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NO1000001/22

January 22, 2001

Division of Corporations
Secretary of State
State of Florida
Post Office Box 6327
Tallahassee, Florida 32314

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

Re: Articles of Incorporation of
FAMILY OUTREACH OF FLORIDA, INC.
a corporation NOT FOR PROFIT
Effective Date: Date of Filing

FILED
01 FEB 15 AM 11:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation and Registered Agent Certificate for the above-referenced NOT FOR PROFIT corporation.

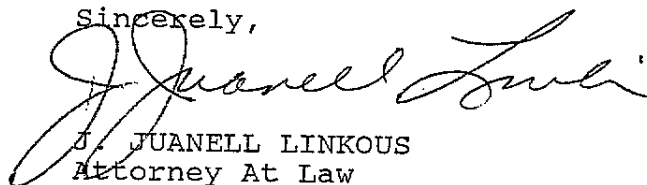
As you will note, the effective date is the date of filing with Department of State.

Also enclosed is our check in the amount of \$78.75 made payable to the Secretary of State representing the filing fees, certified copy fee and registered agent fee.

Please file the original and certify the copy. Upon processing, please return the certified copy of the Articles of Incorporation to this office.

Should you have any questions please do not hesitate to contact the undersigned at (813) 980-1997.

Sincerely,


J. JUANELL LINKOUS
Attorney At Law

JJL:jh
Enclosures
cc: Rev. Dale Antrim (w/encls.)

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P 2-16-01

ARTICLES OF INCORPORATION
OF
FAMILY OUTREACH OF FLORIDA, INC.
(A CORPORATION NOT FOR PROFIT)

FILED
01 FEB 15 AM 11:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned incorporators, hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation not for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name and Address

The name of this Corporation shall be:

FAMILY OUTREACH OF FLORIDA, INC.

The address of this Corporation shall be 11505 Colony Hill Drive, Seffner, Florida 33584, or such other address within the State of Florida as the Board of Directors may from time to time designate.

ARTICLE II

Purposes

(a) The general nature, objects and purposes for which this Corporation is exclusively organized and operated are activities including, but not limited to, providing (1) for special services with impact and ministry to hurting people everywhere; (2) for community outreach programs and assistance; (3) to conduct community classes, conferences and seminars for training; (4) to

create and publish materials for distribution; (5) engaging in any lawful act or activities for which a corporation not for profit may be organized under the general not for profit corporation laws of the State of Florida; and (6) such other purposes as the Board of Directors may from time to time determine. This Corporation shall receive and maintain funds of real and/or personal property, and subject to the restrictions and limitations hereinabove and hereinafter set forth, shall use the whole or any part of the income therefrom and the principal thereof exclusively for its religious, charitable, educational or humanitarian purposes.

(b) No part of the net earnings of this Corporation shall inure to the benefit of or be distributable to any member, director or officer of this Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for this Corporation affecting one or more of its purposes), and no member, director or officer of this Corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of this Corporation. No substantial part of the activities of this Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and this Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

(c) Notwithstanding any other provisions of these Articles of Incorporation, this Corporation shall not conduct or carry on any

activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code or the regulations issued thereunder, or by an organization, contributions to which are deductible under Section 170(c)(2) of such Code and regulations issued thereunder.

(d) In the event of dissolution or final liquidation of this Corporation, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1982 or corresponding sections of any prior or future Internal Revenue Code, or to the federal, state, or local government for exclusive public purpose.

ARTICLE III

Powers

This Corporation shall have and exercise all powers provided by the laws of the State of Florida pertaining to corporations not for profit including, but not limited to, Chapter 617, Florida Statutes, and future amendments thereto, or succeeding statutes pertaining to corporations not for profit in the State of Florida, necessary or convenient to effect any and all of the charitable, scientific and educational purposes for which this Corporation is organized, subject, however, to the following:

(a) This Corporation shall be operated exclusively for, and shall only have the power to perform, activities exclusively within

the meaning, requirements and effect of Section 501(c)(3) of the Internal Revenue Code of 1982, as amended heretofore or hereafter.

(b) This Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1982, or corresponding provisions of any subsequent federal tax law.

(c) This Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1982, or corresponding provisions of any subsequent federal tax laws.

(d) This Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1982, or corresponding provisions of any subsequent federal tax laws.

(e) This Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1982, or corresponding provisions of any subsequent federal tax laws.

(f) This Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1982, or corresponding provisions of any subsequent federal tax laws.

(g) This Corporation shall not engage in any prohibited transaction as defined in Section 503(b) of the Internal Revenue Code of 1982, or corresponding provisions of any subsequent federal tax laws.

ARTICLE IV

Members

The members of this Corporation shall consist of those persons who are listed as the initial directors of this Corporation, and such other persons as may from time to time be elected and admitted to membership by majority vote of the Board of Directors who are of the same beliefs as set forth in the constitution and bylaws of this Corporation in accordance with the provisions of the Bylaws of this Corporation.

ARTICLE V

Term of Existence

The term for which this Corporation is to exist shall begin on the date of filing with the Department of State, and shall thereafter be perpetual.

