

No 1000004170

TRANSMITTAL LETTER

FILED

01 JUN 13 PM 3:46

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

300004336273--7
-05/31/01--01070--012
****78.75 ****78.75

SUBJECT: ARMS OF ACTION MINISTRIES, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

78.75
Filing Fee
& Certified Copy

78.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Haren Brand
Name (Printed or typed)

3126 Jenks Ave
Address

Panama City, FL. 32405
City, State & Zip

850-785-5051
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

789,2551,2557,611,2550
201-12944

D. BROWN JUN 14 2001 ✓



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 7, 2001

KAREN BRAND
3126 JENKS AVENUE
PANAMA CITY, FL 32405

SUBJECT: ARMS OF ACTZION MINISTRIES, INC.
Ref. Number: W01000012944

We have received your document for ARMS OF ACTZION MINISTRIES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6972.

Doris Brown
Document Specialist
New Filings Section

Letter Number: 701A00034889

ARTICLES OF INCORPORATION
OF
ARMS OF ACTZION MINISTRIES

UNITED STATES OF AMERICA
STATE OF FLORIDA
COUNTY OF BAY

FILED
01 JUN 13 PM 3:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Know all men by these present,

That we, Karen W. Brand, Anthony DeRamus, and Harvey C. Brand, all of whom are citizens of the State of Florida, and residents of Bay County, are each more than twenty-one years of age, under and by virtue of the law of this state do hereby voluntarily associate ourselves for the purpose of forming a Not-For-Profit (Religious) Corporation pursuant to the Florida Not-For-Profit Corporation Act upon the following terms and conditions.

ARTICLE I

The name of the Not-For-Profit organization shall be Arms of ActZion Ministries, Incorporated. The period of its duration shall be perpetual.

ARTICLE II

The principle of business and the mailing address shall be 3126 Jenks Avenue, Panama City, Florida, and is located in Bay County, Florida.

ARTICLE III

The purpose of the Corporation is to propagate the gospel of Jesus Christ through every available means, both at home and abroad.

The purpose shall further be to promote and establish the Christian religion, and a church, by engaging in bible teaching, evangelistic, and all ministry work.

In general, to carry on affairs in connection with its purpose; to execute all rights and privileges, incident to, or reasonably necessary or convenient to accomplishing its purpose and to exercise the powers granted to the Corporation by the Florida Not-For-Profit Corporation Act.

The purpose shall further be to encourage, establish, maintain, and conduct independent, local, sovereign, indigenous, autonomous fellowships of believers [1st Peter 5: 1-4] [Act 20:28] at home and abroad; to conduct missionary activities; to establish, maintain, and conduct schools for religious instruction and education; to publish and distribute religious literature; to engage in other related activities, and ministries for the teaching and preaching of the Gospel of our Lord Jesus Christ, which is commanded in the Great Commission [Matthew 28: 19] [Mark 16: 15-18] by means of radio, television, publications, and by any, and all means whatsoever.

To be mutually helpful in all matters spiritual, material, or legal to all, especially to those of like precious faith. To provide charitable care for all those in need.

To own, hold, develop, maintain, operate, lease, encumber, sale, exchange, convey, or to otherwise acquire by will, deed, deeds, tithes, offerings, and by other means, and to dispose of, or manage, or deal with property of every kind and nature, both real

and personal, situated at home, and in the United States of America and abroad; to such extent as maybe necessary or convenient in the furtherance of the purpose and objects of this Corporation. To establish, maintain, and conduct radio, and or television and or other communication systems and other media for dissemination of knowledge and for such other purposes as may benefit the Corporation.

This Corporation shall be empowered to ordain and license ministers, pastors, evangelists, missionaries, and other Christian workers. This Corporation is organized for religious, educational, and charitable purposes including the making of distributions to other like purposed organizations, ministries, and ministers.

Furthermore, for the making of distributions to organizations that qualifies as exempt organization under 501[c][3] of the Internal Revenue Law. No part of the net earnings of this Corporation shall inure to the benefit, or be distributable to its 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 to distributions in furtherance of the purposes set forth here in-above. 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 or intervene in [including the publishing or distribution of statements] any political campaign or on behalf of any candidate for public office. Not withstanding other provisions of these articles, the Corporation shall not carry on any other activities not permitted to be carried on by a Corporation exempt from Income Tax, under Section 501, [c][3], of the Internal Revenue Code of 1954, or the corresponding provision of any future United States Revenue Law, or by a Corporation, contribution, to which are deductible under Section 170[c][2], of the Internal Revenue Code of 1954, or the corresponding provision, of any future Internal Revenue Law. Upon the dissolution of the Corporation, the Board of Officers, shall, after paying or making provision for the payment of all liabilities of the Corporation, dispose of all assets of the Corporation, exclusively for the purpose of the Corporation in such manner or to such organizations organized and operated exclusively for charitable, educational, scientific, or religious purposes, as shall, at that time qualify as an exempt organization, or organizations under Section 501[c][3], of the Internal Revenue Code of 1954 [or the corresponding provision of any future United States Internal Revenue Law], as the officers shall determine. Any such assets not so disposed of, shall be disposed of by the District Court of the County in which the principal office of the Corporation is then located; exclusive for such purposes to such organizations which are organized and operated exclusively for such purposes listed herein-above.

