

NO1000001977

**DONALD MILLER
ATTORNEY-AT-LAW**

3837 Northdale Blvd., #188
Tampa, Florida 33624

Telephone (813) 264-5800
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March 14, 2001

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

Re: Joseph's Cupbearers, Incorporated

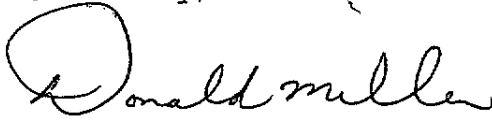
Dear Sir or Madam:

Enclosed herewith please find the original Articles of Incorporation, along with two (2) copies thereof, for the above-referenced corporation, for filing with your office.

Also enclosed, please find a check in the amount of seventy-eight dollars and seventy-five cents (\$78.75) for the filing fee and a certified copy of the articles of incorporation.

Thank you for your attention to this matter. 400003855764--7
-03/16/01--01049--027
*****78.75 *****78.75

Sincerely,


Donald Miller

cc: Joseph's Cupbearers

Enclosures

FILED
01 MAR 16 AM 9:47
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION

OF

JOSEPH'S CUPBEARERS, INCORPORATED

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

WE, the undersigned incorporators, hereby associate ourselves together and make, subscribe, acknowledge and file with the Secretary 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 ONE

The name of this corporation is JOSEPH'S CUPBEARERS, INCORPORATED.

ARTICLE TWO

A. The objects and purposes for which this corporation is formed are:

1. To establish and maintain churches, missions, and other places of worship according to Old and New Testament scripture.
2. To teach and to ordain ministers in accordance with the teachings of Old and New Testament scripture.
3. To do and perform any and all matters and things customary within the scope of religious corporations based upon Christian faith in accordance with Old and New Testament scripture.

- B. In the event of dissolution of the corporation, all of the property owned by it shall be distributed only for the purpose and objects hereinabove set forth, and no member, director, officer, or private individual shall be entitled to share in the distribution of any of the assets.

ARTICLE III

This corporation shall have and exercise all powers necessary or convenient to effect any and all of the humanitarian, charitable, civic and educational purposes for which the corporation is organized.

ARTICLE IV

The members of this corporation shall consist of those persons and only those persons who join as subscribers to these Articles of Incorporation, and such other persons may from time to time be elected and admitted to membership by the Board of Directors or the corporation in accordance with the provisions of the Constitution and By-laws of the corporation.

ARTICLE V

The term for which this Corporation is to exist shall be perpetual, commencing five days from the date of registration of the Corporation.

ARTICLE VI

The names of the subscribers of this corporation are:

MILTON PASCO, 4922 Drew Street, Apt. 1517, Clearwater,
Florida 33759.

ROBERT BROWNE, 1055 Charles Street, Clearwater, Florida
33755.

DAMON MURRAY, 5034 Foxbridge Circle, Apt. 314,
Clearwater, Florida 33760.

BARBARA A. PARENT, 612 Charisma Drive, Tarpon Springs,
Florida 34689.

ARTICLE VII

The affairs of this corporation shall be managed (a) by the Board of Directors who shall be elected by the members of the corporation as provided in the Constitution and By-laws of the corporation; and (b) by officers who shall be elected by the members of the corporation from the membership. The officers thus to be elected shall be a President, Secretary, Treasurer, and Vice-President, and not less than two (2) Directors. The duties of the respective Officers and the manner of filling vacancies in the offices of the corporation shall be provided in the Constitution and By-laws of the corporation.

The number of Directors and the manner of filling vacancies in the Board of Directors shall be provided in the Constitution and By-laws of

the corporation. The number shall not be less than two (2), 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 and without the State of Florida. Directors shall be members of the corporation.

ARTICLE VIII

The names and addresses of the Officers of this corporation who, subject to these Articles and the Constitution and By-laws 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 their successors have been duly elected and qualified are:

President: MILTON PASCO, 4922 Drew Street, Apt.
1517, Clearwater, Florida 33759.

Vice-President: ROBERT BROWNE, 1055 Charles Street,
Clearwater, Florida 33755.

Secretary: DAMON MURRAY, 5034 Foxbridge Circle,
Apt. 314, Clearwater, Florida 33760.

Treasurer: BARBARA A. PARENT, 612 Charisma Drive,
Tarpon Springs, Florida 34689.

ARTICLE IX

The names and addresses of the members of the first Board of Directors, who, subject to these Articles, the Constitution and By-laws of this corporation and the laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until an election is held by the members of the corporation of permanent Directors, or until their successors have been duly elected and qualified are:

Chairman: MILTON PASCO, 4922 Drew Street, Apt.
1517, Clearwater, Florida 33759.

Co-Chairman: ROBERT BROWNE, 1055 Charles Street,
Clearwater, Florida 33755.

