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June 11, 2001

NO10000004160

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

FILED
01 JUN 14 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: MISSION CHURCH MINISTRIES, INC.

Dear Sir or Madam:


Enclosed please find an original and one (1) copy of Articles of Incorporation for the above-named corporation. Please file and return a certified copy thereof to this office.

Also enclosed is our check in the amount of \$78.75 to cover the following costs:

Articles Filing Fee	\$	70.00
Certified Copy		8.75

Thank you for your assistance in this matter. Should you require any additional documents or fees, please advise this office.

Sincerely,
VERONA LAW GROUP, P.A.


Jay B. Verona
JBV:sb
Enclosures
cc: Kim Percival

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G. BULLOCK JUN 14 2001

(19)

ARTICLES OF INCORPORATION

The undersigned, acting as Incorporator of a corporation under the Florida Not For Profit Corporation Act, hereby adopts the following Articles of Incorporation for such corporation.

01 JUL 14 PM 2:30
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. **NAME:** The name of this Corporation is **MISSION CHURCH MINISTRIES, INC.**
2. **INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS:** The initial principal office and mailing address of this Corporation shall be:

8929 Cairo Lane
Port Richey, FL 34668

3. **DURATION:** The period of this Corporation's duration shall be perpetual.
4. **PURPOSES AND GENERAL POWERS:**

This Corporation is organized exclusively for charitable and religious purposes, including, for such purposes, the making of distributions to organizations under Section 501(c)(3) of the Internal Revenue Code, as amended (or the corresponding provisions of any future United States tax code). The primary purpose for which this Corporation is formed is to lead men, women and children to a saving knowledge of Jesus Christ. This Corporation shall participate in no activity which shall not be directly in furtherance of said specific purpose.

This Corporation shall have all of the powers enumerated in the Florida Not For Profit Corporation Act, as amended, and all such other powers as are permitted by applicable law, including the providing of medical services on a not for profit basis to the members of, attendees of, and those affiliated with the Church, as well as to individuals in the surrounding communities; provided, however, that the Corporation shall not carry on any activities not permitted to be carried on by (i) a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 [26 U.S.C. Sec. 501(c)(3)], as amended, or of corresponding provisions of any future United States Internal Revenue Code, (ii) a corporation, contributions to which are deductible under Sec. 170(c)(2) of the Internal Revenue Code of 1986 [26 U.S.C. Sec. 170(c)(2)], as amended, or of corresponding provisions of any future United States Internal Revenue Code.

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, nor intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office.

5. **DIRECTORS:** This Corporation shall have no less than three (3) directors, or such other minimum number as may be otherwise required by law. The specific number of directors, as well as the method by which the directors are to be elected, appointed and removed shall be stated in the Corporation's Bylaws.

6. **INITIAL BOARD OF DIRECTORS:** The names and street addresses of the initial Directors of this Corporation are:

KIM PERCIVAL

**8929 Cairo Lane
Port Richey, FL 34668**

ANTHONY DEMATOS

**8806 Huntsman Lane
Port Richey, FL 34668**

JOE GOTHIER

**7915 Leota Lane
New Port Richey, FL 34653**

7. **INITIAL REGISTERED OFFICE AND AGENT:** The street address of this Corporation's initial registered office, and the name of its initial registered agent at that office shall be:

VERONA LAW GROUP, P.A.
7235 First Ave. So.
St. Petersburg, FL 33707

8. **INCORPORATOR:** The name and street address of the initial Incorporator signing these Articles of Incorporation is:

KIM PERCIVAL
8929 Cairo Lane
Port Richey, FL 34668

9. **BYLAWS:** Except as otherwise provided by law, the power to adopt, alter, amend or repeal the ByLaws of this Corporation shall be vested in the Directors.

10. **INDEMNIFICATION:** The Corporation shall indemnify any officer, director, employees and agents (present or former), from and against all liabilities and obligations, including attorneys' fees, incurred in connection with any actions taken or failed to be taken by said officers, directors, employees and agents, in their capacity as such, to the full extent permitted by law.

11. **AMENDMENT OF ARTICLES:** The members of the Church, attending a duly called business meeting, may amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto.

12. **EARNINGS; DISSOLUTION ACTIVITIES:**

All net earnings of the Corporation shall inure to the benefit of, and be distributed in accordance with the purposes of the Corporation as set forth in Section 4 of these Articles. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to non-exempt members, or to trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Section 4 hereof. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 [26 U.S.C. Sec. 501(c)(3)], as amended, or of corresponding provisions of any future United States Internal Revenue Code, (ii) by a corporation, contributions to which are deductible under Sec. 170(c)(2) of the Internal Revenue Code of 1986 [26 U.S.C. Sec. 170(c)(2)], as amended, or of corresponding provisions of any future United States Internal Revenue Code.

Upon dissolution of the Corporation, the Board of Directors, shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of this Corporation to churches or other organizations whose purposes are consistent with those set forth in Section 4 of these Articles, and which at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 [26 U.S.C. Sec. 501(c)(3)], as amended, or of corresponding provisions of any future United States Internal Revenue Law, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively of such purposes.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 8 day of JUNE, 2001.


KIM PERCIVAL
Incorporator

STATE OF FLORIDA
COUNTY OF _____

The foregoing Articles of Incorporation were sworn to and subscribed before me this _____ day of _____, 2001 by **KIM PERCIVAL**, who is personally known to me or has produced _____ (type of identification) as identification, and who did take an oath.

Notary Public - signature

Notary's name - type or print

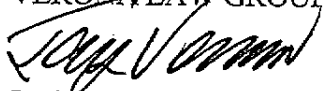
Commission/Serial Number

My Commission Expires:

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

HAVING BEEN NAMED as Registered Agent for **MISSION CHURCH MINISTRIES, INC.** at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation of Registered Agent. The undersigned hereby further states that it is familiar with, and accepts, the obligations of that position.

Executed this _____ day of _____, 2001.

VERONA LAW GROUP, P.A.
By: 
Jay B. Verona
As: President

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this _____ day of _____, 2001 by Jay B. Verona, as President of **VERONA LAW GROUP, P.A.**, a Florida corporation, on behalf of the corporation. He is

personally known to me or has produced _____ (type of identification) as identification, and did _____
(did not) take an oath.

Notary Public - signature

Notary's name - type or print

Commission/Serial Number

My Commission Expires: