

TRANSMITTAL LETTER

N00000005602

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

FILED
00 AUG 21 PM 4:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MINISTRY OF PRESENCE, INC.

SUBJECT: _____
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

000003366010--1
-08/21/00--01112--010
*****78.75 *****78.75

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: DENNIS A. HEDGE
Name (Printed or typed)

P.O. BOX 2208
Address

FORT MYERS, FLORIDA 33902
City, State & Zip

941 334 4038
Daytime Telephone number

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

D. BROWN AUG 24 2000

**Articles of Incorporation
of
Ministry of Presence, Inc.**

**July 13, 2000
A Corporation Not for Profit**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, with other persons, being desirous of forming a corporation for educational, charitable and scientific purposes, under provisions of Chapter 612 of Florida Statutes do agree as follows:

Article I.

This corporation shall be known as Ministry of Presence, Inc.

Article II.

The registered office of the Corporation shall be PO Box 2208, Fort Myers Florida 33902 (2150 Edison Avenue, Fort Myers, Florida 33901) and the registered agent at the same address shall be Dennis A. Hedge.

Article III.

The purposes for which the Ministry of Presence, Inc. is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of section 501 © (3) of the Internal Revenue Code of 1936 or the corresponding provision of any future United States Internal Revenue law.

The purpose of the Ministry of Presence is to assist caring organizations of Haiti as they provide for the comfort and care of those under their care,

And

To exercise all of the rights, powers and privileges afforded corporations not for profit under the laws of the State of Florida as they presently exist and may hereafter be amended.

Article IV.

The organization will be managed by a Board of Directors composed of fifteen (15) and not less than ten (10) or more than twenty-five (25) members. Those persons wishing to be members of the Board shall submit their intent to commit themselves to the mission of the organization through a nomination from a board member or by personal letter. A person seeking membership will be approved by a majority vote of the membership.

Section 1. The officers of this corporation shall consist of a Financial Officer,

Recorder, Historian, and Spiritual Director, and such others as provided for in the Bylaws.

Section 2. The names of the persons who are to serve as the initial officers of the corporation until the first meeting of the Board of Directors are:

Financial Officer:	Don Boger
Recorder:	Jean Walters
Historian:	Ken Walters
Spiritual Director:	Dennis Hedge

The officers shall be elected at the annual meeting of the Corporation, or as provided in the Bylaws. Officers shall serve one-year terms.

Article V.

The corporation shall exist perpetually.

Article VI.

The address of the Corporation shall be PO Box 2208, Fort Myers, Florida 33901.

Article VII.

The names and addresses of the subscribers to this article are:

Don Boger 1706 NE 2 nd Ave Cape Coral, FL 33909	Financial Officer
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Jean Walters 4640 DeLeon Street, Apt. 143 Fort Myers, Florida 33907	Recorder
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Ken Walters 4640 DeLeon Street, Apt. 143 Fort Myers, Florida 33907	Historian
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Rev. Deacon Dennis Hedge
1815 Whitecap Circle
North Fort Myers, Florida 33903

Spiritual Director

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Article VIII.

The Board shall manage the business affairs of the corporation.

Article IX.

Section 1. The Board of Directors of the corporation may provide such Bylaws for the conduct of its business and the carrying out of its objectives, as they may deem necessary.

Section 2. Upon proper notice, the Bylaws may be amended, altered or rescinded by a majority vote of the members of the corporation in attendance at the meeting at which the changes are voted upon.


Article X.

These Articles of Incorporation may be amended at a special meeting called for that purpose or at the annual meeting by a two-thirds vote of members present at any regular meeting. Notice must be mailed to all members at least 14 days prior to the vote.

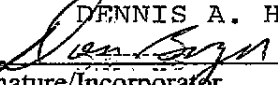
Article XI.

This Corporation is not organized for profit or organized in an activity ordinarily carried on for profit, and no part of its net earning shall inure to the benefit of any private shareholder

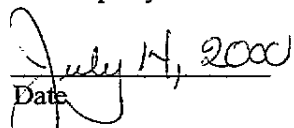
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity



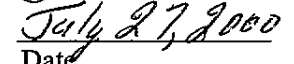
Signature/Registered Agent

DENNIS A. HEDGE


Signature/Incorporator



Date



Date

DON BOGER