

TRANSMITTAL LETTER

No 100008568

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

FILED
01 DEC -6 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
70000471111
-12/06/01--01027--003
*****87.50 *****87.50

SUBJECT: New Vision New Birth International 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

<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input checked="" type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate
ADDITIONAL COPY REQUIRED	

FROM: Stanford L. Young
Name (Printed or typed)

7201 Lakes Divide Road
Address

Tampa, FL 33627
City, State & Zip

(813) 983-1832
Daytime Telephone number

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

ARTICLES OF INCORPORATION
OF
New Vision, New Birth International Ministries, Inc.

(A Corporation not for profit)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation not for profit under the provisions of Chapter 617 of the Florida Statutes and the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of this corporation shall be New Vision, New Birth International Ministries, Inc. (A Not for Profit organization).

ARTICLE II

This corporation shall have a perpetual existence. The principal place of business and mailing address of this corporation shall be 2209 N. Albany Avenue, Tampa, FL 33607.

ARTICLE III

Section 1. This is a non-profit corporation organized solely for general charitable purposes pursuant to Part I of Chapter 617 of the Florida Statutes.

Section 2. The specific and primary purposes for which this corporation is organized and the business and objects to be carried on and promoted by it, are to provide an evangelical gospel ministry and other religious activities, particularly as follows:

- (a) To organize, operate, and maintain a church, the object of which shall be to provide a redemptive fellowship in which the Word of God is preached by those divinely called to administer the Sacraments of Holy Communion and Baptism according to Christ's own appointment; to advance spiritual growth and enlightenment, moral and personal purity among its own students and people of the community in which it is located; to establish, maintain and conduct missionary enterprises for the furtherance of the Gospel of Jesus Christ in the United States according to the bylaws; to establish, conduct, maintain, control and supervise churches and other institutions connected therewith of a religious, educational and charitable benevolent character which although they may have not been granted formal Charters, shall, nevertheless, be created as a New Vision, New Birth Ministries Church, and in accordance with all other provisions contained in the Charter; to prepare Christians for the ministry of the Gospel of Jesus Christ; to publish and disseminate religious newspapers, books, tracts, and records, the like, and to obtain funds by gifts, collections and requests and otherwise for the dispensing of religious literature; to use all lawful and usual methods and means of education and aid of persons who personally attend, to hold real and personal property as security for the payment of funds so loaned or invested.

- (b) Make donations for the public's welfare or for religious, scientific, educational or other similar purposes.
- (c) Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is organized, subject to the requirements of Section 501 (c)(3) of the Internal Revenue Code of 1954, as amended.

ARTICLE IV

Section 1. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of Directors of the corporation shall initially be five (5); provided, however, that such number may be changed by bylaws duly adopted by the members.

Section 2. The Directors named herein as the first Board of Directors shall hold office until the first meeting of members, at which time an election of Directors shall be held. Directors elected at the first annual meeting, and all times thereafter, shall serve for a term of (1) year until the next annual meeting of members, or until the election and qualification of their respective successors, except as herein otherwise provided for filling vacancies. Directors must be members of the corporation at the time of election.

Section 3. Annual meetings shall be held on the first Monday in November of each year at the principal office of the corporation or at such other place or places as the Board of Directors may designate from time to time by resolution.

(a) Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board of Directors shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provisions of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the Articles of Incorporation and Bylaws of this corporation authorize the Directors to so act. Such statement shall be prima facie evidence of such authority.

Section 4. The Board of Directors shall elect the following officers: President, Vice President Secretary and Treasurer and such other officers as the Bylaws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. The following persons shall serve as corporate officers:

President	Stanford Young, Jr.
Vice President	Agnes Young
Secretary	Sherry Major
Treasurer	Marva Lettman

ARTICLE V

The names and addresses of the members of the Board of Directors are as follows:

Stanford Young, Jr.	7201 Lakes Divide Road Tampa, FL 33637
Agnes Young	7201 Lakes Divide Road Tampa, FL 33637
Marva Lettman	10407 Paragon Place Riverview, FL 33569
Sherry Major	10407 Paragon Place Riverview, FL 33569
Deon Hooks	4802 Heatherlyn Court Apt B Tampa, FL 33617

ARTICLE VI

The name of the initial Registered Agent of this corporation is Stanford Young, Jr.. The street address of the initial Registered Agent of this corporation is 7201 Lakes Divide Road, Tampa, FL 33637.

ARTICLE VII

The name of the Incorporator of this corporation is Stanford Young, Jr.. The address of the Incorporator of this corporation is 7201 Lakes Divide Road, Tampa, FL 33637.

ARTICLE VIII

Membership in this corporation shall consist of individuals who are members in good standing of any church, who are interested in promoting religion, or who have agreed to be bound by the Articles of Incorporation and its Bylaws. The manner of admission for new members will be by election of the Board of Directors. Membership shall be evidenced by certificates of membership. Membership shall not be transferable by assignment or sale, or by inheritance or testament upon the death of the owners and no rights of membership belonging to the former owner shall inure to the assignee, vendee or legatee.

Section 1. The membership of the Board of Directors and all other individuals shall be acknowledge by paying tithes and signing the Bylaws.

Section 2. The members will have the right to vote interest in all corporation decisions. Each member shall be entitled to vote in person, or by proxy duly appointed by instrument in writing which is subscribed such member and which bears a date no more than 11 months prior to such meeting, unless such instrument provides a longer period. Each member shall be entitled to (1) vote. All elections shall be had and all questions decided by a majority vote of the members present in person or by proxy. Title and interest will cease upon resignation.

