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e-mail: sharevision@hitter.net

March 31, 2000

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

RE: CC Vision, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$78.75.

This represent the cost of the Filing Fees (\$35.00), Certified Copy of Articles of Incorporation (\$8.75) and Fee for Registered Agent Designation (\$35.00) for the above named corporation.

Sincerely,

SHARON VONDERHAAR

Secretary/Treasurer

ARTICLES OF INCORPORATION OF CC VISION, INC. A Florida Not-For-Profit Corporation

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ARTICLE I - CORPORATE NAME AND PRINCIPAL ADDRE

The name of this corporation is CC VISION, INC. and the principal address of the corporation is 8140 N Wiley Post Way, Hernando, FL 34442.

ARTICLE II - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE III - PURPOSES FOR WHICH THE CORPORATION IS ORGANIZED

The purposes for which this corporation is formed are to operate exclusively for religious, charitable, and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws, including for such purposes the making of distributions to organizations qualifying as tax exempt organizations under that code. In addition, the corporation is organized for the following purposes:

- A. To render Christian guidance and assistance and education by administering the gospel of Jesus Christ to the youth of Citrus and Surrounding Counties.
- B. In accordance with the gospel, to minister to both physical and spiritual needs.

C. To participate in and aid organizations involved in Christian Outreach and Evangelism.

ARTICLE IV - PROHIBITED TRANSACTIONS

This corporation shall not:

- A. Engage in any activities prohibited by Section 617.0105, Florida Statutes;
- B. As a substantial part of its activities, carry out propaganda or otherwise attempt to influence legislation;
- Participate or intervene, by publication or distribution of any statements or otherwise, in any political campaign on behalf of any candidate for public office;
- D. Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE V - DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to religious, charitable, and educational purposes and no part of the net income or assets of this corporation shall inure to the benefit of any director, officer, or member thereof.

ARTICLE VI - MEMBERSHIP

The corporation shall have a membership distinct from the Board of Directors. Any person making application for membership as provided for in the Bylaws and agreeing to be bound by the Articles of Incorporation of this corporation, by its Bylaws, and by such rules and regulations as the Board of Directors may from time to time adopt, is eligible for membership in the corporation. The Board of Directors shall from time to time prescribe the form and manner in which application may be made for membership. The rights and privileges of the members of the corporation are as provided in the Bylaws of the corporation. Members shall have no voice or vote in the business affairs of the corporation.

ARTICLE VII - REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The street address of the initial registered office of the corporation is 920 N. Sabal Palm Drive, Inverness, Florida 34453. The name of the initial registered agent at such address is Janice Stringer.

ARTICLE VIII - INITIAL DIRECTORS

There shall be three (3) directors constituting the initial Board of Directors. The name and address of each person who is to serve as an initial director is as follows:

Janice K. Stringer 920 N. Sabal Palm Drive Inverness, FL 34453 Doug Alexander 6530 E. Malverne Street Inverness, FL 34452

Ed Messer 8178 N. Wiley Post Way Hernando, FL 34442

ARTICLE IX - INCORPORATOR

The name and street address of the person signing these Articles as the Incorporator is:

Janice K. Stringer 920 N. Sabal Palm Drive Inverness, FL 34453

ARTICLE X - MANAGEMENT OF CORPORATE AFFAIRS

A. <u>Board of Directors:</u> The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of directors of the corporation shall be not less than three (3) and may be such number greater than three (3) as may, from time to time, be voted upon by the Board of Directors.

The Board of Directors named in Article VIII shall hold office until the first annual meeting of the Board of Directors to be held as prescribed in the Bylaws but in no event later than twelve (12) months from the date of incorporation, at which time an election of directors shall be held. If a vacancy occurs on the Board, such vacancy shall be filled by nomination and election by the remaining members of the Board. If the number of directors is increased above three (3) as authorized by these Articles and the Bylaws, the newly created director positions shall be filled by nomination and election by the remaining members of the Board of Directors.

Directors elected at the first annual meeting and at all times thereafter shall serve for a term of not less than one (1) year and until the qualification of their successors in office. The Board of Directors may, in the Bylaws of the corporation or by separate resolution, provide for staggered terms of office of the directors.

B. Corporation officers: The Board of directors shall elect a President, Vice President, Treasurer and Secretary and may elect such other officers, including additional vice president(s), as the Bylaws of this corporation may authorize from time to time. Such officers shall be initially elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

Janice K. Stringer President 920 N. Sabal Palm Drive Inverness, FL 34453 Kathleen Bird Vice President 2545 S. Nolen Terrace Inverness, FL 34452

Sharon Vonderhaar Secretary/Treasurer 8140 N. Wiley Post Way Hernando, FL 34442

ARTICLE XI - AMENDMENTS

The Articles of Incorporation of the corporation may be amended by the Board of Directors by resolution proposed and considered at any regular meeting of the Board of Directors but which may not be adopted until the next succeeding regular meeting of the Board of Directors and then only by unanimous vote. The Bylaws of the corporation shall be made, altered, amended, or rescinded by a majority vote of the Board of Directors at a meeting of the Board of Directors called for such purpose.

ARTICLE XII - DISTRIBUTION OF ASSETS

Upon dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a non-profit fund, foundation or corporation organized and operated exclusively for religious, charitable, or educational purposes which has established its tax exempt status under Section 501 (c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

IN WITNESS WHEREOF, the Incorporator has executed these Articles of Incorporation this 30 day of September, 1999.

JANICE K. STRINGER

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STATE OF FLORIDA
COUNTY OF CITRUS

> NOTARY PUBLIC Sharon Vonderhaar My Commission Expires: 6-28-00



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

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

First - That CC VISION, TNC. wishes to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, County of Citrus, State of Florida and has named Janice K.

Stringer located at 920 Sabal Palm Drive, Inverness FL 34452, as its agent to accept service of process within this state.

ACKNOWLEDGEMENTS:

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 provision of said Act relative to keeping open said office.

Janice K. Stringer