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October 18, 2001

SECRETARY OF STATE
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RE: Count the Cost Ministries, Inc. (Non-profit)

Dear Sir:

Please file the enclosed Articles of Incorporation and Acceptance of Registered Agent, and return certified copies of each. A check for \$78.75 is enclosed to cover the necessary fees.

Thank you for your consideration in this matter.

Sincerely,

FBS

Fabian Bagdes

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FILED
01 OCT 22 AM 9:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures

Law
10/23/01

FILED

01 OCT 22 AM 9:34

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

COUNT THE COST MINISTRIES, INC.
(Not for Profit Florida Corporation)

ARTICLE ONE
NAME

The name of the corporation is COUNT THE COST MINISTRIES, INC.

ARTICLE TWO
PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office of the corporation is: 5454 S. Ridgewood Avenue, Port Orange, Florida 32127. This is also the mailing address of the corporation.

ARTICLE THREE
PURPOSE

The purpose for which the corporation is organized is to provide spiritual and financial assistance to the needy.

In furtherance of the purposes of the corporation, the corporation may exercise all of the powers and privileges as set forth in the Florida Not For Profit Act.

Said organization is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (c) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees,

officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed for on or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Cod, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE FOUR
DIRECTORS

The number of directors serving on the initial board shall be three (3).

The names and address of the persons who are to serve on the first board are as follows:

James Norman Boudreau 5454 S. Ridgewood Avenue
Port Orange, FL 32127

Judith Anne Camp Spencer 585 S. Greenway Drive
Port Orange, FL 32127

Patricia Freeman Lucas 3031 Juniper Drive
Edgewater, FL 32141

Subsequent directors shall be elected or appointed as provided in the corporation by-laws.

ARTICLE FIVE
NON-PROFIT NATURE

The corporation shall not exist or be operated for pecuniary profit, and no part of the net earnings of the corporation or the net assets upon liquidation shall inure to the benefit of any member. The corporation may, however, reimburse its members for actual expenses incurred for or in behalf of the corporation, and may pay compensation in a reasonable amount to its members for actual services rendered to the corporation, as permitted by law.

ARTICLE SIX
REGISTERED OFFICE AND REGISTERED AGENT

The street address of the corporation's initial registered office is 5454 S. Ridgewood Avenue, Port Orange, Florida 32127, and the name of its initial registered agent at that address is James Norman Boudreau.

ARTICLE SEVEN
INCORPORATORS

The name and residence address of the sole incorporator is:
James Norman Boudreau, 5454 S. Ridgewood Avenue, Port Orange, Florida
32127.

ARTICLE EIGHT
OFFICERS

The affairs of the corporation shall be managed by the
following officers:

James Norman Boudreau President	5454 S. Ridgewood Avenue Port Orange, FL 32127
Judith Anne Camp Spencer Vice-President	585 S. Greenway Drive Port Orange, FL 32127
Patricia Freeman Lucas Secretary/Treasurer	3031 Juniper Drive Edgewater, FL 32141

Future officers shall be elected or appointed as provided in the
corporation by-laws.

ARTICLE NINE
BYLAWS

The first Bylaws of the corporation shall be adopted by the
board of directors and may be altered, amended or rescinded by the
board of directors.

ARTICLE TEN
COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence
immediately.

ARTICLE ELEVEN
DURATION

The term of existence of the corporation is fifty (50) years.

ARTICLE TWELVE
AMENDMENTS TO THE ARTICLES

These Articles of Incorporation may be amended by the act of the directors of the corporation. Such amendments may be proposed and adopted in the manner provided in the Bylaws of the corporation.

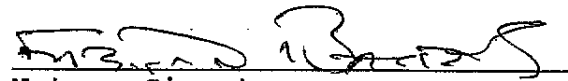
IN WITNESS WHEREOF, I have signed my name this 17th day of October, 2001.


James Norman Boudreau

STATE OF FLORIDA
COUNTY OF VOLUSIA

On this 17th day of October, 2001, before me, the undersigned authority, appeared JAMES NORMAN BOUDREAU, who is personally known to me or who has produced FLA D.C. as identification, and whose name is subscribed to the within instrument and having been duly sworn he acknowledged that he executed the same for the purposes contained.

IN WITNESS WHEREOF, I hereunto set my hand and seal.


Notary Signature

Seal:



Fabian Bagdes
MY COMMISSION # CC137946 EXPIRES
February 13, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

NOTICE OF REGISTERED AGENT

FILED

01 OCT 22 AM 9:34

TO: STATE OF FLORIDA
DEPARTMENT OF STATE

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The following is submitted in compliance with Chapter 48.091, Florida Statutes.

COUNT THE COST MINISTRIES, INC., a corporation organizing under the laws of the State of Florida, with its principal office at 5454 S. Ridgewood Avenue, in the City of Port Orange, County of Volusia, in the State of Florida, has named James Norman Boudreau who is located at 5554 S. Ridgewood Avenue, Port Orange, Florida 32127, as its registered agent to accept service of process within the State.

DIRECTOR:

ADDRESS:

James Norman Boudreau

5454 S. Ridgewood Avenue
Port Orange, FL 32127

Judith Anne Camp Spencer


585 S. Greenway Drive
Port Orange, FL 32127

Patricia Freeman Lucas

3031 Juniper Drive
Edgewater, FL 32141

ACCEPTANCE:

I agree as resident agent to accept service of process; to keep office open during prescribed hours; to post my name (and the names of any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place as required by law.


James Norman Boudreau