Section 3. The meetings of the corporation shall be held at the discretion of the board. All meetings will be given at least a (2)-week notice, unless, an emergency situation arises. The annual meeting will be held the first Friday in November of each year at the principal office of the corporation or at such other place or places as the Board of Directors may designate from time to time by resolution, unless that day is a legal holiday. If so, arrangements will be made for the following Friday, as long as the annual meeting is before the New Year.

Section 4. At any meeting of the members of the corporation, the presence of a majority of the members in person or by proxy shall be necessary to constitute a quorum for all purposes except otherwise provided by the law, and the act of a majority of the members present at any meeting at which there is a quorum shall be the act of the full membership except as may be otherwise specifically provided by the statute or by the Bylaws. In absence of a quorum, or when a quorum is present, a meeting may be adjourned from time to time by vote of a majority of the members present in person or by proxy, without notice other than by announcement at the meeting and without further notice to any absent member. At the adjourned meeting at which a quorum shall be present, and business may be transacted which might have been transacted at the meeting as originally noticed.

Section 5. Any member may resign from the corporation by delivering a written resignation to the president or secretary of the corporation, and his/her membership shall automatically terminate at such time.

ARTICLE IX

The subscribers to these Articles of Incorporation are the individual's names in Article V, A, hereof as Directors and their addresses are as shown

ARTICLE X

No part of the net earnings, if any, of the corporation shall inure to the benefit of any member of the Board of Directors, officers of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no member, member of the Board of Directors, or officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of this corporation shall be carrying on propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

ARTICLE XI

Upon dissolution of the corporation or the termination of its affairs, the assets of the corporation shall be distributed exclusively to charitable organizations which qualify under the provisions of Section 501 (c)(3) of the Internal Revenue Code and its regulations as they may exist or as they may hereafter be amended.

ARTICLE XII

In furtherance of, and not in limitation of, the powers conferred by statute, the following specific provisions are made for the regulation of the business and the conduct of the affairs of the corporation.

Section 1. Subject to such restrictions, if any, as are herein expressed, and such further restrictions, if any, as may be set forth in the Bylaws, the Board of Directors shall have the general management and control of the corporation and may exercise all of the powers of the corporation except such as may be by statute or by the Articles of Incorporation or amendment thereto, or by the Bylaws as constituted from time to time, expressly conferred upon or reserved to the members of the corporation.

Section 2. The corporation shall have such officers as may from time to time be provided in the bylaws, and such officers shall be designated in such manner and shall hold such office for such term and shall have such powers and duties as may be prescribed by the Bylaws or as may be determined from time to time by the Board of Directors subject to the Bylaws.

Section 3. Any Director and any officer elected or appointed by the membership or by the Board of Directors may be removed at any time, with or without cause, in such manner as may be provided in the Bylaws.

Section 4. The Board of Directors shall have the exclusive power to make, after or rescind the Bylaws of the corporation.

ARTICLE XIII

Notwithstanding any other provision of these Articles to the contrary, 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 1954 (or the corresponding provision of any future United States Internal Revenue

law), or (ii) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law).

ARTICLE XIV

Pursuant to Chapter 48.091-Florida Statutes, and in compliance with said Act, Stanford Young, Jr., 7201 Lakes Divide Road Tampa, FL 33637 is hereby designated as the corporation's agent to accept service of process within the State of Florida.

ARTICLE XV

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors; and presented to a quorum of members of the corporation for their vote. Amendments may be adopted by the vote of two-thirds (2/3) of a quorum of members of the corporation.

ARTICLE XVI

The name of our music school and production division shall be "*Rhema Records and Productions*" and the name of our evangelistic outreach shall be called "*Spirit Alive Ministries*".

ARTICLE XVII

So long as the Chairman and founder of this corporation, lives a holy life according to the Bible, he shall hold his office until death or if he wishes to step aside to allow someone that has served by his side faithfully to take his place. In the event of a prolonged illness or anything that causes a long absence of the chairman; the vice-chairman or presider shall take care of business as usual and carry out the chairman's duties.

IN WITNESS WHEREOF, the undersigned Incorporator/Registered Agent has executed these Articles of Incorporation, this day of ,2001

STANFORD YOUNG, JR. *Stanford Young Jr.*

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Stanford Young, Jr., known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledges before me that he executed those Articles of Incorporation.

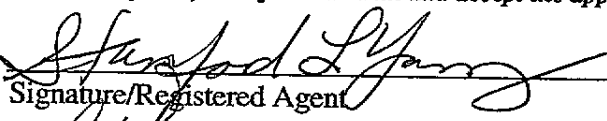
IN WITNESS WHEREOF, I have hereunto set my hand and seal, in the State and County aforesaid, this 29th Day of November, 2001.

Cynthia M. Nixon
Notary Public

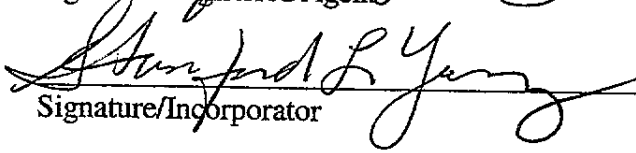
 Cynthia M. Nixon
MY COMMISSION # CC927961 EXPIRES
April 13, 2004
BONDED THRU TROY FAIR INSURANCE, INC.

FILED
01 DEC -6 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.


Signature/Registered Agent

12/4/01
Date


Signature/Incorporator

12/4/01
Date