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LEGAL ASSISTANT
JOHN A. DICKSON, J.D.

**Florida Bar Certified in Health Law*

April 24, 2001

Via Hand Delivery

Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, Florida 32399

Re: Ray of Hope United Methodist Church, Inc.
A Florida "Not for Profit" Corporation
Articles of Incorporation

100004065481--5
-04/25/01--01001--006
*****87.50 *****87.50

Dear Sir or Madam:

Please find enclosed, for filing the original and copy of Articles of Incorporation ("Articles") for Ray of Hope United Methodist Church, Inc., along with the filing fee in the amount of \$87.50.

After the Articles are duly filed, I would appreciate receiving, by return mail, a certified copy of the referenced articles for our corporate book. You may mail the certified Articles to:

H. Richard Bisbee
Blank, Meenan & Smith, P.A.
204 South Monroe Street
Tallahassee, Florida 32301

If there are any further questions, please feel free to contact the undersigned. Thank you for your assistance regarding the above.

Sincerely,



H. Richard Bisbee

Cc; Enclosures

/hrb

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J. BRYAN APR 24 2001

ARTICLES OF INCORPORATION
OF
RAY OF HOPE
UNITED METHODIST CHURCH, INC.
A FLORIDA NOT-FOR PROFIT CORPORATION

FILED
01 APR 24 PM 4:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, all of whom are legal age, hereby associate ourselves together for the purpose of becoming incorporated under the laws of the State of Florida, applicable to corporations not for profit pursuant to Chapter 617, Florida Statutes, under the following proposed Chapter.

ARTICLE I. NAME

The name of the corporation shall be RAY OF HOPE UNITED METHODIST CHURCH, Inc., and it is located at 2821 South Monroe Street, Tallahassee, Florida 32301.

ARTICLE II. PURPOSE

The object, general nature and purpose of this corporation shall be to establish and maintain in the City of Tallahassee a United Methodist Church, subject to Discipline of The United Methodist Church. This church organization shall support the doctrine, and it, and all its property, both real and personal, shall be subject to the laws, usages, and ministerial appointments of The United Methodist Church and the Discipline of said Church.

ARTICLE III. MEMBERSHIP

The doctrinal basis, manner of admission, qualification for membership, shall conform to the requirements of the Discipline of The United Methodist Church as adopted and approved by the General Conference and to the rulings of the Bishops of said Church. All members of the Charge Conference of the church being incorporated in good and regular standing are members of this corporation.

ARTICLE IV. TERM OF EXISTENCE

This corporation shall have perpetual existence unless it shall be dissolved according to the laws of the State of Florida.

ARTICLE V. POWERS

This corporation shall have the power to acquire and hold title in fee simple, in trust, or otherwise, to both real and personal property, and to improve, encumber, sell, convey and dispose of all such property in conformity with the Discipline of The United Methodist Church; to borrow money, execute notes, bonds, and other evidences of indebtedness and secure the same by mortgage and deeds of trust, annuity bonds and other instruments of indebtedness and pay interest thereon; to improve, adapt and use its property or the income thereof in its religious, educational, benevolent, or social activities, without financial profit to its members, except as

may be necessary in the payment of salaries or other services rendered; and, subject to the provisions of the Discipline of The United Methodist Church, the corporation shall have the power to erect and maintain buildings for the worship of God, for training in Christian faith and conduct and for Christian social intercourse, and to acquire or build and maintain residences for the use and occupancy of its ministers.

ARTICLE VI. INCORPORATORS

The name and residence of each incorporator to these Articles of Incorporation are as follows:

Pastor Calvin J. McFadden
2821 South Monroe Street
Tallahassee, Florida 32301

Mr. James E. Goodloe
457 San Martin Drive
Tallahassee, Florida 32312

ARTICLE VII. OFFICERS

1. The authorized officers of the corporation shall be a President, Secretary and Treasurer, and such other officers as may be provided in the By-Laws.

2. The names of the persons who are to serve as officers of the corporation until their successors in office are duly elected and qualified are:

President: Pastor Calvin J. McFadden
2821 South Monroe Street
Tallahassee, Florida 32301

Secretary: Mrs. Brenda Goodloe
457 San Martin Drive
Tallahassee, Florida 32312

Treasurer: Mr. Kevin S. Hankins
1561 Coombs Drive # 1
Tallahassee, Florida 32308

3. The officers shall be members of the Board of Trustees, and shall be elected by the Board of Trustees in the manner provided in the By-Laws.

ARTICLE VIII. BOARD OF TRUSTEES (DIRECTORS)

1. The business affairs of this corporation shall be managed by the Board of Trustees, which shall consist of not less than three nor more than nine persons who shall be elected by the Charge Conference of the Church as provided for in the By-Laws and Discipline of The United Methodist Church.