There shall be no personal liability of any member of the Corporation, for any obligation incurred by said Corporation.

The Corporation shall have no capital stock in that its purpose is Not-For-Profit, and never to be conducted for financial gain or profit.

ARTICLE IV

The Corporation shall have a minimum of three officers, which shall be President, vice-president, and Secretary-Treasurer. Other officers shall be appointed by unanimous agreement of Corporation Officers as deemed necessary to fulfill the purpose of the organization.

There shall be appointed a minimum three person Board of Directors. The Officers of the Corporation shall also appoint a Chairman of the Board of Directors.

The purpose for the establishment of the Board of Directors is to conduct business affairs and other ministry work as may benefit the Corporation. The Board of Directors authority and powers are granted by and subject to the approval of the Officers of the Corporation. All business matters and affairs acted upon by the Board of Directors are subject to the unanimous approval of the Officers of the Corporation. No action of business by the Board of Directors can be executed without the prior unanimous agreement of the Officers of the Corporation.

The offices of President, Vice-President, and Secretary-Treasurer shall be appointed yearly at annually scheduled meeting for the appointment and installation of officers.

The annual meeting for the appointment and installation of officers shall be announced with a minimum of two weeks notice prior to the meeting. The existing officers shall attend the annual meeting for the appointment and installation of officers. [President, Vice-President, and Secretary-Treasurer] The appointment of the officers of President, Vice-President, and Secretary-Treasurer shall require the unanimous agreement of the existing officers. [President, Vice-President, and Secretary-Treasurer] Appointments of officers shall be solely for the intent of fulfilling the purposes of the organization.

In the case of vacancy of the office of President, the successor shall be appointed by the remaining officers, which are the Vice-President and the Secretary-Treasurer. In the case of vacancy of the office of Vice-President, the successor shall be appointed by the remaining officers, which are the President, and the Secretary-Treasurer. In the case of vacancy of the office of Secretary-Treasurer, the successor shall be appointed by the remaining officers, which are the President and the Vice-President. All other offices\officers shall be appointed by unanimous agreement of the officers of President, Vice-President, and the Secretary-Treasurer.

The officers of President, Vice-President, and Secretary-Treasurer shall meet annually and, at other times, deemed necessary to fulfill the purposes of the Corporation.

The offices of President, Vice-President, and Secretary-Treasurer can serve consecutive, yearly terms of office.

ARTICLE V

The initial officers shall be President, Vice-President, and Secretary-Treasurer. The names and addresses of the persons who are to serve as the initial officers of the said

Corporation, to wit:

President:

Karen W. Brand
3126 Jenks Avenue
Panama City, Florida 32405

Vice-President:

Anthony DeRamus
2910 Harrison Avenue
Apartment J
Panama City, Florida 32405

Secretary Treasurer:

Harvey C. Brand
3126 Jenks Avenue
Panama City, Florida 32405

The Administration of this Corporation shall be vested in its duly appointed officers in the manner set forth by apostolic authority of the Holy Scriptures and it is amenable to no other ecclesiastical body. This Corporation through its officers may adopt bylaws of these articles, and may alter, amend, or repeal them in the manner set forth, which requires the unanimous agreement by the President, Vice-President, and the Secretary-Treasurer.

The initial Board of Directors and Chairmen of the Board of Directors shall be appointed within one year at a special meeting of the Corporation Officers.

ARTICLE VI

This Corporation does hereby appoint Karen W. Brand, of 3126 Jenks Avenue, Panama City, Bay County, Florida as its lawful agent in, and for the State of Florida, for and behalf of this Not-For-Profit Corporation, upon whom may be served all necessary process or processes in any action suit or proceedings that may be had or brought against the Corporation in any of the courts of the State of Florida, and or the United States of America.

ARTICLE VII

This Corporation does hereby appoint Karen W. Brand, 3126 Jenks Avenue, Panama

City, Bay County, Florida as its incorporator for, and in behalf of this Not-For-Profit Corporation upon whom may be served all necessary processes, and any actions, suits, or proceedings that may be had or brought against the Corporation in any of the courts of the State of Florida or the United States of America.

In witness, whereof, we have hereunto set our hands, this 29 day of May, AD, 2001.

Karen W. Brand
Karen W. Brand, President

Anthony DeRamus
Anthony DeRamus, Vice- President

Harvey C. Brand
Harvey C. Brand, Secretary- Treasurer

Subscribed and sworn to by Karen W. Brand, Anthony DeRamus, and Harvey C. Brand, before me on this 29 day of May, AD, 2001, to certify with witness my hand and Seal of Office.

Augusta A. Williams
NOTARY PUBLIC IN AND FOR THE STATE OF FLORIDA,
BAY COUNTY, FLORIDA



AUGUSTA A. WILLIAMS
COMMISSION # CC 567705
EXPIRES JUL 12, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

AUGUSTA-ALLEGRO WILLIAMS
Notary Public, State of Florida
My comm. exp. Dec. 7, 2004
Comm. No. CC 986624

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED
01 JUN 13 PM 3:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the Corporation is:

Arms of Action

2. The name and address of the registered agent and office is:

Karen Brand

(Name)

3126 Jenks Ave

(P.O. Box NOT acceptable)

Panama City, Florida 32405

(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Karen Brand

Signature

6-13-01

Date