

RODGER J. FRIEDLINE
Attorney at Law
1756 University Blvd. South
Jacksonville, FL 32216

904-727-7850
No 10000003771
MAY 21, 2001

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32301

Re: CANYON GOSPEL MINISTRIES, INC.
A Proposed Corporation

600004302206--4
-05/23/01--01055--017
*****70.00 *****70.00

Dear Sir:

Enclosed herewith you will find an original of the proposed Articles of Incorporation for the above-referenced Corporation, which includes as Article VI thereof the required appointment of Registered Agent. My acceptance of the Corporation's Registered Agent Appointment is found on the signature page of the Articles. (A copy of the Articles is enclosed and I would request that you stamp and return same after filing.)

You will also find enclosed herewith a check in the amount of \$70.00 made payable to the Department of State to cover incorporation expenses.

Thanking you for your assistance and attention to this matter and with best regards, I am

Sincerely,

LAW OFFICE OF RODGER J. FRIEDLINE


RODGER J. FRIEDLINE

RJF/og
Enclosures as stated

FILED
01 MAY 23 PM 4:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
FOR
CANYON GOSPEL MINISTRIES, INC
A FLORIDA NON-PROFIT CORPORATION**

FILED
01 MAY 23 PM 4:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE

The name of the Corporation is **CANYON GOSPEL MINISTRIES, INC.,**

ARTICLE TWO

This is a non-profit corporation organized solely for general charitable purposes pursuant to the Florida Corporations Not for Profit law set forth in Part I of Chapter 617 of the Florida Statutes.

ARTICLE THREE

(a) The specific and primary purposes for which this corporation is formed are to operate for the advancement of religion and for other charitable purposes by the distribution of its funds for such purposes, and particularly for promoting the Gospel.

(b) The general purpose for which this corporation is formed are to interpret and expound the Holy Bible; to maintain it as the foundation of all spiritual truth; to establish a church; to ordain ministers of the Gospel, authorized by it to teach and minister unto its members, celebrating marriages and burial of the dead, and to exercise such authority over its membership through suitable regulations and by-laws as may be appropriate for the establishment and maintenance of a sect of the Christian faith and for such religious purposes as will qualify it as an exempt organization under

§501(c) (3) of the Internal Revenue Code of 1985, as amended, or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code, as may be amended from time to time.

(c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE FOUR

This corporation shall have a perpetual existence.

ARTICLE FIVE

The Corporation shall have a membership distinct from the board of trustees. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be set forth in the by-laws.

ARTICLE SIX

The names and residence addresses of the subscribers of this corporation are as follows:

NAME

ADDRESS

B. PAUL STOUT 9268 CUMBERLAND STATION DRIVE, JACKSONVILLE, FL 32257
STELLA B. STOUT 9268 CUMBERLAND STATION DRIVE, JACKSONVILLE, FL 32257
RICHARD LANGSTON 9834 BRIGHTWOOD ROAD, JACKSONVILLE, FL 32257

ARTICLE SEVEN

(a) The County in the State of Florida where the principal office for the transaction of the business of this corporation is to be located in the county of Duval.

(b) The address of the corporation and its registered agent at such address are as follows:

RODGER J. FRIEDLINE, 1756 UNIVERSITY BLVD. S., JACKSONVILLE, FL 32216

ARTICLE EIGHT

(a) Board of Trustees. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of trustees. The number of trustees of the corporation shall be five (5); provided, however, that such number may be changed by a by-law duly adopted by the members.

The trustees named herein as the first board of trustees shall hold office until the first meeting of members, to be held on June 1, 2001, at which time an election of trustees shall be held.

Trustees elected at the first annual meeting, and at all times thereafter, shall serve for a term of two (2) years until the tenth annual meeting of members following the election of trustees and until the qualification of the successors in office. Annual meetings shall be held at 12:01 p.m. on the first Monday in November of each year at

the principal office of the corporation, or at such other place or places as the board of trustees may designate for time to time by resolution.

Any action required or permitted to be taken by the board of trustees under any provision of law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the trustees. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the board of trustees without a meeting and that the articles of incorporation and by-laws of this corporation authorize the trustees to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such first members of the board of trustees are as follows:

<u>NAME</u>	<u>ADDRESS</u>
B. PAUL STOUT -	9268 CUMBERLAND STATION DR., JACKSONVILLE, FL 32257
RICHARD LANGSTON -	9834 BRIGHTWOOD RD., JACKSONVILLE, FL 32257
SHERYL GATES -	1523 KINGSWOOD ROAD, JACKSONVILLE, FL 32207
ALEXANDER NICHOLAS III -	219 SHADY OAKS CIRCLE, LAKE MARY, FL 32746
JULIE KRONQUIST -	916 OLD GROVE MANOR, JACKSONVILLE, FL 32207

(b) Corporate Officers. The board of trustees shall elect the following officers: President/Overseer, Vice President, Secretary

and Treasurer, and such other officers as the by-laws of this corporation may authorize the trustees to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the board of trustees. Until such election is held, the following persons shall serve as corporate officers:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
B. PAUL STOUT	9268 CUMBERLAND STATION DRIVE JACKSONVILLE, FL 32257	PRESIDENT/OVERSEER
STELLA B. STOUT	9268 CUMBERLAND STATION DRIVE JACKSONVILLE, FL 32257	SECRETARY
RICHARD LANGSTON	9834 BRIGHTWOOD ROAD JACKSONVILLE, FL 32257	TREASURER
VACANT		VICE-PRESIDENT

ARTICLE NINE

Subject to the limitations contained in the by-laws, and any limitations set forth in the Corporations Not for Profit law of Florida concerning corporate action that must be authorized or approved by the members of the corporation, by-laws of this corporation may be made, altered, rescinded, added to, or new by-laws may be adopted, either by a resolution of the board of trustees or by following the procedure set forth therefor in the by-laws.

ARTICLE TEN

The property of this corporation is irrevocably dedicated to religious purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

ARTICLE ELEVEN

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a non-profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under § 501(c)(3) of the Internal Revenue Code of 1985, as amended, or corresponding provisions of any subsequent federal tax laws.

ARTICLE TWELVE

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of the trustees and presented to a quorum of members for their vote. Amendments may be adopted by the vote of two-thirds of a quorum of members of the corporation.

The undersigned, being the incorporators of this corporation, and the persons herein named as the subscribers of this corporation, for the purpose of forming this non-profit charitable corporation under the laws of Florida, have executed these articles of incorporation on the 16th day of May, 2001.

WITNESSES:

Allen Chambers
W.D. West
Allen Chambers
W.D. West
Allen Chambers
W.D. West

ALLEN CHAMBERS
W.D. WEST

INCORPORATORS:

B. Paul Stout
B. PAUL STOUT
Stella B. Stout
STELLA B. STOUT
Richard W. Langston
RICHARD LANGSTON

FILED
01 MAY 23 PM 4:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF RESIDENT AGENT

I, RODGER J. FRIEDLINE, having been named to accept the service of process for CANYON GOSPEL MINISTRIES, INC., certify that I am a permanent resident of Duval County, Florida, and do hereby accept to act in this capacity, and agree to comply with the laws of Florida relative to keeping said office open.

DATED at Jacksonville, Duval County, Florida, this 21st day of May, A. D., 2001.



RODGER J. FRIEDLINE

STATE OF FLORIDA

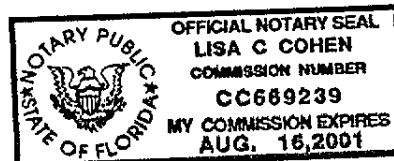
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, appeared RODGER J. FRIEDLINE, personally known to me to be the person described as Resident Agent in and who executed the foregoing Articles of Incorporation, and after having taken an oath, acknowledged before me that he executed same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Jacksonville, Duval County, Florida, this 21 day of May, A. D., 2001.



Notary Public, State of Florida at Large.
My Commission Expires:

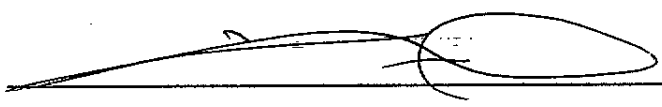


STATE OF FLORIDA

COUNTY OF DUVAL

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, appeared B. PAUL STOUT, STELLA B. STOUT AND RICHARD LANGSTON, personally known to me to be the persons described as the Subscribers in and who executed the foregoing Articles of Incorporation, and after having taken an oath, acknowledged before me that they executed same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Jacksonville, Duval County, Florida, this 16th day of May, A. D., 2001.


Notary Public, State of Florida at Large.
My Commission Expires:



Rodger J. Friedline
Commission # OC 819044
Expires May 9, 2003
Bonded Thru
Atlantic Bonding Co., Inc.