ARTICLE VI

Subscribers

The names and addresses of the subscribers to these Articles of Incorporation are as follows:

| <u>Name</u> | <u>Address</u> |
|----------------|---|
| Dale Antrim | 8508 Anglers Point Drive Temple Terrace, Florida 33637 |
| Alison Preston | 11531 Wellman Drive Riverview, Florida 33569 |
| Curtis Mapp | 925 Benninger Drive Brandon, Florida 33510 |

Emily O'Neal

3407 Hillgrove Road
Valrico, Florida 33594

William Brenes

216 Morningside Loop
Valrico, Florida 33594

ARTICLE VII

Officers and Directors

The affairs of this Corporation shall be managed by a Board of Directors who shall be elected annually by majority vote of the members of this Corporation, at a duly called meeting, as provided in the bylaws and by officers who shall be elected annually by majority vote of the Board of Directors and who shall be members of this Corporation. The officers thus to be elected shall be a chairman of the Board, president, a secretary and a treasurer and such other officers as may be provided for in the Bylaws of this Corporation. Multiple offices may be held by the same person. The duties of the respective officers and the manner of filling vacancies in the offices of this Corporation shall be provided in the Bylaws.

The number of directors and the manner of filling vacancies in the Board of Directors shall be provided in the Bylaws of this Corporation. The number shall not be less than three (3), but may be any number in excess thereof. A quorum for the transaction of business shall be a majority of the directors qualified and active, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the directors.

Meetings of the directors may be held within or without the State of Florida.

Directors and officers of this Corporation may be removed, with or without cause, by the members at a meeting duly called in the manner set out in the Bylaws.

ARTICLE VIII

Directors

The name and address of the members of the initial Board of Directors, who, subject to these Articles, the Bylaws of this Corporation and the laws of the State of Florida, shall hold office for the first year of the existence of this Corporation or until an election is held by the members for the election of permanent directors or until their successors have been duly elected and qualified are:

| <u>Name</u> | <u>Address</u> |
|----------------|---|
| Dale Antrim | 8508 Anglers Point Drive Temple Terrace, Florida 33637 |
| Alison Preston | 11531 Wellman Drive Riverview, Florida 33569 |
| Curtis Mapp | 925 Benninger Drive Brandon, Florida 33510 |
| Emily O'Neal | 3407 Hillgrove Road Valrico, Florida 33594 |
| William Brenes | 216 Morningside Loop Valrico, Florida 33594 |

ARTICLE IX.

Officers

The name and address of the officers of this Corporation who, subject to these Articles and the Bylaws of this Corporation and the laws of the State of Florida, shall hold office for the first year of the existence of this Corporation or until an election is held by the directors of this Corporation for the election of permanent officers or until their successors have been duly elected and qualified are:

| <u>Name</u> | <u>Office</u> | <u>Address</u> |
|----------------|----------------------------|--|
| Dale Antrim | President | 8508 Anglers Point Drive Temple Terrace, FL 33637 |
| Alison Preston | Secretary and Treasurer | 11531 Wellman Drive Riverview, FL 33569 |

ARTICLE X

Registered Office and Registered Agent

The name of this Corporation's initial registered agent at the following address is ALISON PRESTON and the street address of this Corporation's initial registered office is 11505 Colony Hill Drive, Seffner, Florida 33584. This Corporation shall keep the Department of State of the State of Florida informed of the current city, town, or village and street address of said Registered Office together with the name of the Registered Agent.

ARTICLE XI

Bylaws

The Bylaws of this Corporation may be made, altered or rescinded from time to time in whole or in part by a majority vote of the directors of this Corporation present at any meeting of the Board of Directors duly called and convened; provided, however, that a quorum is present at the meeting of the Board of Directors and notice of the proposed action with respect to the Bylaws shall have been waived by a majority of the members of the Board of Directors or mailed by the Secretary of this Corporation to all of the members of the Board of Directors at least three (3) days before the meeting.

ARTICLE XII

Amendment of Articles of Incorporation

These Articles may be amended by resolution adopted by the majority vote of the members of this Corporation present at any meeting duly called and convened; provided, however, that notice of the proposed action with respect to the Articles of Incorporation shall have been waived by a majority of the members of this Corporation or ten (10) days' advance notice of the amendment or amendments, to be considered at such meeting, shall have been given in writing personally or by mail to each member of this Corporation prior to such meeting. All actions, including but not limited to, Amendment of Articles of Incorporation, required to be taken at any

meeting may be taken by written consents as provided in Florida Statutes, as now amended, or as same may be amended in the future.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation for the uses and purposes therein expressed this 31 day of January, 2001.

[Signature]
DALE ANTRIM

[Signature]
ALISON PRESTON

[Signature]
CURTIS MAPP

[Signature]
EMILY O'NEAL

[Signature]
WILLIAM BRENER

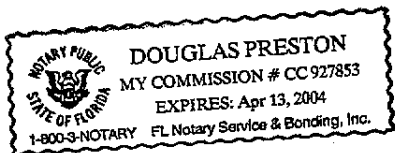
STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, on this 31 day of January, 2001, personally appeared DALE ANTRIM, ALISON PRESTON, CURTIS MAPP, EMILY O'NEAL and WILLIAM BRENER, to me personally known or who each produced a Florida driver's license as identification, and by me known to be the persons described in and who signed the foregoing Articles of Incorporation, and with oath acknowledged to me that they executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.

DRIVERS LICENSE
Type of Identification

[Signature]
Notary Public, State of
Florida at Large
DOUGLAS PRESTON
Printed Name
Commission No. CC 927853
My Commission Expires: 4.13.04



CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FAMILY OUTREACH OF FLORIDA, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of Seffner, County of Hillsborough, State of Florida, has named ALISON PRESTON, located at 11505 Colony Hill Drive, Seffner, County of Hillsborough, State of Florida 33584, as its agent to accept service of process within Florida.

Signature


DALE ANTRIM

Title Incorporator/President

Date: January 31, 2001

Having been named to accept service of process for the above-stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature


ALISON PRESTON

Date: January 31, 2001

FILED
01 FEB 15 AM 11:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA