

NO 2000000482

MCDONALD, FLEMING, MOORHEAD, FERGUSON, GREEN & SMITH, LLP

ATTORNEYS AT LAW
4300 BAYOU BOULEVARD, SUITE 13
PENSACOLA, FLORIDA 32503-2671

BRUCE A. MCDONALD*
EDWARD P. FLEMING
STEPHEN R. MOORHEAD**
MICHAEL L. FERGUSON*†
WILLIAM J. GREEN
J. D. SMITH*
SUZANNE BLANKENSHIP+
PAUL A. WILSON+

TELEPHONE (850) 477-0660
FACSIMILE (850) 477-4510

+Also Admitted in Alabama
**Board Certified Real Estate
*Board Certified Business Litigation
☆Brigadier General, U.S. Arm Ret.
†Also Admitted in District of Columbia

REPLY TO: EDWARD P. FLEMING
efleming@pensacolalaw.com

January 8, 2002

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: FREE THE CHURCH IN CHINA, INC.

Dear Sir:

Enclosed are Articles of Incorporation of FREE THE CHURCH IN CHINA, INC., and Acceptance of Appointment of Registered Agent. Also enclosed is a check for \$78.75 to cover the filing fee for a not-for-profit corporation, and registered agent designation.

If you should have any problems or concerns, please do not hesitate to contact me.

Sincerely,


Edward P. Fleming

EPF/psh

Enclosures

800004782288--9
-01/17/02--01058--019
*****78.75 *****78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JAN 17 PM 4:17

1-24-02
WC

ARTICLES OF INCORPORATION
OF
FREE THE CHURCH IN CHINA, INC.

A Not-for-Profit Corporation

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JAN 17 PM 4:17

Articles of Incorporation of the undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of the State of Florida, do hereby certify:

First: The name of the Corporation shall be **FREE THE CHURCH IN CHINA, INC.**

Second: The place in this state where the principal office of the Corporation is to be located is 6800 Mobile Highway, City of Pensacola, Escambia County. The Corporation's mailing address is Post Office Box 37070, Pensacola, Florida 32526.

Third: Said corporation is organized exclusively for social welfare purposes, including the promotion of religious liberty and the education of the American public as to repressive practices of certain governments.

Fourth: The trustees will be appointed by the members at the annual meeting.

Fifth: The names and addresses of the persons who are the initial trustees of the corporation are as follows:

Charles (Chuck) Baldwin, 6800 Mobile Highway, Pensacola, FL 32526
William K. McComas, 500 West Sunset Drive, Rittman, OH 44270
Patrick Parker, 3 Fox Hollow Drive, Blooming Grove, NY 10914
Robert W. Fry, 15089 New Hope Road, Gulf Breeze, FL 32561

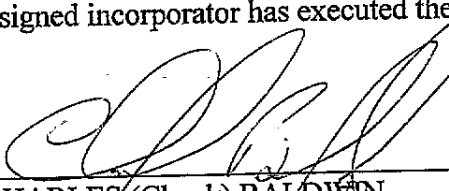
Sixth: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. The corporation shall not 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. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501 (c)(4) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future tax code.

Seventh: Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(4) of the Internal Revenue Code, or the corresponding section of any future 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 so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Eighth: The street address of this corporation's initial registered office is 6800 Mobile Highway, Pensacola, Florida 32526, and the name of this corporation's initial registered agent is Charles Baldwin.

Ninth The name and address of the incorporator is Charles Baldwin, 6800 Mobile Highway, Pensacola, Florida 32526.

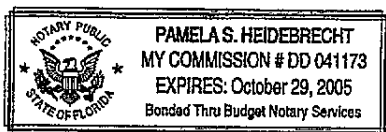
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 11th day of January, 2002.

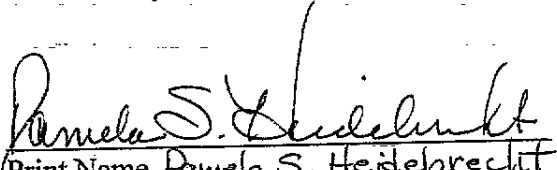

CHARLES (Chuck) BALDWIN
Incorporator

STATE OF FLORIDA
COUNTY OF ESCAMBIA

Before me the undersigned authority in and for said State and County personally appeared Charles (Chuck) Baldwin, personally known to me to be the person described in, and who took an oath and freely and voluntarily subscribed the foregoing Articles of Incorporation for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid this 11th day of January, 2002.

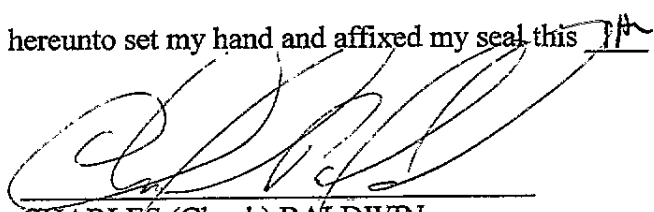



(Print Name Pamela S. Heidebrecht)
Notary Public, State of Florida
My Commission Expires: 10/29/2005

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, Charles Baldwin, accept the appointment as Registered Agent for FREE THE CHURCH IN CHINA, INC., a Not-for-Profit Corporation, as set forth in its Articles of Incorporation being filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 17th day of January, 2002.


CHARLES (Chuck) BALDWIN

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
02 JAN 17 PM 4:17