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NO20000003543

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Please Reply to Starke Office

May 2, 2002

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*****70.00 *****70.00

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

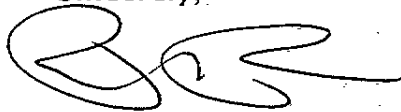
Re: Beulah Land Ministries, Inc.; Articles of Incorporation

Dear Sir/Madam:

Please find enclosed for filing the original and one copy of the Articles of Incorporation for Beulah Land Ministries, Inc. Also enclosed is a check in the amount of \$70.00 to cover the cost of filing.

Upon filing, please return a certified copy of the Articles of Incorporation in the envelope provided. Your assistance in this matter is greatly appreciated.

Sincerely,



Phyllis M. Rosier

PMR/cec
Enclosures

FILED
02 MAY -6 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5/10/02

**ARTICLES OF INCORPORATION
OF
BEAULAH LAND MINISTRIES, INC.
A NOT FOR PROFIT FLORIDA CORPORATION**

FILED
02 MAY -6 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation, hereby forms a corporation under the laws of the State of Florida as follows:

ARTICLE I

NAME OF CORPORATION

The name of this corporation is BEAULAH LAND MINISTRIES, INC. The mailing address of the principal office is Post Office Box 288, O'Brien, Florida 32071.

ARTICLE II

TERM OF EXISTENCE

The date when corporate existence shall commence shall be the date of the filing of these Articles of Incorporation by the office of the Secretary of State of the State of Florida and the corporation shall have perpetual existence thereafter.

ARTICLE III

GENERAL NATURE OF BUSINESS

This corporation is organized exclusively for religious, charitable and educational purposes within the meaning of §501(c)(3) of the Internal Revenue Code as amended. This corporation shall have all powers granted generally, including, but not limited to, the following:

- A. To do research, theoretical and applied, relating to social behavior, both group and individual;
- B. To develop education techniques, methods and technology for improving education in all phases of human development, physical and intellectual;
- C. To research and develop techniques to improve the socio-economic status of the disadvantaged, handicapped, and other members of children's groups;
- D. To undertake research, training, development and education programs in the field of human resources and environment so as to improve the conditions of all

children;

E. To receive, maintain, and accept as assets of the Corporation, any property, whether real, personal, or mixed, by way of gift, bequest, devise, or purchase from any person, firm, trust or corporation, to be held, administered, and disposed of exclusively for charitable, religious, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended, and in accordance with and pursuant to the provisions of these Articles of Incorporation; but no gift, bequest, devise, or purchase of any such property shall be received or made and accepted if it is conditioned or limited in such manner as shall require the disposition of income or principal to any organization other than a "charitable organization" or for any purposes other than a "charitable purpose" which would jeopardize the status of the Corporation as an entity exempt from federal income tax pursuant to the relevant provisions of the Internal Revenue Code, as amended;

F. To exclusively promote and carry on any other religious, charitable, or educational purposes and activities for which corporations may be organized and operated under the relevant provisions of the Internal Revenue Code, as amended, and under the Florida Nonprofit Corporation Code;

G. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitations as to its amount or value and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate, or otherwise dispose of such property and the income principal proceeds of such proceeds for any of the purposes set forth herein; and

H. To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

ARTICLE IV

EXEMPT PRIVATE PROPERTY

The private property of the incorporators, directors, officers, members and donors of this corporation shall be forever exempt from liability for all corporate debts and obligations whatsoever.

ARTICLE V

The corporation may indemnify any and all of its directors and officers, former directors and former officers against expenses incurred by them, including legal fees or judgments or penalties rendered or levied against any such person in a legal action brought against any such person for actions or omissions alleged to have been committed by any such person while a director or offices of the corporation, provided that the Board of Directors shall determine in good faith that such person did not act, fail to act, or refuse to act willfully or with gross negligence or with fraudulent or criminal intent in regard to the matter involved in the action. This article is made a part of these Articles to comply with and to take full advantage of Florida State Laws governing such indemnification. This Article is not intended to impose a limitation or requirement upon the Board of Directors nor is it intended to impair or limit in any way the immunity provisions found in Chapter 617 of the Florida Statutes.

ARTICLE VI

QUALIFICATIONS AND ADMISSION OF MEMBERS

The authorized number, qualifications, and manner of admission of members of this corporation, the different classes of membership, if any, the property, voting and other rights and privileges of members, the liability of members for dues and/or assessments and the method of collection thereof, and the termination and transfer of membership shall be as set forth in the bylaws of this corporation.

ARTICLE VII

NOT FOR PROFIT NATURE; POWERS

1. The Corporation is organized as a not for profit corporation pursuant to

Chapter 617 of the Florida Statutes, and is a nonprofit corporation as described in Section 501(c)(3) of the Internal Revenue Code, as amended.

2. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensations for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles of Incorporation. 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 any political campaign on behalf of or in opposition to any candidate for public office.

3. Anything contained in these Articles of Incorporation to the contrary notwithstanding, the Corporation shall not carry on or otherwise engage in any activities not permitted to be carried on or engaged in by (i) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, as amended, or any corresponding section of any future tax code; (ii) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, as amended, or any corresponding section of any future tax code; or (iii) a corporation organized and existing under the Florida Nonprofit Corporation Code.

4. In the event of the dissolution and liquidation of this Corporation, to the extent allowed or permitted under applicable laws, the property and assets of the Corporation shall be as determined by the Board of Directors, distributed to or sold and the proceeds of such sales distributed to any organization organized and operating for the same purposes for which the Corporation is organized and operating or any organization(s), foundation(s), fund(s), or corporation(s) organized and operating exclusively for religious, charitable, scientific, or educational, or other purposes permitted by Section 501(c)(3) of the Internal Revenue Code, as amended, all of which such organizations, foundations, funds, or corporations shall be exempt under Section

501(c)(3) of the Internal Revenue Code, as amended. In the event that any assets are not disposed of in accordance with the provisions of these Articles of Incorporation or that the Corporation shall fail to act within a reasonable time in the manner provided in these Articles of Incorporation, the Circuit Court of Suwannee County shall, upon application of one or more persons having a real interest in the Corporation or its assets make such distribution(s) as provided in these Articles of Incorporation.

ARTICLE VIII

INITIAL REGISTERED AGENT

The street address of the initial registered office of this corporation in the State of Florida will be 100 West Call Street, Starke, Florida 32091, and the name of its initial registered agent at such address is Phyllis M. Rosier.

ARTICLE IX

DIRECTORS

This corporation shall have three directors initially. The number of directors may be increased or decreased from time to time in the manner provided for in the bylaws of the corporation, provided that the corporation shall always have at least three directors. The officers of the organization comprise The Board of Directors: President; Vice-President; and Secretary are duly elected by the general membership at the annual business meeting, or as may be set forth in the bylaws of the corporation. The name and street address of the initial directors of this corporation, who shall serve until their successors are duly elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
Mun W. Cauley, Jr. President	Route 22, Box 2718 Lake City, Florida 32024
Lynda R. Cauley Vice-President	Route 22, Box 2718 Lake City, Florida 32024
Melodie B. Rawlins Secretary	Route 22, Box 2718 Lake City, Florida 32024

ARTICLE X
INCORPORATOR

The name and address of the incorporator signing these Articles of Incorporation is:

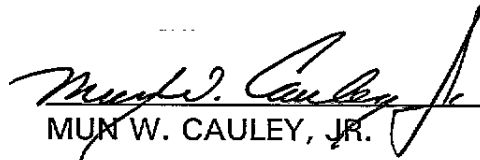
<u>NAME</u>	<u>ADDRESS</u>
Mun W. Cauley, Jr.	Route 22, Box 2718 Lake City, Florida 32024

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors of this corporation.

ARTICLE XI
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 2d day of May, 2002.


MUN W. CAULEY, JR.

STATE OF FLORIDA)
)SS:
COUNTY OF Baker)

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized to take acknowledgments in the State and County aforesaid, personally appeared MUN W. CAULEY, JR., who is personally known to me or has presented valid identification, SL DC to me known to be the person described as the Incorporator in and who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid this 2d day of May, 2002.

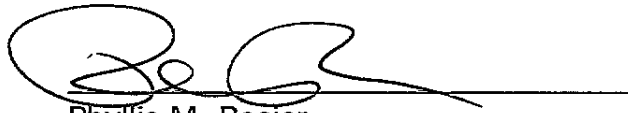

Notary Public/My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the above stated corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. The undersigned is familiar with and accepts the obligations of a registered agent.

Dated this 20 day of May, 2002.


Phyllis M. Rosier

FILED
02 MAY -6 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA