



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 26, 2000

UNGER, WEBSTER

SUBJECT: THE REFUGE TEMPLE CHURCH OF GOD IN CHRIST JESUS (APOSTOLIC), INC.
REF: W00000023393

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

THE PRINCIPAL OFFICE ADDRESS IS NOT CONSISTENT.

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan
Document Specialist

FAX Aud. #: H00000050938
Letter Number: 500A00050577

We have made the necessary corrections and are faxing you back the complete document pursuant to your request. Please notify me via fax that this corrected document has been received and accepted

*Thanks
Janet Thompson*

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION

OF

THE REFUGE TEMPLE CHURCH OF GOD IN CHRIST JESUS (APOSTOLIC), Inc.
(A Corporation Not For Profit)

ARTICLE I

Name

The name of this corporation is THE REFUGE TEMPLE CHURCH OF GOD IN CHRIST JESUS (APOSTOLIC), Inc. (the "Corporation").

ARTICLE II

Principal Office

The Corporation's principal office is 335 Geneva Drive, Oviedo, Florida 32765

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ARTICLE III

Purpose

The Corporation is organized exclusively for religion purposes within the meaning of Section 170(c)(2)(B), 501(c)(3), 2055(a)(2), and 2522(a)(2) of the Internal Revenue Code of 1986.

Solely for the above purposes, the Corporation is empowered to exercise all rights and powers conferred by the laws of the State of Florida upon not-for-profit corporations, including, but without limitation thereon, to receive gifts, devises, bequests and contributions in any form, and to use, apply, invest and reinvest the principal or income therefrom or distribute the same for the above purposes.

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Notwithstanding any other provisions herein, the Corporation shall not carry on any activities not permitted to be carried on:

(a) By an organization exempt from federal income tax under Section 501(a) of the Internal Revenue Code of 1986 as an organization described in Section 501(c)(3) of such Code, and/or

(b) By an organization, contributions to which are deductible under Sections 170(c)(2), 2055(a)(2), or 2522(a)(2) of the Internal Revenue Code of 1986.

ARTICLE IV

Qualification of Members

The membership of this Corporation shall constitute the person hereinafter named as incorporator and such other persons as, from time to time hereafter, may become members, in the manner provided in the Bylaws. The members of this Corporation shall have no right, title, or interest whatsoever in its income, property, or assets, nor shall any portion of such income, property, or assets be distributed to any member on the dissolution or winding up of this Corporation. Members 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.

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ARTICLE V

Incorporators

The name and residence of the incorporator is:

Owen Thompson

1004 Burnett Street, Oviedo, Florida 32765

ARTICLE VII

Officers

Section 1. The officers of the Corporation shall be a President, a Secretary, a Treasurer, and such other officers as may be provided in the Bylaws.

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

<u>Office</u>	<u>Name</u>
President	Owen Thompson
Secretary	Janet Thompson
Treasurer	Clifford Smith

Section 3. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the Bylaws.

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ARTICLE VIII**Board of Directors**

Section 1. The number of directors of the Corporation shall be three, which number may be increased or decreased from time to time, by the Bylaws, but shall never be less than three.

Section 2. Members of the Board of Directors shall be elected and hold office in accordance with the Bylaws.

Section 3. The names and addresses of the persons who are to serve as directors until the first annual meeting of the Corporation, are:

<u>Name</u>	<u>Address</u>
Owen Thompson	1004 Burnett Street Oviedo, Florida 32765
Clifford Smith	539 S. Central Ave., Apt 5 Oviedo, Florida 32765
Dorothy Denny	1103 Brielle Court Oviedo, Florida 32765

ARTICLE IX**Bylaws**

Section 1. At the initial meeting of the Corporation, the members of this Corporation may adopt such Bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary, provided the same shall not be inconsistent with these Articles of Incorporation nor contrary to the laws of the State of Florida or the United States.

Section 2. Upon proper notice, the Bylaws may be amended, altered or rescinded by

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a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose, subject to approval by the members as provided in the initial Bylaws.

ARTICLE X

Amendments

Section 1. These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose, by a majority vote of those present.

Section 2. Amendments may also be made at a regular meeting of the membership upon notice given, as provided by the Bylaws, of intention to submit such amendments.

ARTICLE XI

Registered Agent/Registered Office

The street address of the initial registered office of this corporation shall be at 1004 Burnett Street, in the City of Oviedo, County of Seminole, State of Florida, and the name of the original registered agent at that address shall be Owen Thompson. The principal office address of the Corporation shall be 335 Geneva Drive, Oviedo, Florida 32765.

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ARTICLE XII**Tax Exempt Status**

No part of the net earnings or property of the Corporation shall inure to the benefit of, or be distributed to, any member, other than a member which is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue Law), director, officer, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payment and distributions and furtherance of the purposes set forth in Article II hereof. The Corporation shall not have the power to declare dividends. No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation 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), or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law). Notwithstanding anything herein to the contrary, the Corporation shall not take any action or omit to take any action or make any payment which would result in an avoidable tax liability under Internal Revenue Code 1986 Sections 4940 through 4945 (or the corresponding provision of any future United States Internal Revenue Law), or could result in termination of the

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Corporation's status as a private foundation under Internal Revenue Code of 1986, Section 507, (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE XIII

Meetings

Section 1. The annual meeting for the election of members of the Board of Directors shall be held as may be provided in the Bylaws.

Section 2. The Corporation may provide in its Bylaws for the holding of additional regular meetings and any special meetings, and shall provide notice of all such meetings.

ARTICLE XIV

Distribution of Assets Upon Dissolution

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, (or the corresponding provision of any future United States Internal Revenue Law), or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

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ARTICLE XVIndemnification


The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, have hereunto set my hand and seal this 25th day of September, 2000, for the purpose of forming this Corporation not for profit under the laws of the State of Florida.


OWEN THOMPSON

STATE OF FLORIDA)
) SS.
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 25th day of September, 2000, by Owen Thompson, who personally known to me or has produced N/A as identification and did (did not) take an oath.

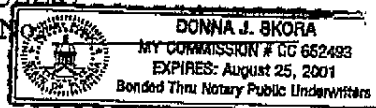

(Notary Signature)

(NOTARY SEAL)

DONNA J. SKORA
(Notary Name Printed)

NOTARY PUBLIC

Commission Expires



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REGISTERED AGENT CERTIFICATE

In pursuance of the Florida Not for Profit Corporation Act, the following is submitted, in compliance with said statute:

That The Refuge Temple Church of God in Christ Jesus (Apostolic), Inc., desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation at 1004 Burnett Street, in the City of Oviedo, County of Seminole, State of Florida, has named Owen Thompson, located at said registered office, as its registered agent to accept service of process and perform such other duties as are required in the State.

ACKNOWLEDGMENT:

Having been named to accept service of process and serve as registered agent for the above-stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said statute relative to keeping open said office, and further states he is familiar with §617.0501, Florida Statutes.


Owen Thompson

DATED: 9-25-, 2000

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