

NO0000003613

Chaplain Services, Inc.

***P.O. Box 1538
Lady Lake, FL 32158
(352) 750-1767***

May 16, 2000

Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 31314

800003260518--2
-05/19/00--01126--005
*****78.75 *****78.75

Re: CHAPLAIN SERVICES, INC.

Enclosed are the original and one copy of the Articles of Incorporation for CHAPLAIN SERVICES, INC. If the Articles meet with your approval, please file them and return the copy to our office with a stamp showing that it has been filed.

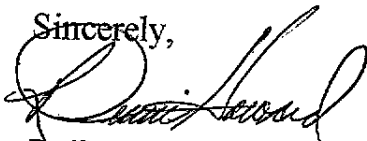
Enclosed is a check to cover the costs of this corporation, which are as follows:

\$ 35.00 – Filing fee
\$ 8.75 – Certificate of Status
35.00 – Registered Agent Designation

\$ 78.75 – Total

Thank you for your cooperation in this matter.

Sincerely,


R. Dennis Howard

W-13510

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUN -5 AM 7:51

FILED

**PLEASE NOTE THAT OUR MAILING ADDRESS IS OUR P.O. BOX.
I HAVE HAND WRITTEN THIS CORRECTION ON PAGE ONE OF
ARTICLES.**

T. Burch JUN 6 2000



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 25, 2000

R. DENNIS HOWARD
P.O. BOX 1538
LADY LAKE, FL 32158

SUBJECT: CHAPLAIN SERVICES, INC.
Ref. Number: W00000013510

We have received your document for CHAPLAIN SERVICES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6928.

Tim Burch
Document Specialist

Letter Number: 000A00029895

ARTICLES OF INCORPORATION

OF

CHAPLAIN SERVICES, INC.

ARTICLE I

Corporate Name, Principal Office and Mailing Address

The name of the corporation is CHAPLAIN SERVICES, INC.

The principal office and mailing address of this corporation is 39520 Grays
Airport Road, Lady Lake, Florida 32158. *P.O. Box 1538 LADY LAKE, FL. 32158*

ARTICLE II

Corporate Nature

This is a non-profit corporation, organized pursuant to the Florida Not-for-Profit Corporation Act set forth in Chapter 617 of the Florida Statutes.

ARTICLE III

Duration

The term of existence of this corporation is perpetual.

ARTICLE IV

General and Specific Purposes

The purposes of the Corporation shall be for charitable religious, inspirational and educational purposes and to promote the gospel of Jesus Christ; to serve as work place Chaplains to encourage employees in various places of business and industry (including the transportation industry, i.e., land, air, sea, rail) as well as individuals serving in ministry positions; to distribute Christian videos, audios, books, Bibles and other religious and educational materials; and to promote and support worthy Christian causes as may be determined by the Board of Directors from time to time.

FILED
00 JUN -5 AM 7:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

Management of Corporate Affairs

(a) Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of initial Directors shall be three (3) and the number of Directors shall never be less than three (3). The number of directors may be increased or decreased from the initial number as provided for in the bylaws.

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

R. Dennis Howard	Barbara Gail Howard	Henry Gerald Doggett
39520 Grays Airport Road	39520 Grays Airport Road	P. O. Box 608091
Lady Lake, Fl. 32159	Lady Lake, Fl. 32159	Orlando, Fl. 32860

(b) Qualifications of Directors and Officers. Only members of the corporation shall be qualified to serve as Directors and officers.

(c) Selection of Directors. The Directors named herein as the first Board of Directors shall hold office until the first meeting of members of the corporation, at which time an election of Directors shall be held. All Directors shall serve for a term of three (3) years. Directors shall be elected by majority vote of the members in attendance at an annual meeting, in person or by proxy, provided that a quorum of members is established at the meeting. Annual meetings shall be held at such times and places as set forth in the bylaws of the corporation.

ARTICLE VI

Earnings and Activities of Corporation

(a) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, Directors, 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 IV hereof.

(b) Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VII

Membership

Qualifications for membership in the corporation, and the manner of admission of members, shall be as regulated by the bylaws for the corporation.

ARTICLE VIII

Incorporators

The name and street address of each incorporator of this corporation is as follows:

R. Dennis Howard
39520 Grays Airport Road
Lady Lake, Florida 32159

Barbara Gail Howard
39520 Grays Airport Road
Lady Lake, Florida 32159

ARTICLE IX

Amendment of Bylaws

Subject to the limitations contained in the bylaws, and any limitations set forth in the Florida Not-for-Profit Corporation Act, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefor in the bylaws.

ARTICLE X

Declaration of Assets

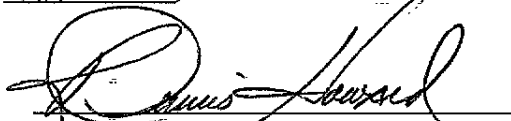
The property of this corporation is irrevocably dedicated to religious, charitable, and educational purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

ARTICLE XI

Registered Agent and Office

The address of the corporation's registered office shall be 39520 Grays Airport Road, Lady Lake, Florida 32159, and the name of the registered agent at said address shall be R. Dennis Howard.

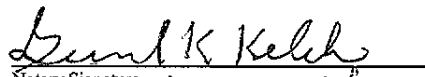
The undersigned, being the incorporators of this corporation, for the purpose of forming this non-profit corporation under the laws of the State of Florida, have executed these articles of incorporation this 27th day of APRILL, 2000.


R. Dennis Howard

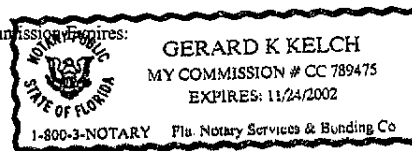

Barbara Gail Howard

STATE OF FLORIDA
COUNTY OF LAKE

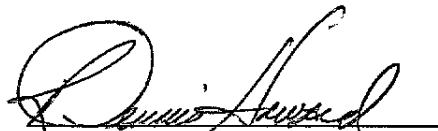
The foregoing instrument was acknowledged before me this 27th April, 2000, by R. DENNIS HOWARD and BARBARA GAIL HOWARD [] who are personally known to me or [] who have produced _____ as identification.


Notary Signature
Gerard K. Kelch
Printed Notary Signature

My Commission Expires:



I HEREBY ACCEPT the appointment as registered agent for CHAPLAIN SERVICES, INC.


R. Dennis Howard