2. The names and addresses of the Board of Trustees are as follows:

Mr. James Goodloe
457 San Martin Drive
Tallahassee, Florida 32312

Mr. Lorenzo Thomas
P.O. Box 671
Midway, Florida 32343

Mr. Gerald Murphy
1313 Hernando Drive
Tallahassee, Florida 32308

Ms. Denise Williams
P.O. Box 14775
Tallahassee, Florida 32317

Mr. Edward Chukes
714 West 10th Avenue
Tallahassee, Florida 32303

Ms. Carla Perry
9369 Buckhaven Trail
Tallahassee, Florida 32312

3. These Trustees shall serve until their successors are duly elected and qualified.

ARTICLE IX. BY-LAWS

The By-Laws of the corporation shall be adopted by the Board of Trustees and may be amended and changed from time to time by the Board of Trustees.

The By-Laws of the corporation shall include the Discipline of The United Methodist Church as from time to time enacted, authorized and declared by its General Conference; and no other By-Laws shall be adopted inconsistent with the provisions of the Discipline.

ARTICLE X. QUORUM

A quorum for the transaction of the business of the corporation shall consist of a majority of the Board of Trustees.

ARTICLE XI. AMENDMENT

These articles of Incorporation may be amended by majority vote of the Board of Trustees (Directors) at any regular or called meeting.

ARTICLE XII. DISTRIBUTION OF ASSETS UPON DISSOLUTION

No person, firm or corporation shall ever receive any dividend or share in the income from the undertaking of this corporation and upon dissolution of this corporation all assets remaining after payment of the costs and expenses of such dissolution shall be distributed as provided in the Discipline of The United Methodist Church, among the participating organizations which are qualified for exemption under Section 501(c) (3) and Section 170 (c) of the Internal Revenue Code, for a public purpose, and none of the assets shall be distributed to any member, officer or director of this corporation.

ARTICLE XIII. REGISTERED OFFICE AND AGENT

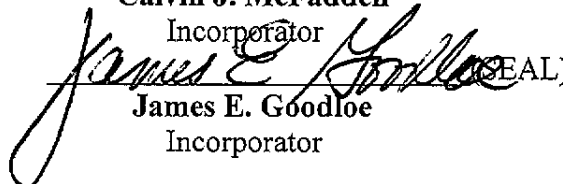
The street address of the initial registered office of the corporation is at the law offices of Blank, Meenan & Smith, P.A., 204 South Monroe Street, Tallahassee, Florida 32301. The initial registered agent of the corporation at this address is H. Richard Bisbee, Attorney at Law.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunto set our hands and seals this 24 day of April, 2001, for the purpose of forming this corporation not for profit, under the laws of the State of Florida.

 (SEAL)

Calvin J. McFadden

Incorporator

 (SEAL)

James E. Goodloe

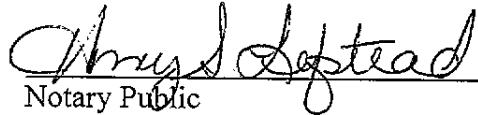
Incorporator

STATE OF FLORIDA)
COUNTY OF LEON)

Before me, a Notary Public duly authorized in the state and county named above to take acknowledgements, personally appeared Calvin J. McFadden and James E. Goodloe, to me known to be the persons described in; or who provided the following identification

FLDL and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above this 24TH day of April, 2001.


Notary Public

My Commission Expires:



Amy S. Lefstead
MY COMMISSION # DD011473 EXPIRES
March 22, 2005
BONDED THRU TROY FAIR INSURANCE INC.

ACCEPTANCE

I hereby agree to act as Registered Agent for RAY OF HOPE UNITED METHODIST CHURCH, INC. as stated in the foregoing Articles of Incorporation of said corporation. As Registered Agent, the undersigned is familiar with the responsibilities and duties of this position. Dated this 24th Day of April, 2001.


H. Richard Bisbee, Esq.

Attorney at Law
Blank, Meenan & Smith, P.A.
204 South Monroe Street
Tallahassee, Florida 32301
(850) 681-6710

STATE OF FLORIDA
COUNTY OF LEON

The foregoing Acceptance was acknowledged before me this 24th day of April, 2001, by H. Richard Bisbee, who is personally known to me or who has produced _____ as identification and who did not take an oath.


Notary Public

My commission expires:



Amy S. Letstead
MY COMMISSION # DD011473 EXPIRES
March 22, 2005
BONDED THRU TROY FAIN INSURANCE, INC.

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FILED
01 APR 24 PM 4:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA