

Articles of Incorporation

No 1000003192

FILED

01 MAY -2 PM 3: 53

TRANSMITTAL LETTER SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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-05/03/01--01049--003
*****87.50 *****87.50

Subject: Crossing Over Ministry, Inc

Please find enclosed the original and one (1) copy of the articles of incorporation; in addition to, a check for \$87.50 for the filing fee, a certified copy and certificate.

I look forward to hearing from you in the near future.

Respectfully yours,

Clara Bennett Miller

Clara Bennett Miller
President

/dq

ARTICLE OF INCORPORATION

FOR

CROSSING OVER MINISTRIES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We the undersigned subscribers, acting as incorporators of a Corporation pursuant to Chapter 617,et.seq., Florida Statutes applicable to Corporations Not-for-profit adopt the following Articles of Incorporation.

Article I

Name

The name of the Corporation shall be: Crossing Over Ministries, Inc.

Article II

Principal Office and Mailing Address

The principal office and mailing address of this Corporation shall be 2620 Adamson Court, Lake Alfred, Florida 33850, and the duration of the Corporation shall be a perpetual existence.

Article III

Purpose(s)

A) The general purpose of this Corporation shall be to engage in charitable, religious, educational and social activities.

B)

In furtherance, but not in limitation of the forgoing purposes, the Corporation shall have the power and authority;

- 1) To receive assistance, money (as grants or otherwise), real or personal property and any other form of contributions, gifts bequest or devise from any person, firm or corporation, to be utilized in the furtherance of the objects and purposes of this corporation; to enter into agreement.

- 2) To establish an office and employ such assistance and clerical force as may be necessary and proper in the judgement of the board of directors, and pay reasonable compensation for the services of such persons.
- 3) To distribute in the manner, form and method, and by the means determined by the board of directors of this Corporation, any and all forms of contributions received by it in carrying out the programs of the Corporation in the furtherance of its stated purposes. Money and real or personal property contributed to the Corporation in the furtherance of these objects and purposes are and shall continue to be impressed with a trust for such purposes. This Corporation shall not be authorized to issue capital stock.
- 4) To purchase, acquire, own, hold, guarantee, sell, assign, transfer, mortgage, pledge, loan or otherwise dispose of and deal in any bonds, securities, evidence of indebtedness or other personal property, as well as to purchase, acquire, own, hold, sell, transfer, mortgage, or otherwise dispose of and deal in real estate; and, as the owner of any such real or personal property, to exercise all the rights, powers and privileges of ownership.
- 5) To contract and be contracted with.
- 6) To adopt and use a corporation seal containing the words "Corporation Not For Profit", if desired and deemed necessary; but, this shall not be compulsory unless required by law.
- 7) UPON DISSOLUTION of the Corporation or winding up of its affairs, the assets of the Corporation shall be applied and distributed as follows.
 - a) All liabilities and obligations of the Corporation shall be paid, satisfied and discharged, or adequate provisions shall be made therefore.

- b) Assets held by Corporation upon condition requiring return, transfer or conveyance, which condition occurs by reason of the dissolution or winding up, shall be returned, transferred or conveyed in accordance with such requirements; and
- c) All remaining assets not disposed of under either of the preceding paragraphs (a) or (b) shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code 1986, or corresponding section of any future Federal Tax Code, or shall be distributed to the Federal State or Local government for public purpose. Any such assets not so disposed of shall be disposed by the court or common pleas, exclusively for such purposes

8) NOTWITHSTANDING any other provision of these Articles, said organization is organized exclusively for charitable, religious, and educational purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (C) (3) of the Internal Revenue Code or corresponding section of any future federal tax code.

- a) No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and or make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of this organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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.

ARTICLE IV
Members

The Corporation shall not have members.

ARTICLE V
Manner of Election of Directors

The manner in which the directors are elected shall be by the method and for term as designated in the by laws. All corporate powers shall be exercised by or under the authority of; and the affairs of the Corporation shall be managed under the direction of a board of directors. The conditions of election to the board of directors and the number of directors, which shall not be less than (3) shall be provided in the by-laws.

ARTICLE VI
Registered Agent and Street Address

The name and street address of the initial registered agent as follows: Clara Bennett Miller, 2620 Adamson Court, Lake Alfred, FL 33850.

