

PRESTON

WILLIAM T. PRESTON
ADMITTED TO PRACTICE IN VIRGINIA AND FLORIDA

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& REED, P.L.C.
ATTORNEYS AND COUNSELORS AT LAW

N0000000001601

March 2, 2000

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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*****78.75 *****78.75

RE: AT THE WELL CHURCH, INC.

Dear Sir or Madam:

Please find enclosed the original and one copy of the Articles of Incorporation of AT THE WELL CHURCH, INC., a not-for-profit corporation, for filing.

Please also find a check # 0117 in the amount of \$78.75 which represents fees as follows:

1. Filing Fees - \$35.00
2. Registered Agent - \$35.00
3. Certified Copy - \$8.75

Please file the Articles and return the Certified Copy to me at the above address.

Thank you for your assistance in this regard.

With kind regards.

Respectfully,

C. Brown for

William T. Preston

WTP/lf
Enclosure-3

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
AT THE WELL CHURCH, INC.

The undersigned, for the purposes of forming a corporation not for profit under the Florida Not for Profit Corporation Act, Florida Statutes, Chapter 617, hereby adopts the following Articles of Incorporation:

ARTICLE I NAME

The name of this corporation is **AT THE WELL CHURCH, INC.**

**ARTICLE II THE PRINCIPAL PLACE OF BUSINESS AND
MAILING ADDRESS OF THE CORPORATION**

The principal place of business and mailing address of the corporation shall, until otherwise notified, be : 446 Quay Assisi, New Smyrna Beach, Florida, 32169.

ARTICLE III CORPORATE PURPOSES

The purpose of this corporation is to glorify God by making disciples of all nations, baptizing them in the name of the Father and of the Son and of the Holy Spirit, and teaching them to observe all the things that Jesus has commanded.

The purpose of this corporation is to establish a church where the congregation worship together and grow spiritually together. Under the leadership of the pastor, they will love each other, edify each other, pray for each other, fellowship with each other and serve each other. Together they

will encourage and help each other to love our Lord more, to walk with Him more and to grow more to be more like Him.

And, under the guidance of the Pastor, members of the church will minister to people who have suffered from the effects of such things as past hurts, emotional trauma, bitterness, unforgiveness and hopelessness, and who are in need of physical and emotional healing, deliverance from oppression, or freedom from other problems passed from generation to generation.

The church will also participate in other charitable, humanitarian, and religious activities, including the evangelistic furtherance of the Gospel of Jesus Christ, as are permitted by a corporation which is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE IV ELECTION OF MEMBERS AND INITIAL BOARD OF DIRECTORS

The qualifications, functions, and manner of admission for the members of the Board of Directors are specified in the Bylaws of the Corporation. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three (3).

The names and addresses of the initial members of the Board of Directors are as follows:

NAME	ADDRESS
Linda M. Cyr	446 Quay Assisi New Smyrna Beach, FL 32169
Daniel Cyr	446 Quay Assisi New Smyrna Beach, FL 32169
Margaret M. Chang, M.D.	446 Quay Assisi New Smyrna Beach, FL 32169
Mary Elizabeth Clouse	469 Amethyst Way Lake Mary, FL 32746

Carol Ann Gonterman

**4740 S. Harvard , Apt. 46
Tulsa, OK 74135**

The Directors of this corporation shall not be personally liable for the debts, liabilities, or obligations of the corporation, and shall not be subject to any assessments.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 446 Quay Assisi, New Smyrna Beach, Florida 32169, and the initial registered agent is Linda M. Cyr of the same address.

ARTICLE VI INCORPORATOR

The name and address of the Incorporator of the corporation is Linda M. Cyr of 446 Quay Assisi, New Smyrna Beach, Florida 32169.

ARTICLE VII LIMITATIONS

This corporation shall neither have nor issue any stock. The corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation, nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

The property of this corporaton is irrevocably dedicated for the purposes specified in Article III above. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members , directors or officers or other private persons, but 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 above.

The corporation shall not carry on any activity not permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501 (c)(3)

of the Internal Revenue Code of 1954, as amended (or the corresponding provisions of any United States Internal Revenue law); or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954, as amended (or the corresponding provisions of any future United States Internal Revenue Law).

ARTICLE IX. RESTRICTIONS

This corporation shall seek such sources of support, including the solicitation of grants from private units and direct or indirect contributions from the general public as will enable it to qualify as a publicly supported organization as defined in Sections 170(b)(1)(A)(vi) and 509(a)(1) of the Internal Revenue Code.

Further, for any period during which this corporation is a "private foundation" as defined by Section 509 of the Internal Revenue Code, it shall be subject to the following restrictions and prohibitions:

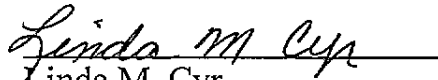
- This corporation shall make distributions for each taxable year at such time in such manner as not to become subject to the tax imposed on undistributed income by Section 4942 of the Internal Revenue Code of 1954, as amended (or the corresponding provisions of any United States Internal Revenue Law).
- It shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, as amended (or the corresponding provisions of any United States Internal Revenue Law).
- It shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1954, as amended (or the corresponding provisions of any United States Internal Revenue Law).
- It shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code of 1954, as amended (or the corresponding provisions of any United States Internal Revenue Law).
- It shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, as amended (or the corresponding provisions of any United States Internal Revenue Law).

ARTICLE X. DISSOLUTION

Upon the dissolution of the corporation, no member, director, or private person, corporate or individual, or other private interest shall be entitled to any distribution of its remaining funds and other property.

The balance of such funds and property shall, after the payment of all debts and liabilities of the corporation be distributed to an organization operated exclusively for charitable purposes and which has qualified under Section 501(C)(3) of the Internal Revenue Code of 1954, as amended (or the corresponding provision of any United States Internal Revenue Law), as shall be provided by the Board of Directors.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 29 day of February, 2000, A.D.


Linda M. Cyr
Incorporator

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of At **the Well Church, Inc.** which is contained in the foregoing Articles of Incorporation.

This 29th day of February, 2000.


Linda M. Cyr
Registered Agent

FILED
00 MAR -6 AM 8:21
SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA
COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County named above to take acknowledgments, personally appeared Linda M. Cyr, to me known to be the person described as incorporator in and who executed the foregoing Articles of Incorporation and acknowledged before me that she subscribed to these Articles of Incorporation.

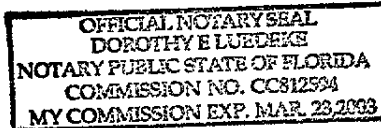
WITNESS my hand and official seal in the County and State named above this 29th day of February, 2000, A.D.

Dorothy E. Luedeke
Notary Public - State of Florida

Name of Notary Public:

Commission Number:

Commission Expiration:



Personally Known _____ OR Produced Identification _____

Type of Identification

Produced FL DR LIC C600-533-51-599-0