Member: DAMON MURRAY, 5034 Foxbridge Circle,
Apt. 314, Clearwater, Florida 33760.

Member: BARBARA A. PARENT, 612 Charisma Drive,
Tarpon Springs, Florida 34689.

ARTICLE X

- A. In the event of dissolution, 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 1954 or corresponding sections of any prior or future law,

or to the Federal, State or local government for exclusive public purpose.

- B. Notwithstanding any other provision of these Articles, this corporation will not carry on any other activities not permitted to be carried by (a) a corporation exempt from Federal Income Tax under Sections 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue law or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue law.
- C. Said corporation is organized exclusively for charitable, educational, and scientific purposes, including for such purposes, the making of distributions or organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law).

ARTICLE XI

The By-laws of this corporation may be made, altered or rescinded from time to time in whole or in part upon a two-thirds vote of the entire membership of the Board of Directors of this corporation present at any

meeting of the Board of Directors duly called and convened; provided, that amendments to the By-laws shall become effective only upon approval by the Board of Directors of JOSEPH'S CUPBEARERS.


ARTICLE XII


These Articles may be amended by resolution adopted by the majority vote of the members of the corporation present at any meeting of the members duly called and convened; provided, however, that unless ten (10) days advance notice of the amendment or amendments to be considered at such meeting shall have been given in writing by mail to each member prior to such meeting, these Articles may be amended only by resolution adopted by two-thirds vote of the members present at such meeting.


ARTICLE XIII

The corporation's principal office and registered office is 1055 Charles Street, Clearwater, Florida 33755, and the mailing address is 1055 Charles Street, Clearwater, Florida 33755. The initial registered agent of this corporation at that address is MILTON PASCO.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 21st day of December, 2000.

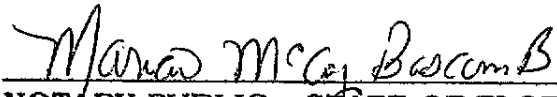

MILTON PASCO, President


ROBERT BROWNE, Vice President

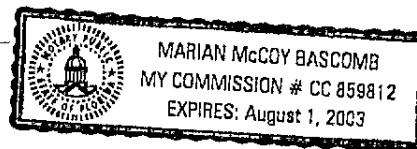

DAMON MURRAY, Secretary

STATE OF FLORIDA
COUNTY OF Pinellas

Sworn to (or affirmed) and subscribed before me as to the foregoing and attached instrument by MILTON PASCO, who (did/did not) take an oath, and who is personally known to the undersigned or who produced as identification USA Passport


NOTARY PUBLIC - STATE OF FLORIDA

Marian McCoy Bascomb
[Print, type or stamped
commissioned name of notary]



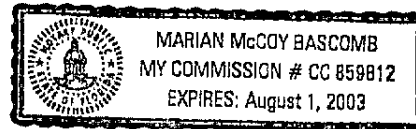
STATE OF FLORIDA
COUNTY OF Pinellas

Sworn to (or affirmed) and subscribed before me as to the foregoing and attached instrument by ROBERT BROWNE, who (did/did not) take an oath, and who is personally known to the undersigned or who

produced as identification Florida Driver License

Marian McCoy Bascomb
NOTARY PUBLIC - STATE OF FLORIDA

Marian McCoy Bascomb
[Print, type or stamped
commissioned name of notary]

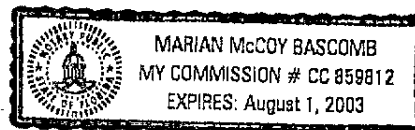


STATE OF FLORIDA
COUNTY OF HILLSBOROUGH Pinellas

Sworn to (or affirmed) and subscribed before me as to the foregoing
and attached instrument by DAMOPN MURRAY, who (did/did not) take
an oath, and who, and is personally known to the undersigned or
who produced as identification State of Florida Identification CARD.

Marian McCoy Bascomb
NOTARY PUBLIC - STATE OF FLORIDA

Marian McCoy Bascomb
[Print, type or stamped
commissioned name of notary]



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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES,
THE FOLLOWING IS SUBMITTED.

First, that JOSEPH'S CUPBEARERS, INCORPORATED desiring to
organize or qualify under the laws of the State of Florida with its
principal place of business at the City of Clearwater, State of Florida has
named MILTON PASCO, located at 1055 Charles Street, Clearwater,
State of Florida, as its agent to accept service of process within Florida.

Signature: _____

Milton Pasco
MILTON PASCO

Title: _____

President

Date: _____

12/21/00

Having been named to accept service of process for the above state
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: _____

Milton Pasco
MILTON PASCO, Resident Agent

Date: _____

12/21/00

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01 MAR 16 AM 9:47
SECRETARY OF STATE
TALLAHASSEE FLORIDA