ARTICLE VII
Incorporators

The names and street addresses of the incorporators for these Articles of Incorporation are:

Name	Address
Clara Bennett Miller	2620 Adamson Court Lake Alfred, FL 33850
Edward Miller	2620 Adamson Court Lake Alfred, FL 33850

Millisa Thomas	113 Edge Water Drive Winter Haven, FL 33881
Merita Flemming	390 George Road Lake Alfred, FL 33850

ARTICLE VIII

Officers

The name and address of the initial officers of the Corporation, who should hold office until new officers shall be appointed by the method and for terms as designated in the by-laws are;

Clara Bennett Miller, President	2620 Adamson Court Lake Alfred, FL 33850
Edward Miller, Vice President	2620 Adamson Court Lake Alfred, FL 33850
Millisa Thomas, Secretary	113 Edge Water Drive Winter Haven, FL 33881
Merita Fleming, Treasurer	390 George Road Lake Alfred, FL 33850

ARTICLE IX

Board of Directors

The Corporation shall have four (4) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws; but shall never be less than three (3). The name and

address of the initial board of directors for the Corporation is as follows.

Clara Bennett Miller, President	2620 Adamson Court. Lake Alfred, FL 33850
Edward Miller, Vice President	2620 Adamson Court. Lake Alfred, FL 33850
Millisa Thomas, Secretary	113 Edge Water Drive Winter Haven, FL 33881
Merita Fleming, Treasurer	390 George Road Lake Alfred, FL 33850

**Article X
By-Laws and Amendments**

The by-laws may be made, altered or rescinded by a majority vote of the directors at any meeting at which time a quorum is present and written notice of such an amendment has been given at the previous regular meeting. The Articles of Incorporation may be made, altered or rescinded by a two-thirds vote of the Directors at a regular meeting subsequent written notice of an amendment change at a regular meeting at which time a quorum is present.

IN WITNESS WHEREOF, the undersigned being the incorporators of this corporation have executed these Articles of Incorporation this 30th day of April 2001.

Clara Bennett Miller
Clara Bennett Miller

Edward Miller
Edward Miller

Millisa Thomas
Millisa Thomas

Merita M. Fleming
Merita Fleming

Article XI
Fiscal Year

The fiscal year of the Corporation shall begin January 1 and end December 31 of each calendar year.

STATE OF FLORIDA
COUNTY OF POLK

BEFORE ME, the undersigned authority duly authorized to take oaths and acknowledgements, personally appeared CLARA BENNETT MILLER, EDWARD MILLER, MILLISA THOMAS AND MERITA FLEMING, each of whom and to me well known to be the persons described in the subscribed to the above and foregoing instrument; and each of them freely and voluntarily acknowledge before me according to law that they made and subscribed to the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Winter Haven, in said County and State this 30th day of April 2001.



Heather M. Smith
Notary Public - State of Florida
My Commission Number
My Commission Expires

STATE OF FLORIDA
DEPARTMENT OF SAME

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

CROSSING OVER MINISTRIES, INC., a corporation organized (being
organized) under the laws of the state of Florida, with its principal office at
2620 Adamson Court, Lake Alfred, FL 33850, designating CLARA BENNETT
MILLER as its agent to accept service of process within this state.

Clara Bennett Miller
Clara Bennett Miller

2620 Adamson Court
Lake Alfred, FL 33850

Edward Miller
Edward Miller

2620 Adamson Court
Lake Alfred, FL 33850

Millisa Thomas
Millisa Thomas

113 Edge Water Drive
Winter Haven, FL 33881

Merita M. Fleming
Merita Fleming

390 George Road
Lake Alfred, FL 33850

Articles of Incorporation

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE

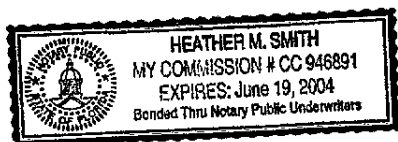
I AGREE as Registered Agent to accept service of process: To keep the office open during prescribed hours; to post my name in some conspicuous place in the office as required by law.

Clara Bennett Miller
Clara Bennett Miller
Registered Agent

STATE OF FLORIDA
COUNTY OF POLK

BEFORE ME, the undersigned authority, duly authorized to take oaths and acknowledgements, personally appeared CLARA BENNETT MILLER, who is known to be the person described in and who subscribed to the above and foregoing instrument; and who freely and voluntarily acknowledged before me according to law that she made and subscribed to the same for the uses and purposes therein mentioned and set forth herein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Winter Haven, FL in said County and State this 30th day of April, 2001.



Heather M. Smith
Notary Public - State of Florida
My Commission Number
My Commission Expires