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Anderson & Associates, P.A.

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August 27, 2001

Mrs. Doris Brown, Document Specialist Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

RE:

Sincere

Filing Articles of Incorporation (Not for Profit):

Jonathan L. McKnight Ministries, Inc.

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Dear Mrs. Brown:

Enclosed, please find one original and one copy of the above referenced information, and the filing fee of \$78.75 (check number 2464). Please return the properly filed information to the following address:

Veronica Anderson Anderson and Associates, P.A. 1350 Orange Ave., Suite 230 Winter Park, FL 32789

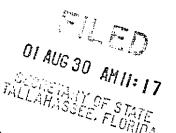
Thanks for your assistance in this matter.

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nica Anderson, Esquire

ARTICLES OF INCORPORATION

OF



Jonathan L. McKnight Ministries, Inc.

(A Not-for-Profit Corporation under Chapter 617, Florida Statutes)

The undersigned hereby states the Articles of Incorporation of the foregoing Not-for Profit Corporation, pursuant to Chapter 617, Florida Statutes.

ARTICLE I NAME

The name by which this Corporation shall be known is: Jonathan L. McKnight Ministries, Inc.

ARTICLE II TERM OF EXISTENCE

The term for which the Corporation shall exist shall be perpetual.

ARTICLE III PURPOSE AND POWERS

The specific purposes for which the Corporation is to be organized and incorporated are:

- 1. The specific purposes for which this corporation is to exist is to provide a better quality of life for the lives of young children, teenagers, adults and senior citizens in the form of outreach ministry and Christian education. As well, to cultivate the artistic gifts in the youth.
- 2. Specific objectives shall include, but are not limited to:
 - a) To provide senior citizens, single parents, and victims of circumstance with counseling, information, resources, spiritual guidance and economic empowerment.
 - b) To erase ignorance and build upon positive characteristics.
 - c) To provide after-school, tutorial programs for youth ages 6-13.
 - d) To incorporate computer learning activities into the pre-school curriculum.
- 3. Said Corporation is organized exclusively for scientific, charitable, literary and educational purposes, including for such purposes the making of distributions to organizations that qualify as exempt organizations under Section 501c3 of the Internal Revenue Code, or corresponding section of any future federal tax code.
- 4. Subject to the limitations as set forth in Article IV, in accomplishing the foregoing purposes, the Corporation will be authorized to exercise all powers of a not-for-profit corporation organized under Chapter 617, Florida Statutes.

ARTICLE IV LIMITATION OF CORPORATE POWERS

The corporate powers of this Corporation are as provided in Section 617.0302, Florida Statutes, unless limited as follows:

- (a) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its directors, officers, members (unless such member is exempt under Section 501c3 of the Internal Revenue Code of 1986) or other private persons except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the corporation by such persons.
 - (b) 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 directly or indirectly participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.
 - (c) Not withstanding any other provision of the Articles, the Corporation shall not carry on any activities not permitted to be carried on my (1) a corporation exempt form Federal income tax under Section 501c3 of the Internal Revenue Code of 1986 or corresponding provision of any future United States Internal Revenue Code or (2) a corporation contributions to which are deductible under Section 170c2 of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Revenue law).
 - 2. In the event of 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 assets of the Corporation exclusively for the purposes of the Corporation in such manner or to such organization or organizations organized and operated exclusively for charitable, education, religious or scientific purposes as shall, at the time, qualify as an exempt organization or organizations under Section 501c3 of the Internal Revenue Code of 1986, or corresponding provisions of any future United State Internal Revenue Code, as the Board may determine. Any such assets not so disposed of shall be disposed of solely by the Circuit Court of Orange County, Florida, exclusively for such purposes or to such organizations as said court shall determine which are organized and operated exclusively for such purposes.

<u>ARTICLE V</u>

PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and mailing address is Post Office Box 616686, Orlando, Florida 32861.

ARTICLE VI REGISTERED AGENT AND STREET ADDRESS

The registered agent is Jonathan L. McKnight, 7843 Canyon Lake Circle, Orlando, Florida 32835.

ARTICLE VII DIRECTORS

The number of Directors of the initial Board of Directors is three (3). The number of Directors may be changed from time to time fixed by or in the manner provided in the Bylaws, but in no case shall be less than three (3). The Board of Directors shall be elected by the members at the annual meeting of the corporation to be held on such date as provided in the Bylaws, and shall hold office until their successor are respectively elected. The name and addresses of the Directors are:

Jonathan L. McKnight, President P.O. Box 616686 Orlando, FL 32861

Tara McKnight, Vice-President P.O. Box 616686 Orlando, FL 32861

Jesse Williams, Jr., Secretary 7224 South 90th East Avenue, Apt. 1013 Tulsa, OK 74133

ARTICLE VIII INCORPORATOR

The name and address of the incorporator are as follows: Jonathan L. McKnight P.O. Box 616686 Orlando, FL 32861

ARTICLE IX MEMBERSHIP

The existence of members and their qualifications shall be optional, as provided in the Bylaws.

ARTICLE X

MANAGEMENT AND MANNER OF ELECTION OF DIRECTORS

- 1. The affairs of the Corporation are to be managed by a Board of Directors, which shall consist of not less than three (3) members. The exact number of directors shall be the number fixed from tine to time by a resolution of the Board of Directors.
- 2. Directors shall be elected in such a manner and shall have such qualifications as are specified by the Bylaws of the Corporation.
- 3. The Board of Directors of the Corporation shall elect such officers of the Corporation, as the Board of Directors shall for time to time deem advisable as provided in the Bylaws of the Corporation. The officers of the Corporations shall have such duties, hold office for such terms, and be elected by the Board of Directors in such manner as is provided for in the Bylaws of the Corporation.

ARTICLE XI BYLAWS

The Bylaws of the Corporation shall be adopted and may be altered amended, repealed or supplemented only by the Board of Directors at any meeting thereof in accordance with the provisions of the Bylaws relating to such amendment.

ARTICLE XII AMENDMENTS TO ARTICLES OF INCORPORATION

The Board of Directors may amend these Articles of Incorporation in accordance with the procedures provided by Chapter 617, Florida Statutes.

The undersigned has executed these Articles of Incorporation this 27th day of August,

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August 27, 2001

State of Florida County of Orange
I hereby certify that on this the 27 th day of August, 2001, a Notary Public duly authorized to take acknowledgments, personally or verification by identification appeared Jonathan L. McKnight, to me know to be the person described in and who executed the foregoing Articles of Incorporation of Jonathan L. McKnight Ministries, Inc. and he/she acknowledged before that he/she subscribed theses Articles of Incorporation as a free act and deed.
WITNESS my hand and official seal in the county and state aforesaid this the 27 th day of August, 2001. EDWARD C. WALLACE Notary Public, State of Florida My comm. expires March 27, 2005 No. DD 10890 Produced as identification
Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.