 Dunlap Street  
Address

Pensacola, FL 32507  
City, State & Zip

850-457-6310  
Daytime Telephone number

FILED  
2000 MAR -2 AM 10:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

Thomas GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT corp name  
DATE 3/10  
DOC. EXAM bc

OK 3/10

FILED

2000 MAR -2 AM 10:40

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Articles of Incorporation  
Tree of Life Ministries and Churches, Inc.  
Pensacola, Florida**

The following constitute Articles of Incorporation which have been adopted by a majority vote of the Board of Directors of **Tree of Life Ministries and Churches, Inc.** at a meeting held on February 21, 2000, to take effect immediately, pursuant to Section 617.07 et seq. Of the Corporation Law of Florida.

- 1     **Article 1. Name**   The name of this corporation is Tree of Life Ministries and Churches, Inc.
- 2     **Article 2. Place of Business**   The principal place of business, registered office, and current mailing address for the corporation is at 1905 Dunlap Street, Pensacola, Florida 32507.
- 3     **Article 3. Purposes**
  - 3.1 **Exclusive Purposes.** The corporation is organized exclusively for charitable, religious, and religious educational purposes within the meaning of section 501(c) (3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law), including the making of distributions to organizations exempt at the time under section 501 (c) (3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law). Notwithstanding any other provisions of these articles, this organization shall not carry on other activities not permitted to be carried on by an organization exempt from Federal income tax under IRC 501 (c) (3) (or corresponding provision of any future United States Internal Revenue Law)
  - 3.2 **Specific Purposes.** Subject to the exclusive purposes in Article 3, hereof, the corporation shall have the following specific purposes:
    - 3.2.1 **Jesus Christ.** To exalt the Deity and Lordship of Jesus Christ.
    - 3.2.2 **Evangelism.** To bring men, women, and children to personal relationship with Jesus Christ and to conduct public and private evangelism and worship activities throughout the State of Florida, the United States, and the world.
    - 3.2.3 **Media.** Media may be used to engage in ministry and outreach, including the ownership and lease of facilities and equipment.
    - 3.2.4 **Personal Ministry.** To provide comprehensive personal ministry, including counseling, to the members and visitors to church meetings and facilities as determined to be appropriate by the Board of Directors as set forth in the Bylaws of the corporation.
    - 3.2.5 **Benevolence.** To provide benevolence ministry for the needy within and without the churches, including construction or renovation projects, emergency medical assistance, and provision of the necessities of life.
    - 3.2.6 **Education.** To engage in Christian education, including K-12, Bible, and ministry training and recognition.
    - 3.2.7 **Minister Preparation.** To train, license, and ordain, to the Gospel ministry those who are called by God, deemed to be qualified for the ministry, and sound in the faith,

in accordance with the bylaws of the corporation.

**3.2.8 Facilities.** To establish and maintain retreats, camps, places of spiritual enrichment, worship and refuge for Christian people as defined in the bylaws of the corporation.

**3.2.9 Specialty Ministries.** To establish, finance and manage specialized ministries such as music, drama, sports, as determined by the Board of Directors.

**3.2.10 Property.** To purchase, lease, rent, acquire, own, hold in trust, use, sell, convey, or mortgage, any real properties, chattels, or financial instruments, including certificates of deposit, corporate equity and debt securities, as may be necessary for the comprehensive purposes of the corporation, and to hold properties and assets for investment purposes from the general funds of the corporation.

**3.2.11 Finances.** To solicit and receive contributions, manage funds, issue debentures, or other obligations, for the operations of the corporation, for purchase of properties, to pay expenses and to finance any other of the purposes stated above.

**3.2.12 By-laws.** To govern itself according to these Articles of Incorporation, and the by-laws adopted for the government of the corporation.

**3.2.13 Society.** To promote maturity, unity and stability in the relationships of participants through general social activities and to promote special forms of fellowship for various sub-groups within the churches such as youth, men's and ladies' functions.

**3.2.14 Special Meetings.** To enrich the spiritual life of the participants(s) by sponsoring special conferences, seminars, speakers, and other ministries including the necessary expenses to host such ministries.

**3.2.15 Transformation.** To bring restoration of body, soul and spirit, through healing, discipleship, and deliverance for participants.

**3.2.16 Individual Focus.** To equip participants to discover and attain their individual destinies and to do the work of the ministries of the churches.

4 **Article 4. Participants** Participation in corporate activities shall be regulated by the by-laws of the corporation.

5 **Article 5. Stock and Restrictions**

**5.1 Stock.** This corporation shall issue no common or preferred stock.

**5.2 Personal Inurement.** No part of the net earnings of this corporation shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purposes set forth in these articles.

**5.3 Influencing Legislation.** No substantial part of the activities of the corporation shall be to attempt to influence legislation, except by election as otherwise provided in section 501(h) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law.) The corporation shall not participate in, or intervene in any political campaign on behalf of any candidate for public office.

6     **Article 6. Dissolution.** Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations operated exclusively for charitable, educational or religious purposes as shall, at the time, qualify as an exempt organization under section 501(c) of the Internal Revenue Code as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principle office of the corporation is located, exclusively for such purposes or to such organization(s) as such court shall determine, which are organized and operated exclusively for such purposes.

7     **Article 7. Term.** The corporation shall exist perpetually.

8     **Article 8. Incorporator, Board of Directors, and Officers.** The names and residences of the incorporators, initial board of directors, and officers are as follow:

Thomas W. James  
Incorporator, President and Chairman of the Board of Directors  
1905 Dunlap Street  
Pensacola, Florida 32507

Lisa S. McBane  
Vice President, Member of the Board of Directors  
531 St. Cloud Street  
Statesville, North Carolina 28625

Patricia M. James  
Secretary and Treasurer, Member of the Board of Directors  
1905 Dunlap Street  
Pensacola, Florida 32507

9     **Officers.** The officers of the church/ corporation shall a President/ Senior Pastor, a Vice President, a Secretary, and a Treasurer, and various other positions as shall be determined by the Board of Directors as needed and described in the by-laws.

**9.1 The Chairman.** The President shall serve as the Chairman of the Board of Directors, and overseer of all corporation committees and ministries. The President or his designated representative shall preside at all business meetings of the Board of Directors and shall have authority to call meetings as necessary.

**9.2 Election of Officers.** The Vice President, Secretary, Treasurer, and any other offices of the corporation shall be nominated by the President and confirmed by a majority of the current Board of Directors.

**9.3 Standards.** Selection, duties, term of office, standards of conduct, and procedures for dismissal of all officers, leaders of the corporation, and members of the Board of Directors shall be governed by the by-laws of the corporation.

10 **Article 10. Board of Directors**

**10.1 The Board of Directors.** The Board of Directors shall govern the corporation, and shall have all the rights and powers of a board of directors under the laws of the State of Florida and of the United States, as well as such other rights and authority as are herein granted. Members are nominated by the Chairman and approved by a majority vote of the board.

**10.2 Composition.** The corporation shall have a Board of Directors of not less than three (3) nor greater than twelve (12) members, and initially shall have three (3) members. The Board of Directors shall be comprised of those initial directors and any subsequent directors who are added in the prescribed manner.

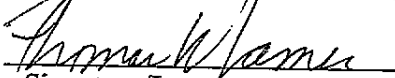
**10.3 Decision Making.** Major decisions of the corporation, as described in the by-laws of the corporation, shall be approved by a two-thirds majority of the members. Ordinary decisions as described in the by-laws of the corporation, shall be approved by a simple majority vote of the members present.

11 **Article 11. Amendments.** The Articles of Incorporation may be amended with the recommendation of the President and by a two-thirds vote of the Board of Directors at a meeting, which is called for that purpose by a two week advance written notice and at which a quorum is present. A quorum is defined as two-thirds of current board members.

12 **Article 12. By-laws.** By-laws may be adopted or rescinded by a two thirds vote of all members present at a meeting of the Board of Directors. The by-laws in no way alter any powers, prohibitions, or provisions stated in the Articles of Incorporation.

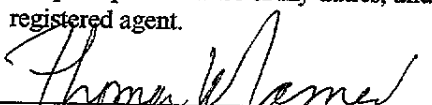
13 **Article 13. Incorporator.** The name and address of the Incorporator to these Articles of Incorporation is:

Thomas W. James, 1905 Dunlap St, Pensacola, FL 32507

  
Signature/Incorporator

14 **Article 14. Resident Agent and Office.** The initial resident agent for the corporation Thomas W. James who has signed below acknowledging his acceptance of this designation. The registered office, and current mailing address for the corporation is at 1905 Dunlap Street, Pensacola, Florida 32507.

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.

  
Thomas W. James,  
Registered Agent

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2000 MAR -2 AM 10:41

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