

**Electronic Articles of Incorporation
For**

**N02000002204
FILED
March 27, 2002
Sec. Of State**

MENDING BROKEN RELATIONSHIP'S MINISTRIES, INC.

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

MENDING BROKEN RELATIONSHIP'S MINISTRIES, INC.

Article II

The principal place of business address:

P.O.BOX 390214
DELTONA, FL. 327390214

The mailing address of the corporation is:

3223 BUCKLAND STREET
DELTONA, FL. 32738

Article III

The specific purpose for which this corporation is organized is:

A CHRISTIAN MINISTRY ORGANIZED FOR CHARITABLE AND
EDUCATIONAL PURPOSES TO THOSE WHO ARE STRUGGLING WITH DRUG
AND OR ALCOHOL ADDICTION ISSUES.IT REACHES OUT TO THOSE
INCARCERATED BY MEANS OF SPIRITUAL GROWTH COUNSELING.

Article IV

The manner in which directors are elected or appointed is:

APPOINTED BY PRESIDENT

Article V

The name and Florida street address of the registered agent is:

RON JERNIGAN
3223 BUCKLAND STREET
DELTONA, FL. 32738

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: RON JERNIGAN

Article VI

The name and address of the incorporator is:

RON JERNIGAN
3223 BUCKLAND STREET
DELTONA FL.32738

Incorporator Signature: RON JERNIGAN

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
RON JERNIGAN
3223 BUCKLAND STREET
DELTONA, FL. 32738

Title: V
BETZAIDA P JERNIGAN
3223 BUCKLAND STREET
DELTONA, FL. 32738

Title: T
JERNIGAN P BETZAIDA
3223 BUCKLAND STREET
DELTONA, FL. 32738

Title: D
JOHN CAPELLI
1155 S. VOLUSIA AVE
ORANGE CITY, FL. 32363

Title: D
JERNIGAN L ARTHUR
202 DELEWARE AVE.
BRIDGEVILLE, DE. 19933

Article VII (continued)

Title: D
ELIZABETH PESANTE
501 MURPHY AVE
DELTONA, FL. 32725

Article VIII

Other offices: The corporation may also have offices at such other places within or without the United States of America as the Founder/President may from time appoint or the business of the corporation requires.

Fiscal Year: The fiscal year of the corporation shall begin on the 1st day of October and each year.

Corporate seal: The corporation shall have a corporate seal in the form of an outer circle with a smaller inner circle.

In between the two circles on the top of the smaller circle the words "Mending Broken Relationships" will be in blue, underneath the smaller circle the words "Ministries, Inc." will also appear in blue lettering. In the middle of the smaller circle the word "R.I.O.T." will appear in red, and such other details as may be approved by the president.

The Secretary/Treasurer of the corporation shall keep the corporate seal.

Powers: The president shall have full power to conduct, manage, and direct the business and affairs of the corporation, and all powers of the corporation are hereby granted to and vested in the same.

Qualifications & Selections: Each "advisory" board member of the corporation shall be a member in good standing of the organization, the governing body of his or her local church and a natural person of full age. In the case of vacancies, the President shall select a new "advisory" board member at his sole discretion.

Number in Term of Office: The "advisory" board member shall consist of a maximum of (7) seven, no less than (3) members.

Each shall hold office for (2) two years and until his/her successor shall have been elected and qualified, or until his/her death resignation, or removal. Each "advisory" board member term shall begin at the close of an annual general organizational meeting.

Resignation: Any "advisory" board member of the corporation may resigned at any time by given written notice to the president or the Secretary of the corporation. Such resignation shall take effect on the date of the receipt of such noticed or at any later time specified therein and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Fees: There is no compensation for acting as an "advisory" board member or being on a committee. This section does not prohibit the President from compensating and "advisory" board member for his/her speakers fee and travel expenses nor is the President prohibited from compensating an "advisory" board member for out of pocket expenses which are

Article VIII (continued)

incurred on behalf of the corporation with authorization.

Number, Qualifications, Designation: The officer of the corporation shall be a President, Vice-President, Secretary, Treasurer and other officers which may be elected. An officer may not hold more than (2) positions concerning the offices of President, Vice-President, Secretary or Treasurer. The President, Vice-President and Secretary, Treasurer shall be natural persons of full age.

Election and Term of Office: The officers of the corporation except the President and Vice-President shall be elected every (2) two years by the advisory board members of the corporation. Each such officer shall hold his/hers office until the next general organizational meeting of the corporation and until his/her successor has been elected and qualified and until his/her death, resignation or removal.

Subordinate Officers, Committees and Agents: The President may from time to time elect such other officers and appoint such committees, employees or other agents as the corporation may require, including one or more assistant Secretaries and one or more Assistant Treasurers, each of whom shall hold office for such period, have such authority and perform such duties as are provided in these bylaws or as the President may time to time determine. The President may delegate to any such officer or committee the power to appoint subordinate officers into retain or appoint employees, other agents, or committees, and to prescribe the authority and duties of such subordinate officers, committees, employees and agents.

Removal: Any "advisory", committee employee or other agent of the corporation may be removed, either for or without cause by the President whenever, in the judgement of such authority, the best interest of the corporation will be served thereby, but such removal shall be without prejudice to the contract rights of any person so removed. Should any "advisory" board member be absent from (3) three consecutive regular meetings set forth by the corporation shall be removed without noticed.

Vacancies: The President shall filled a vancancie in any "advisory" board member because of death, resignation, removal, disqualification or any other caused as the case may be and if the office is won for which these bylaws prescribe a term, shall be filled for the remaining portion of the term.

General Powers: All officers of the corporation, as between themselves and the corporation, shall respectively has such authority and perform such duties in the management of the property and affairs of the corporation as may be determined by the President.

The President: The President shall be the Chief Executive Officer of the corporation and shall have "complete and in whole" supervision over the activities and operations of the corporation. The President is Chairman of all board meetings and spokesman of the corporation. The President shall signed, execute and acknowledge, in the name

Article VIII (continued)

of the corporation, deeds, mortgages, bonds, contracts or other instruments.

The Vice-President: The Vice-President shall perform the duties of the President in his absence and the President as may from time to time, assign such other duties to him/her. The Vice-President is Vice-Chairman of the board.

The Secretary: The Secretary or Assistant Secretary shall attend all meetings of the board and shall record all the minutes of the meetings of the board and of committees in a book or books to be kept for that purpose; shall see that notices are given and records and reports are properly kept and filed by the corporation as required by law; shall be custodian of the corporation under its seal and in general, shall perform all duties incident to the Office of Secretary and such other duties as such as may from time to time be assigned to him/her by the President. The Secretary shall prepare an agenda for the President prior to meetings.

The Treasurer: The Treasurer or an Assistant Treasurer shall have or provide for the custody of funds or other property of the corporation and shall keep a separate bank account of the same to his/her credit. Any manner due to or received by the corporation; and shall deposit all funds in his/her custody as Treasurer of such banks or other places of deposits as the President may from time to time designate; shall whenever so required render an account showing his/her transactions as Treasurer, in the financial condition of the corporation; and in general, shall discharge such other duties from time to time as may be assigned to him/her by the President. The Treasurer shall prepare an annual report of the corporation, including all financial records, which shall be presented to the President and Vice-President for inspection and approval. Said report is to be open for inspection by all "advisory" board members at the general meeting. Any member can request a reasonable current update of the corporations finances if said request is made in writting to the Treasurer and allows the Treasurer (30) thirty days to respond. The member is to pay for any expense incurred in obtaining said report that they so requested. The Treasurer is to obtain the co-signature of the President for all checks over the amount of \$200.00.

In the event of the absence of the President the co-signature shall be of that of the Vice-President.

Signatures: All checks, notes, bills of exchange or other orders in writting, shall be signed by such person or persons as the President may from time to time designate.

Deposits: All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks or other depositories as the President may approve or designate and all such funds shall be withdrawn only upon checks signed by the President, Vice-President and/or Treasurer or other persons designated by the President.

Meetings: The President shall preside at every meeting. In the event of a vancancy in the office or absence of the President the Vice-President or Secretary preside at the

Article VIII (continued)

meeting. In the absence of the Secretary any person appointed by the Chairman of the meeting shall acts as Secretary. Regular Meetings shall be held at such time in place as may be designated by the President. If the date fixed for any such regular meeting is a legal holiday under the laws of the state where the meeting is held, then the same shall be held in the next succeeding business day, or at such other time as may be determined by the President. At such meetings, the President, Vice-President, Secretary, Treasurer and "advisory" board members shall transact such business as may properly be brought before the meeting.

Notice of regular meetings need not be given.

Annual General Meeting: The board must hold a general meeting annually, which is open to all members of the corporation via their delegates. Notice of said meetings is to be mailed to known members in good standing by the Secretary one month before the meeting.

Annual Reports of the board at General Meetings: The Secretary shall direct the President and Treasurer to present at the annual general meeting of the corporation a report showing an appropriate detail of the following:

1. The assets and liability including the trust funds, of the corporation as of the end of the fiscal year immediately proceeding the date of the report and the last three quarters of the fiscal year if the annual general meeting falls within the last quarter of the fiscal year.
2. The principal changes in assets and liabilities including trust funds, during the year immediately proceeding the date of the report.
3. The revenue or receipt of the corporation, both unrestricted and restricted to particular purposes, for the year immediately preceding the date of the report, including separate data with respect to each trust fund held by or for the corporation.
4. The expenses or disbursements of the corporation, for both general and restricted purposes, during the year immediately preceding the date of the report, including separate data with respect to each trust fund held by the corporation. The annual report shall be filed with the minutes of the annual general meeting.

Special Meetings: Special Meetings shall be held whenever called by the President or by two Notice of each such meeting shall be given to each "advisory" board member by telephone, e-mail or in writing at least twenty-four hours, by telephone, or forty-eight hours by telegram or five days by mail, before the time at which the meeting is to be held. Every such notice shall state the time and place of the meeting.

Amendment of by Laws: These by-laws shall be amended or repealed or new by-laws may be adopted, only by approval of the President and Vice-President.