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ANITA BING, P.A.

P. O. BOX 4843
Winter Park, FL 32793-4843
(407)616-6265

January 2, 2002

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*****78.75 *****78.75

Secretary of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399-6541

Re: All Nations Church of God of Prophecy, Orlando, Inc.

Dear Sir/Madam:

Enclosed is an original and a copy of the Articles of Incorporation and Designation of Registered Agent for the above mentioned corporation, as well as the filing fees.

Please file and mail the Certificate of Incorporation to me at the above address in the envelope provided.

Should you have any questions or comments, please do not hesitate to contact me at (407)616-6265 or the number written above.

Sincerely,

Anita K. Bing

Anita K. Bing, Esq.

Enclosures: Fees of \$78.75
Articles of Incorporation (Original & Copy)
Return Envelopes

FILED
2002 JAN -7 PM 1:13
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Anita Bing GAVE
AUTHORIZATION BY PHONE TO
CORRECT Article 10
DATE 1/11/02
DOC. EXAM cf

cf 1/11/02

EFFECTIVE DATE

01/01/02

FILED

2002 JAN -7 PM 1:13

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

ALL NATIONS CHURCH OF GOD OF PROPHECY, ORLANDO, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned residents and citizens of the United States of America of full age of majority, have for the purpose of forming a not for profit religious corporation pursuant to Chapter 617 of the Florida Not for Profit Corporation Act, for the purposes expressed in Article III hereof, adopted the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation is ALL NATIONS CHURCH OF GOD OF PROPHECY, ORLANDO, INC.

ARTICLE II. TERM OF EXISTENCE

The term of existence of this corporation shall be perpetual. The effective date of this corporation shall be January 1, 2002

ARTICLE III. PURPOSE

This corporation is organized for general corporate purposes; and for the purpose to facilitate and execute the business and activities of the **ALL NATIONS CHURCH OF GOD OF PROPHECY, ORLANDO, INC** within the State of Florida and to meet the requirements of the laws of the State of Florida in regard to the acquiring, mortgaging and disposition of real estate within the State of Florida and to conduct any and all business of the corporation with regard to ownership of property for the **ALL NATIONS CHURCH OF GOD OF PROPHECY, ORLANDO, INC.** and its members. Its further purpose is to carry on and to promote in a

cooperative way the Evangelistic, educational and religious work of the International Church of God of Prophecy. It is in no way empowered nor authorized to interfere with, change or modify the doctrine, religious practices, standards or mode of worship or the recommendations of the General Assembly of the Church of God of Prophecy and its general trustees as adopted and established at the regular meeting of the General Assembly in Cleveland, Tennessee, or wherever it may convene.

ARTICLE IV. MEMBERS

Any person who subscribes to and accepts the Covenant of Membership, the teachings and the manner of church government as outlined by the Holy Scripture and the General Assembly of the Church of God of Prophecy may be a member of this corporation.

This corporation shall issue no stock. No part of the net earnings of this corporation shall inure to the benefit of or be distributable to its members, directors, officers or other private persons except that this corporation 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 this article. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation. This corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office, including the publishing or distribution of statements. Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on 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 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 Code. On the

dissolution of this corporation the board of Trustees shall dispose of all of the assets of this corporation exclusively for the purposes of this corporation to an organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes and that qualify as exempt organizations under Section 501(c)(3) of the Internal Code of 1954 or the corresponding provision of any future United States Internal Revenue Code, after paying or making provisions for the payment of all liabilities of this corporation. Any assets not so disposed of shall revert to the State Trustees of the Church of God of Prophecy, Winter Garden, Florida, or wherever situated, or, secondly to the General Trustees, Cleveland, Tennessee to be disposed of or used by another state office or local church of the Church of God of Prophecy operating exclusively for charitable, educational, or religious purposes as deemed proper by the State or General Trustees.

ARTICLE V. OFFICERS

The names of the officers that shall serve until replaced by their elected successors are:

President:	Watson, Gary 2239 Mountain Sprule St. Ocoee, FL 34761
Vice President:	Brown, Eric 1663 Sweetwater West Circle Apopka, FL 32712
Treasurer:	Robinson, Patricia 2711 Ross Moss Lane Orlando, FL 32807
Secretary:	Williams, Hillary 1814 Rachel's Ridge Loop Ocoee, FL 34761

ARTICLE VI. TRUSTEES

This corporation shall have a Board of Trustees of not less than three (3) trustees initially. The number of trustees shall be prescribed in the By-Laws from time to time. The names and addresses of the initial trustees who shall serve until the next meeting of the local church conference are:

Eric Brown
1663 Sweetwater West Circle
Apopka, FL 32712

Samuel Morrison
5724 Ibizan Court
Orlando, FL 32810

Patricia Robinson
2711 Ross Moss Lane
Orlando, FL 32807

Gary Watson
2239 Mountain Sprule St.
Ocoee, FL 34761

Hillary Williams
1814 Rachel's Ridge Loop
Ocoee, FL 34761

Vacancies in the initial Board of Trustees shall be filled as provided for in the By-Laws of the Corporation.

ARTICLE VII. BY-LAWS

The By-Laws of this corporation shall be adopted by the Board of Trustees, and approved by the local Church Conference.

ARTICLE VIII. AMENDMENTS

An amendment to these Articles of Incorporation may be proposed by the Board of Trustees. Amendments shall be adopted by the Board of Trustees by two-thirds agreement of the Trustees and approved by the local church conference.

ARTICLE IX. REGISTERED AGENT

The initial registered agent for this corporation is Curtis B. Lee, Esq., 37 N. Orange Ave, Ste 500, Orlando, FL 32801.

ARTICLE X. OFFICE OF CORPORATION

The initial office of the corporation shall be located at 2906 N. Pine Hills Road, Orlando, FL 32808 and the mailing address of said corporation is the same.

IN WITNESS WHEREOF, the undersigned have executed these

Articles of Incorporation this 31 day of December, 2001.

Anita L. Bing

INCORPORATOR

POST OFFICE BOX 4843

WINTER PARK, FL 32793-4843

**STATE OF FLORIDA
COUNTY OF ORANGE**

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared, Anita Bing, Esq. known to me and known by me to be the persons who executed the foregoing Articles of Incorporation, and who acknowledged before me that they executed the said Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 31 day of December, 2001.

Gloria B. Middleton

NOTARY PUBLIC


MY COMMISSION NUMBER:

MY COMMISSION EXPIRES:



DESIGNATION OF REGISTERED AGENT
ALL NATIONS CHURCH OF GOD OF PROPHECY, ORLANDO, INC

THE UNDERSIGNED, having been named to as registered agent and to accept service of process for the above stated Corporation at the place designated in the Articles of Incorporation, hereby accepts 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 am familiar with and accept the obligations of my position as Registered Agent.



Curtis B. Lee, Esq
Registered Agent

FILED
2002 JAN -7 PM 1:13
SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared, Curtis B. Lee, Esq. known to me and known by me to be the persons who executed the foregoing as Registered Agent and who duly acknowledge the execution of the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 2nd day of January, 2002


NOTARY PUBLIC
MY COMMISSION NUMBER:
MY COMMISSION EXPIRES:

