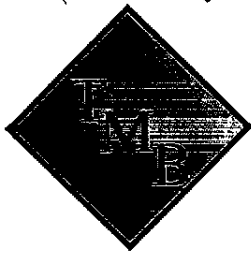


NO1000003963

TERENCE M. BROWN, P.A.

*Attorneys at Law*



486 N. Temple Avenue  
P.O. Box 40  
Starke, Florida 32091

Telephone: (904) 964-8272  
Facsimile: (904) 964-3796  
E-mail: tmbrown@atlantic.net

Terence M. Brown  
Julie M. Cirigliano

May 8, 2001

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

FILED  
01 JUN - 1 PM 12:53  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

RE: Excel Children's Ministry, Inc.

Dear Sir/Madam:

Enclosed please find the original and one-copy of the Articles of Incorporation for the above-named proposed Florida corporation. I have enclosed my firm's check in the amount of \$122.50 as payment for the following:

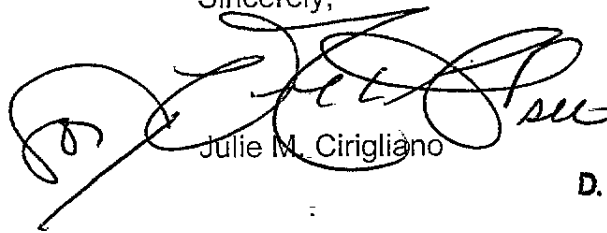
Filing Fee: \$ 35.00  
Certified Copy Fee: \$ 35.00  
Registered Agent Fee: \$ 52.50  
\$122.50

300004325003--1  
-05/29/01--01048--007  
\*\*\*\*122.50 \*\*\*\*\*78.75

Please file the Articles of Incorporation and return a copy to my office.

Thank you for your assistance in this matter.

Sincerely,

  
Julie M. Cirigliano

qv

JMC/rfg  
Encl.

D. WHITE JUN - 7 2001

Julie GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT: DO BOX #3  
DATE 6/7/01  
DOC. EXAM Dale White

**ARTICLES OF INCORPORATION**

**OF**

**EXCEL CHILDREN'S MINISTRY, INC.**

**A NOT FOR PROFIT FLORIDA CORPORATION**

**FILED**

01 JUN -1 PM 12: 53

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned incorporator to these Articles of Incorporation, hereby forms a corporation under the laws of the State of Florida as follows:

**ARTICLE I**  
**NAME OF CORPORATION**

The name of this corporation is EXCEL CHILDREN'S MINISTRY, INC.

The purposes for which the corporation is organized are as follows:

(a) To create a safe and loving, Christian environment in which to educate our community's children, as well as to minister to the needs of each singular child;

(b) To receive, maintain, and accept as assets of the corporation, any property, whether real, personal, or mixed, by way of gift, bequest, devise, or purchase from any person, firm, trust, or corporation, to be held, administered, and disposed of exclusively for charitable, religious, educational, and scientific purposes within the meaning of Section 501( c)(3) of the Internal Revenue Code, as amended, and in accordance with and pursuant to the provisions of these Articles of Incorporation; but no gift, bequest, devise or purchase of any such property shall be received or made and accepted if it is conditioned or limited in such manner as shall require the disposition of income or principal to any organization other than a "charitable organization" or for any purposes other than

“charitable purposes” which would jeopardize the status of the corporation as an entity exempt from federal income tax pursuant to the relevant provisions of the Internal Revenue Code, as amended, and,

( c) To exclusively promote and carry on any other religious, charitable, or educational purposes and activities for which corporations may be organized and operated under the relevant provisions of the Internal Revenue Code, as amended, under the Florida Corporation Not for Profit Act.

## **ARTICLE II**

### **TERM OF EXISTENCE**

The date when corporate existence shall commence shall be the date of filing of these Articles of Incorporation by the office of the Secretary of State of the State of Florida and the corporation shall have perpetual existence thereafter.

## **ARTICLE III**

### **NOT FOR PROFIT NATURE**

This corporation is organized as a non profit corporation under Section 617.01 et seq. Florida Corporations Not for Profit Act and as a tax exempt organization under Section 501 (c)(3) of the Internal Revenue Code, as amended.

Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501 ( c) (3) of the Internal Revenue Code or other corresponding provision of any further United States Internal Revenue Law.

In the event of dissolution, the assets of the corporation will be disposed of as provided in the bylaws.

**ARTICLE IV**  
**INITIAL REGISTERED OFFICE AND AGENT/PRINCIPLE OFFICE**

The principal office of the corporation shall be located at #440 15<sup>th</sup> Avenue North West, Jasper, Florida 32052. The registered agent/incorporator of the corporation shall be Julie M. Cirigliano, 486 N. Temple Avenue, Starke, FL 32091. The corporation shall maintain at its principal office a copy of the corporate records.

The registered office of the corporation required by law to be maintained in the State of Florida may, but need not, be identical with the principal office. The corporation shall maintain a registered agent whose office is identical with the registered office. The corporation may change its registered office or registered agent from time to time in the manner required by law.

The corporation may have offices at such other places within the State of Florida as the Board of Directors from time to time may determine, or as the affairs of the corporation may require.

**ARTICLE V**  
**BOARD OF DIRECTORS**

The corporation shall have six directors initially. The number of directors may be increased or decreased from time to time by bylaws of the corporation, provided that the corporation shall always have at least three directors. The name and street address of the initial directors of this corporation, who shall serve until their successors are duly elected or appointed pursuant to the corporations bylaws and qualified are:

<u>Name</u>	<u>Address</u>
Dennis B. Smith	#6395 S.W. 92 <sup>nd</sup> Drive Jasper, Florida 32052
Patricia L. Smith	#6395 S.W. 92 <sup>nd</sup> Drive Jasper, Florida 32052
Lester Wilson	#7773 N.W. 25 <sup>th</sup> Lane Jasper, Florida 32052
Phyllis Wilson	#7773 N.W. 25 <sup>th</sup> Lane Jasper, Florida 32052
Alan B. Ross	Post Office Box 52 Jasper, Florida 32052
Joyce M. Ross	Post Office Box 52 Jasper, Florida 32052

The Board of Directors shall not permit compensation of directors of their services as such.

#### **ARTICLE VI** **BYLAWS**

The power to adopt, alter, amend or repeal the bylaws of this Corporation shall be vested in the Board of Directors.

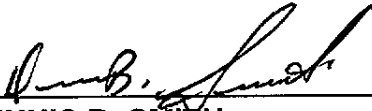
#### **ARTICLE VII** **MEMBERS**

There shall be no members of this Corporation.

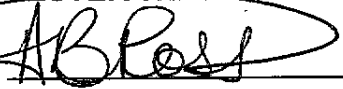
#### **ARTICLE VIII** **AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law.

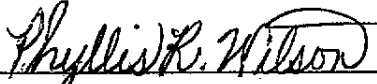
IN WITNESS WHEREOF, I have hereunto set my hand and seal,  
acknowledged and filed the foregoing Articles of Incorporation under the laws of  
the State of Florida, this 30 day of April, 2001.

  
DENNIS B. SMITH

  
LESTER WILSON

  
ALAN B. ROSS

  
PATRICIA L. SMITH

  
PHYLLIS WILSON

  
JOYCE M. ROSS

STATE OF FLORIDA  
COUNTY OF

BEFORE ME an officer duly authorized to administer oaths and take  
acknowledgments, personally appeared Dennis Smith to me well known or who  
has produced \_\_\_\_\_ to me as identification, to be the person  
described herein and who executed the foregoing instrument and he  
acknowledged before me that he executed the same freely and voluntarily for the  
purposes therein expressed.

SWORN AND SUBSCRIBED before me this 30 day of \_\_\_\_\_  
April 2001.



Dorsey C. Stubbs  
MY COMMISSION # CC997459 EXPIRES  
January 29, 2005  
BONDED THRU TROY FAIN INSURANCE, INC.

  
Notary Public  
State of Florida at Large  
My Commission Expires

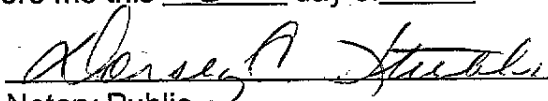
STATE OF FLORIDA  
COUNTY OF

BEFORE ME an officer duly authorized to administer oaths and take  
acknowledgments, personally appeared Patricia Smith to me well known or who  
has produced \_\_\_\_\_ to me as identification, to be the person  
described herein and who executed the foregoing instrument and she  
acknowledged before me that she executed the same freely and voluntarily for  
the purposes therein expressed.

SWORN AND SUBSCRIBED before me this 30 day of \_\_\_\_\_  
April 2001.



Dorsey C. Stubbs  
MY COMMISSION # CC997459 EXPIRES  
January 29, 2005  
BONDED THRU TROY FAIN INSURANCE, INC.

  
Notary Public  
State of Florida at Large  
My Commission Expires

**STATE OF FLORIDA  
COUNTY OF**

**BEFORE ME** an officer duly authorized to administer oaths and take acknowledgments, personally appeared Lester Wilson to me well known or who has produced \_\_\_\_\_ to me as identification, to be the person described herein and who executed the foregoing instrument and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

April 2001. **SWORN AND SUBSCRIBED** before me this 30 day of \_\_\_\_\_



Dorsey C. Stubbs  
MY COMMISSION # CC997459 EXPIRES  
January 29, 2005  
BONDED THRU TROY FAIN INSURANCE, INC.

Dorsey C. Stubbs  
Notary Public  
State of Florida at Large  
My Commission Expires

**STATE OF FLORIDA  
COUNTY OF**

**BEFORE ME** an officer duly authorized to administer oaths and take acknowledgments, personally appeared Phyllis Wilson to me well known or who has produced \_\_\_\_\_ to me as identification, to be the person described herein and who executed the foregoing instrument and she acknowledged before me that she executed the same freely and voluntarily for the purposes therein expressed.

April 2001. **SWORN AND SUBSCRIBED** before me this 30 day of \_\_\_\_\_



Dorsey C. Stubbs  
MY COMMISSION # CC997459 EXPIRES  
January 29, 2005  
BONDED THRU TROY FAIN INSURANCE, INC.

Dorsey C. Stubbs  
Notary Public  
State of Florida at Large  
My Commission Expires

STATE OF FLORIDA  
COUNTY OF

**BEFORE ME** an officer duly authorized to administer oaths and take acknowledgments, personally appeared Alan B. Ross to me well known or who has produced \_\_\_\_\_ to me as identification, to be the person described herein and who executed the foregoing instrument and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

*April* **SWORN AND SUBSCRIBED** before me this 30 day of \_\_\_\_\_  
2001.



Dorsey C. Stubbs  
MY COMMISSION # CC997459 EXPIRES  
January 29, 2005  
BONDED THRU TROY FAIN INSURANCE, INC.

*Dorsey C. Stubbs*  
\_\_\_\_\_  
Notary Public  
State of Florida at Large  
My Commission Expires

STATE OF FLORIDA  
COUNTY OF

**BEFORE ME** an officer duly authorized to administer oaths and take acknowledgments, personally appeared Joyce Ross to me well known or who has produced \_\_\_\_\_ to me as identification, to be the person described herein and who executed the foregoing instrument and she acknowledged before me that she executed the same freely and voluntarily for the purposes therein expressed.

*April* **SWORN AND SUBSCRIBED** before me this 30 day of \_\_\_\_\_  
2001.



Dorsey C. Stubbs  
MY COMMISSION # CC997459 EXPIRES  
January 29, 2005  
BONDED THRU TROY FAIN INSURANCE, INC.

*Dorsey C. Stubbs*  
\_\_\_\_\_  
Notary Public  
State of Florida at Large  
My Commission Expires

**ACCEPTANCE BY REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for the above-stated corporation, at the place designated herein, 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.

DATED 5-8-01

  
JULIE M. CIRIGLIANO  
REGISTERED AGENT/INCORPORATOR

FILED  
01 JUN -1 PM 12:53  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA