



NO10000006932

ACCOUNT NO. : 072100000032

REFERENCE : 710365 86467A

AUTHORIZATION : *Patricia Price*

COST LIMIT : \$ 78.75

ORDER DATE : October 1, 2001

ORDER TIME : 10:48 AM

800004618008--1..

ORDER NO. : 710365-005

CUSTOMER NO: 86467A

CUSTOMER: Dale L. Price, Esq.
Price Price Prouty & Whitaker,
Chartered
2400 Manatee Avenue West
Bradenton, FL 34205

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: SHEPHERD'S STAFF OF
BRADENTON, FLORIDA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

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TALLAHASSEE, FLORIDA

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TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
SHEPHERD'S STAFF OF BRADENTON, FLORIDA, INC.

The undersigned subscriber to these Articles of Incorporation hereby forms a corporation not for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is SHEPHERD'S STAFF OF BRADENTON, FLORIDA, INC. with its initial principal office at 5305 - 36th Avenue Circle West, Bradenton, Florida, 34209.

ARTICLE II - DURATION

The existence of this corporation shall begin when these Articles of Incorporation have been filed with the Department of State of the State of Florida, and shall exist perpetually.

ARTICLE III - GENERAL CHARITABLE PURPOSES

The general charitable purpose for which this corporation is organized and the general nature of charitable activities to be conducted by this corporation are:

1. To establish, maintain, and operate a Christian Ministry to ordained and/or licensed Ministers of the Gospel of Jesus Christ; to encourage, counsel, and assist said ministers, on a preventative and rehabilitative basis, to meet the challenges encountered in ministry to others.

2. To do and perform any other charitable acts or things, and to have and exercise any and all powers and privileges now or hereafter conferred by law upon a corporation not for profit in the State of Florida; and to conduct any and all lawful activities for which corporations not for profit may be incorporated under the Florida Not For Profit Corporation Act.

The purposes for which the Corporation is organized are exclusively educational, religious, charitable, scientific, and literary within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any United States Internal Revenue Law.

Notwithstanding any other provisions of these articles, this organization

shall not carry on any 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 of 1986 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE IV - MEMBERSHIP

The subscriber hereto or his designees, and the initial members of the board of directors and the officers of this corporation shall constitute the original membership of this corporation. Additional persons or entities who express a sincere interest in and who desire to further the purposes of this corporation may be admitted to membership upon approval of their application for membership by the Board of Directors of this corporation upon such terms and conditions as may be provided from time to time by the By-Laws of this corporation.

ARTICLE V - REGISTERED OFFICE AND AGENT

The street address of the initial principal office and the registered office of this corporation is 5305 - 36th Avenue Circle West, Bradenton, Florida, 34209. This corporation designates William E. Daws, Jr. at said registered office as the registered agent for this corporation to accept service of process within the State of Florida on behalf of this corporation. The Board of Directors may from time to time move the registered office of this corporation to any other address in the State of Florida and shall have the power to establish branch offices at such other places within the State of Florida as may be determined and deemed expedient by the Board of Directors from time to time. In and by the execution of these Articles of Incorporation, William E. Daws, Jr. hereby accepts the designation as registered agent for this corporation at the place hereinabove designated and agrees to comply with all of the provisions of the law relating to keeping the office of said corporation open for the purpose of service of process.

ARTICLE VI - DIRECTORS

This corporation shall have a Board of Directors initially consisting of three (3) directors. The number of directors may be increased or diminished from time to time by the By-Laws of this corporation, but in no event shall the number of directors be less than three (3). The manner in which the directors are elected shall

be set forth in said By-Laws. The names and street addresses of the initial members of the Board of Directors are:

1. William E. Daws, Jr.
5305 - 36th Avenue Circle West
Bradenton, Florida, 34209
2. Donald Brownewell
811 S. Bay
Ana Maria, Florida 34216
3. David Barton
8 Piney Road
Armuchee, Georgia 30105
4. Rick Cagle
11200 Howells ferry Road
Semmes, Alabama 36575

ARTICLE VII - OFFICERS

The corporation shall have the following officers: President, Secretary/Treasurer, and other officers designated by the Board of Directors as set forth in the By-Laws of the corporation.

The names and street addresses of the initial officers of this corporation to serve until the organization meeting of the Board of Directors of this corporation are:

William E. Daws, Jr. , President and Executive Director
5305 - 36th Avenue Circle West
Bradenton, Florida, 34209

Donald Brownewell, Secretary/Treasurer
811 S. Bay
Ana Maria, Florida 34216

ARTICLE VIII - SUBSCRIBERS

The name and address of the incorporator of the corporation is:

William E. Daws, Jr.
5305 - 36th Avenue Circle West
Bradenton, Florida, 34209

ARTICLE IX - BY-LAWS

The By-Laws of this corporation are to be made by the Board of Directors and adopted by a majority vote of the Board of Directors at the first meeting of said Board, and these By-Laws may be altered, amended or rescinded by majority vote of the Director present at any regular or special meeting of said Director.

ARTICLE X - RESTRICTIONS

This corporation shall not have or issue shares of stock. No dividends shall be paid. Except for compensation fixed according to law, no part of the income of this corporation shall be distributed to its members, directors or officers. No substantial part of the activity of this corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, and this corporation shall not participate in or intervene in any political campaign on behalf of any candidate for public office, including the publishing or distributing of statements.

Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the Federal, state, or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes.

ARTICLE XI - AMENDMENT

These Articles of Incorporation may be amended by the Board of Directors at a meeting of the Board of Directors by a majority vote of the Directors then in office.

IN WITNESS WHEREOF, the undersigned, being the incorporator of the corporation herein named, does certify that he is of full age and competent to contract and that the Directors named are of full age and citizens of the United States

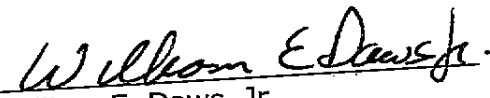
of America.

For the purpose of forming the proposed corporation above named to do business both within and without the State of Florida, and in pursuance of the general corporation law of Florida, I do make and file these Articles of Incorporation, hereby declaring and certifying that the matters above stated are true and, accordingly, have hereunto set my hand and seal this 20th day of September, A.D., 2001.

Witnesses as to all

Incorporator:


Sharon Lundy


William E. Daws, Jr.

STATE OF FLORIDA
COUNTY OF MANATEE

I HEREBY CERTIFY that on this 20th day of September, A.D., 2001, before me, a Notary Public, personally appeared William E. Daws, Jr. who is personally known to me, and known to me to be the person described in and who subscribed his name to the above and foregoing Articles of Incorporation, and he acknowledged that he executed the same for the uses and purposes therein stated.

IN TESTIMONY WHEREOF, witness my hand and official seal in the County and State aforesaid the day and year above written.

My Commission Expires:


Notary Public -



RESIDENT AGENT CERTIFICATE

In pursuance of Chapter 608, Florida Statutes, the following is submitted: William E. Daws, Jr., the original incorporator of the proposed corporation, SHEPHERD'S STAFF OF BRADENTON, FLORIDA, INC. shall have its principal office at 5305 - 36th Avenue Circle West, Bradenton, Florida, 34209, has named William E. Daws, Jr., to serve as Resident Agent for the said corporation, such designation becoming effective as of the date of the approval of the Articles of Incorporation filed herewith.

Having been designated to accept service of process for the above-referenced corporation, at the address indicated in this Certificate, I hereby accept such designation and agree to comply with the State laws relating to such office.

William E. Daws Jr.
William E. Daws, Jr.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA