

NO 20000001373

LAW OFFICE

ANITA BING, P.A.

FILED

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

EFFECTIVE DATE FEB 22 AM 9:15

2-18-02

SECRETARY OF STATE
TALLAHASSEE FLORIDA

February 20, 2002

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

500004990915--8
-02/22/02--01047--001
*****78.75 *****78.75

Re: Victory Outreach of Central Florida, Inc.

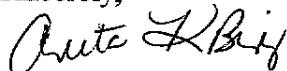
Dear Sir/Madam:

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 the addressee in the self addressed, stamped envelope provided.

Should you have any questions or comments, please do not hesitate to contact me at (407)616-6265 or the incorporator at 352-259-7960.

Sincerely,



Anita K. Bing, Esq.

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

Cc: Pastor Alan & Teresa Baggett

D. WHITE FEB 26 2002

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EFFECTIVE DATE

2-18-02

ARTICLES OF INCORPORATION

OF

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02 FEB 22 AM 9:15

VICTORY OUTREACH OF CENTRAL FLORIDA, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(A Not For Profit Corporation)

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 & DURATION

The name of the Corporation is VICTORY OUTREACH OF CENTRAL FLORIDA, INC., and its duration is to be perpetual effective with the filing with the Secretary of State or February 18, 2002, whichever is earlier.

ARTICLE II. PRINCIPAL OFFICE & REGISTERED AGENT & OFFICE

The name of the registered agent and the location and address of the Corporation's registered office in the State of Florida is, Thomas Graham Adams, 105 College Avenue, Fruitland Park, FL 34731.

The street and mailing address of the principal office of the Corporation is , 5232 Sheas Cove, Lady lake, FL 32159.

ARTICLE III. PURPOSE

This nonprofit Corporation is a Church formed without any purpose of pecuniary profit and shall have no capital stock. This Corporation is organized Not for Profit and is organized and operated exclusively for exempt purposes within the meaning of Section 501(C)(3) of the Internal Revenue Code including the following purposes:

- A. Religious, charitable and educational;
- B. Operate a Church or Churches by providing regular worship services and ministering the Word of God to persons in the United States and abroad;
- C. Feed the hungry, house the homeless, clothe the naked, provide relief to the poor, distressed or underprivileged, and engage in community development activities for the advancement of religion;
- D. Spread the Word of the Gospel and provide discipleship training through seminars, television, radio, crusades, books, audio and video tapes, pamphlets and other forms of mass media for the purpose of educating the individual in the

- Word of God;
- E. To acquire and hold such property, either real or personal, for religious purposes as may be necessary in the worship of God and spread of the Gospel;
 - F. Enter into contracts, leases and other obligations as needed;
 - G. Provide educational services including but not limited to schools, day care, jobs empowerment & training, training to at risk youth and the underprivileged, providing entrepreneur training, establishing bible schools, ministry training centers, churches and affiliates;
 - H. Serve as a clearinghouse for matters of spiritual and administrative import for members;
 - I. Protect, cover, and in the case of reproach, do everything in accordance with the Bible to restore in the spirit of meekness;
 - J. To engage in any lawful business or activities related hereto and to engage in any lawful act or activity for which nonprofit corporations may be organized under Florida Law as now existing, or as the law may henceforth provide, as from time to time may be necessary or expedient to the exercise of any and all of its corporate functions, powers, and rights; and
 - K. Do all things necessary and proper to accomplish the religious and charitable purposes of the organization within the meaning of Section 501(c)(3) of the Internal Revenue Code.

ARTICLE IV. MEMBERSHIP

This Corporation shall have membership the qualifications, classes, rights, terms and the quorum, voting and notice requirements of which shall be set forth in the Bylaws.

ARTICLE V. POWERS & DISSOLUTION

A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustee, officers, or other private persons, except that the Corporation shall be authorized and empowered to be paid reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation 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 these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by:

- (1) A corporation 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); or
- (2) By a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law).

B. The Board of Trustees may cause the Corporation to solicit, collect, receive, accumulate, administer and disburse funds in such manner as will, in the sole discretion of the

ARTICLE X. AMENDMENT

These Articles may be amended at any regular meeting of the voting members, or at a special meeting called for that purpose, by a two-thirds (2/3) majority of the voting members.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 20 day of February 2002.

[Signature]
Alan Baggett, Incorporator
[Signature]
Teresa Baggett, Incorporator

STATE OF FLORIDA
COUNTY OF Lake

SWORN TO AND SUBSCRIBED before me for said County and State, personally appeared Alan Baggett, who is known to me to be the same person who executed the foregoing Articles of Incorporation as incorporator and duly acknowledge the execution of the same.

In Witness Whereof, I have hereunto subscribed the official seal, this 20 day of February 2002.



Alesha K. Wiemer
Notary Public in and for the State of Florida
Commission No.: CC 738574 Commission Expires: May 3, 2002

STATE OF FLORIDA
COUNTY OF Lake

SWORN TO AND SUBSCRIBED before me for said County and State, personally appeared Teresa Baggett, who is known to me to be the same person who executed the foregoing Articles of Incorporation as incorporator and duly acknowledge the execution of the same.

In Witness Whereof, I have hereunto subscribed the official seal, this 20 day of February 2002.



Alesha K. Wiemer
Notary Public in and for the State of Florida
Commission No.: CC 738574 Commission Expires: May 3, 2002

REGISTERED AGENT DESIGNATION
VICTORY OUTREACH OF CENTRAL FLORIDA, INC.

FILED
02 FEB 22 AM 9:15

SECRETARY OF STATE
TALLAHASSEE FLORIDA

I, Thomas Graham Adams, having been named as Registered Agent and to accept service of process for the above stated Corporation at the place designated in the Article of Incorporation, hereby accept 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 I am familiar with and accept the obligations of my position as Registered Agent.

Thomas Graham Adams
Thomas Graham Adams, Registered Agent

STATE OF FLORIDA
COUNTY OF Lake

SWORN TO AND SUBSCRIBED before me for said County and State, personally appeared Thomas Graham Adams who is known to me to be the same person who executed the foregoing as Registered Agent and duly acknowledge the execution of the same.

In Witness Whereof, I have hereunto subscribed the official seal, this 20 day of February 2002.



Alesha K. Wiemer
Notary Public in and for the
State of Florida
Commission No.: cc 738574
Commission Expires: may 3, 2002