

NO2000003268

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April 26, 2002

Dana McKinnon, Director
Division of Corporations
Room 2001
The Capitol
Tallahassee, Florida 32301

FILED
02 APR 29 AM 8:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Incorporation of Squad 1 Ministries, Inc.
Our File No. 02-0126

To Whom It May Concern:

200005369342--8
-04/29/02--01082--008
*****87.50 *****87.50

Enclosed herewith please find the following:

1. Original Articles of Incorporation in regard to the above-referenced corporation.
2. Copy for certification.
3. A check in the amount of \$87.50 payable to the Secretary of State is enclosed.

Please file the enclosed Articles of Incorporation and return to me a certified copy of same.

Should you have any questions, please do not hesitate to call.

Sincerely,

Michael J. McDermott

Michael J. McDermott, Esquire

MJM/ssg

Enclosures

s\2002\02-0126\ltr-1

Dictated by Michael J. McDermott and mailed
without his review to avoid further delay.

g/s/2

ARTICLES OF INCORPORATION
Of
SQUAD 1 MINISTRIES, INC.
a Florida Not For Profit Corporation

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The undersigned persons, acting as incorporators of a corporation not for profit under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following articles of incorporation for the corporation:

ARTICLE I

The name of the corporation is SQUAD 1 MINISTRIES, INC.

ARTICLE II

The principal office and mailing address of the corporation shall be 2435 Hawk Griffin Road, Plant City, Florida 33565.

ARTICLE III

The corporation shall have perpetual duration.

ARTICLE IV

The corporation is a not for profit corporation. The purpose for which the corporation is organized are as follows:

(a) The specific and primary purposes for which this corporation is formed are to share the gospel of Jesus Christ to the homeless and to the teenagers who use and abuse drugs and alcohol; to feed, clothe, provide temporary housing and assist the homeless in obtaining employment; to otherwise minister to the needs of the homeless and teenagers who use and abuse drugs and alcohol; and for other religious and/or charitable purposes, by the distribution of its funds for those purposes.

(b) The general purposes for which this corporation is formed are to operate exclusively for religious and/or charitable purposes which will qualify it as an exempt organization under 26 U.S.C.A. s 501(c)(3), or corresponding provisions of any subsequent federal tax laws, including, for those purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Section.

(c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene by publication or distribution of any statements or otherwise in any political campaign on behalf of any candidate for public office.

ARTICLE V

The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collecting dues and assessments shall be as regulated in the bylaws.

ARTICLE VI

The street address of the initial registered office of the corporation is 791 W. Lumsden Rd., Brandon, Hillsborough County, Florida. The name of its initial registered agent at that address is Michael J. McDermott, Esquire.

ARTICLE VII

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be three (3): provided, however, that that number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

The directors named here as the first board of directors shall hold office until the first annual meeting of members at which time an election of directors shall be held.

Directors elected at the first annual meeting, and at all subsequent times, shall serve for a term of one (1) year until the annual meeting of members following the election of directors and until the qualification of the successors in office. Annual meetings shall be held at 9:00 A.M., on the first Monday in July of each year at the principal office of the corporation, or at any other place or places designated by the board of directors by resolution.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members of the board individually or collectively consent in writing to the action. Written consent or consents shall be filed with the minutes of the proceedings of the board, and any action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action taken in this manner shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of

incorporation and bylaws of this corporation authorize the directors to act in this manner. This statement shall be prima facie evidence of the directors' authority.

The names and residential addresses of the persons who are to serve as the initial directors are:

Kenneth Crews
2435 Hawk Griffin Road
Plant City, FL 33565

Charles Sanders
2435 Hawk Griffin Road
Plant City, FL 33565

Rick Gillispie
4604 Old Marbury Road
Plant City, FL 33567

ARTICLE VIII

The name and address of the Incorporator is:

Michael J. McDermott, Esquire
791 W. Lumsden Road
Brandon, FL 33511

ARTICLE IX

The board of directors shall elect the following officers: president, vice-president, treasurer, and secretary, and any other officers which the bylaws of this corporation authorize the directors to elect. Initially, officers shall be elected at the first annual meeting of the board of directors. Until that election is held, the following persons shall serve as corporate officers:

Kenneth Crews:	President
Charles Sanders:	Vice President
Kenneth Crews:	Secretary/Treasurer

ARTICLE X

Subject to the limitations contained in the bylaws and any limitations set forth in the Florida Not For Profit Corporation Act described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth in the bylaws.

ARTICLE XI

The property of this corporation is irrevocably dedicated to the sharing of the gospel of Jesus Christ and ministering to the needs of the homeless and teenagers who

use and abuse drugs and alcohol and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member, or to the benefit of any private individual.

ARTICLE XII

On the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for ministering to the homeless and/or to troubled youth and which has established its tax exempt status under 26 U.S.C.A. s 501(c)(3), or corresponding provisions of any subsequent federal tax laws.

ARTICLE XIII

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two- thirds of a quorum of members of the corporation.

I, the undersigned, being the Incorporator of this corporation, for the purpose of forming this not for profit religious/charitable corporation under the laws of Florida, have executed these Articles of Incorporation on 26th day of April, 2002.



MICHAEL J. MCDERMOTT, ESQUIRE
Incorporator

791 W. Lumsden Rd.
Brandon, Florida 33511
(813) 684-3131

STATE OF FLORIDA}
COUNTY OF HILLSBOROUGH}

Before me, the undersigned authority, personally appeared MICHAEL J. MCDERMOTT, who after being duly sworn, acknowledges that he executed the above articles of incorporation for the purposes expressed in them on this 26th day of April, 2002.



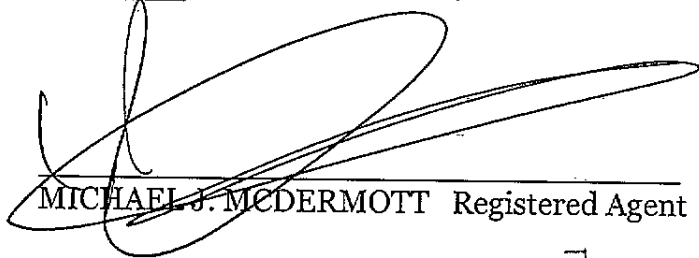

NOTARY PUBLIC--STATE OF FLORIDA:

My Commission Expires: 6-28-04

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of, SQUAD
1 MINISTRIES, INC., which is contained in the foregoing Articles of Incorporation.

Dated this 26th day of April, 2002.


MICHAEL J. MCDERMOTT Registered Agent

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TALLAHASSEE, FLORIDA

s\2002\02-0126\Articles of Incorp-Non Profit