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NO2000003118

April 19, 2002

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

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-04/23/02--01046--003
*****78.75 *****78.75

RE: SPIRITUAL OUTREACH OF FLORIDA, INC., a non-profit corporation

Dear Secretary:

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$78.75 representing the following:

Filing Fees	\$35.00
Designation of Registered Agent	35.00
Certificated Copy of Articles	<u>8.75</u>
	\$78.75

If you have any questions, please feel free to contact me at (813) 855-4663.

Very truly yours,

Bryan A. Kutchins

Bryan A. Kutchins, Esquire
KUTCHINS & BISHOP, P.A.

BAK/jrl

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 APR 23 PM 12:47

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

SPIRITUAL OUTREACH OF FLORIDA, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I - NAME

The name of the Corporation shall be Spiritual Outreach of Florida, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be P.O. Box 1114, Oldsmar, Florida, 34677.

ARTICLE III - PURPOSE(S)

This corporation is organized exclusively for charitable, religious, and educational purposes, including, for such purposes:

1. Preaching and teaching the Christian message of redemption and salvation through faith in Jesus of Nazareth as Saviour.
2. Initiating and fostering outlets for Christian counseling, comfort, and aid to persons in need thereof.
3. Conducting Christian revival and evangelistic activities.

The foregoing activities may be accomplished both within and outside the framework of established Christian churches, and in cooperation with others similarly engaged, and may be accompanied by the making of distributions to organizations that qualify as exempt organizations under Section 501(c)3 of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IV - PROHIBITED ACTIVITIES

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 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 III hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation; 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 activity not permitted to be carried on either:

A. 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

B. 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 Revenue Law).

ARTICLE V - MEMBERSHIP

The membership of this corporation shall be those persons who shall have subscribed to the foregoing statement of purposes in a form to be prescribed by the Board of Directors and who shall have paid the then current annual dues as set by the Board of Directors of this corporation.

ARTICLE VI - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VII - SUBSCRIBERS

The names and addresses of the subscribers to these Articles of Incorporation are:

Reverend Thomas F. Hastings, DD, 120 Nancy Drive, Oldsmar, FL 34677
R. Michael Baty, 2853 Sunset Point Rd., Clearwater, FL 33759
Reverend Donald J. Ralston, THD, 1190 East Lake Rd. S., Tarpon Springs, FL 34689
Reverend Roland G. Barrington, DMIN, 6344 8th Ave. S., St. Petersburg, FL 33707

ARTICLE VIII - MANAGEMENT

A. Directors. The governing body of this corporation shall be a Board of Directors, consisting of:

1. Not less than three elected Directors who shall have been elected annually at the Annual Meeting of the Membership; and

2. The Officers of the corporation. The Board of Directors shall function through the Officers of the corporation.

B. Officers. The Officers of this corporation shall be: President, Vice President, Secretary, and Treasurer, and such other officers as may be prescribed by the By-Laws of the corporation. Officers shall be elected annually by the Board of Directors at the Annual Meeting thereof, immediately following the Annual Meeting of the Membership.

C. All Directors and Officers of the corporation shall be members of the corporation. Officers need not be elected Directors.

ARTICLE IX - INITIAL DIRECTORS AND OFFICERS

A. The names and addresses of the Officers to serve this corporation until the first election of Officers under these Articles are:

PRESIDENT:	Reverend Thomas F. Hastings, DD
VICE PRESIDENT:	R. Michael Baty
SECRETARY:	Reverend Donald J. Ralston, THD

TREASURER: Reverend Roland G. Barrington, DMIN

B. The above-named officers shall constitute the first Board of Directors of this corporation; they shall be all of the Directors until an election of Directors pursuant to these Articles.

ARTICLE X - BY-LAWS

The By-Laws of this corporation shall be adopted by, and may be amended by, the Board of Directors.

ARTICLE XI - AMENDMENTS TO ARTICLES OF INCORPORATION

The Articles of Incorporation may be amended by a majority vote of the Board of Directors at a regular or special meeting, the call of which was in writing and containing a copy of the proposed amendment. Any member of the Board of Directors may, in a writing delivered to the Secretary of the corporation, propose such an amendment; a meeting to consider any such proposal shall be held within 30 days after the proposal shall have been filed with the Secretary. Amendments to Articles of Incorporation shall be effective when filed and recorded pursuant to law.

ARTICLE XII - DISTRIBUTION AT DISSOLUTION

Upon dissolution of this corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the net assets of the corporation exclusively for the above-stated purposes of the

corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, or religious purposes as shall at the time qualify as an exempt organization, or as exempt organizations, under Section 501(c)3 of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of, shall be disposed of by the Circuit Court in and for the State of Florida and the County in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations which are organized and operated exclusively for such purposes, as the Court shall determine.

**ARTICLE XIII - INITIAL REGISTERED AGENT
AND STREET ADDRESS**

The name and Florida street address of its initial Registered Agent are Bryan A. Kutchins, 3974 Tampa Road, Suite A, Oldsmar, Florida, 34677.

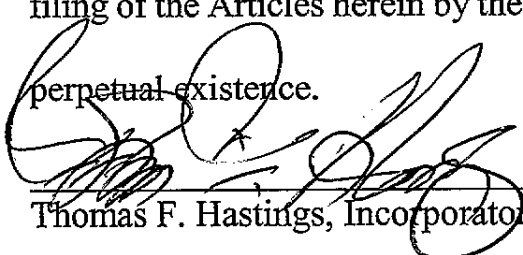
ARTICLE XV - INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are Thomas F. Hastings, DD, P.O. Box 1114, Oldsmar, Florida, 34677.

ARTICLE XVI - DATE OF COMMENCEMENT

The date of commencement of corporation existence to commence upon the

filing of the Articles herein by the Department of State. This corporation shall have perpetual existence.


Thomas F. Hastings, Incorporator

Date: April 19, 2002.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I 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.


Bryan A. Kutchins, Registered Agent

Date: April 19, 2002.

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