

**NO 20000003742**  
**THE ALLISON FIRM, P.C.**  
**Attorney and Counselor at Law**

---

May 6, 2002

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

Re: Vision Christian Counseling Association, Inc.

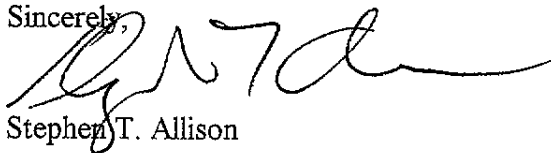
Dear Sir:

Enclosed find an original and one copy of the Articles of Incorporation together with my check for \$78.75 for filing fee and certificate. Please return a file marked copy for our files to :

Stephen T. Allison  
The Allison Firm, P. C.  
P. O. Box 2012  
Blairsville, Georgia 30514

Thank you for your kind attention to this matter.

Sincerely,



Stephen T. Allison

400005507214--0  
-05/13/02--01097--014  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

enclosure

**FILED**  
02 MAY 13 AM 11:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
VISION CHRISTIAN COUNSELING ASSOCIATION, INC.**

The undersigned incorporator, for the purposes of forming a corporation under the Florida Nor-for-Profit Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I  
NAME**

The name of this corporation shall be : VISION CHRISTIAN COUNSELING ASSOCIATION, INC.

**ARTICLE II  
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be :608 West Oakland Avenue, Oakland, Florida 34760.

**ARTICLE III  
CORPORATE PURPOSE**

**PURPOSE:** Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code.

The specific purposes for which the corporation is organized are as follows:

- (a) (1) To establish and maintain a Christian counseling service for the use of the churches, businesses and health care facilities and the general public and to provide access to such Christian counseling service and prayer ministry by virtue of personal contact and telephonic communication. (Psalm 37:4-5; Proverbs 12:15, 15:22; Jeremiah 49:20)
- (2) To propagate the Word of the Gospel as a Christian counseling foundation through seminars, workshops, radio, television, audio and video tapes, establishment of newsletters, books and brochures, and other forms of mass media for the purpose of educating the individual in the Word of God and its place in counseling. (Psalms 96:10, Proverbs 13:17, Mark 13:10, Acts 13:47; Matthew 22:37-40; Luke 10:25-28)
- (3) To provide tripartite therapeutic Christian counseling for the spirit, mind and body and to assist those seeking freedom from evil spirits to achieve that freedom. (Isaiah 61:1; I Thessalonians 5:23; I Corinthians 6:20; Jeremiah 42:4; Psalms 25:9) To cooperate with the churches in the building up of the whole body of Christ through Christian counseling. (Ephesians 2:19-22)
- (4) To provide training and certification of Christian counselors and to create teaching materials for such training. (Psalms 40:9-10; John 14:26; I Corinthians 14:12; II Timothy 2:2, 24-25)
- (5) To associate together for the mutual benefit of ministers, clergy, counselors, pastors and those associated in any counseling associations or societies for their mutual benefit; to provide continuing education, seminars, retreat and instructional programs to aid and assist in continuing spiritual growth and to disseminate information relative to matters pertaining to Christian counseling. (Psalms 37:30; Proverbs 15:22; I Corinthians 14:12)
- (6) To carry on charitable work for the poor and lost (Leviticus 25:35, Matthew 25:34-40, Galatians 6:10, Mark 14:7) such as a Prison Ministry, (Psalms 142:7, 146:7, Luke 4:18, I Peter 3:19), Counseling Center for released prisoners (Job 3:18, Psalms 69:33, Isaiah 49:9-10), and Drug and Alcohol Programs (Isaiah 5:11, 19:14,20; Habakkuk 2:15, Joel 2:32, Matthew 9:12, Psalms 121:2).
- (7) To assist various Christian organizations and churches in the promotion of Christian counseling ministries, (Galatians 6:2; I Corinthians 5:20; Ecclesiastes 4:9-12).
- (8) To provide Christian Mediation and Intervention services. (II Corinthians 5:18-19; Galatians 3:20; Proverbs 15:1; Ephesians 6:18; Hebrews 7:25; I John 5:16; II Kings 22:13)
- (9) To provide support groups for those needing assurance as they walk through their

FILED  
02 MAY 13 AM 11:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

deliverance. (Psalms 46:1, 55:22, Isaiah 41:10,14, Luke 22:32, Hebrews 3:13)

(10) To own and operate Radio and Television Stations for the purpose of the dissemination of Christian counseling set forth in the Gospel of Jesus Christ through word and music. (Matthew 5:14-16, 10:27; 11 Timothy 1:8)

(11) To print, publish, and distribute and sell books, magazines and other literature in connection with the purposes of this corporation; to sell, record and reproduce tapes, radio, and television programs in connection with the purposes of this corporation to produce and distribute radio and television programs. (Deuteronomy 31:19, 1 Chronicles 16:23-24, Psalms 68:4, Revelations 14:2)

(b) To operate under the name as set forth in Article I above; to adopt and assume names in the furtherance of its nonprofit, tax-exempt purposes (Genesis 17:5, 32:28; Acts 13:9; Matthew 1:23; Revelation 2:17); to exercise such other and incidental powers as may reasonably be necessary to carry out the purposes for which the corporation is established, provided that such incidental powers shall be exercised in a manner consistent with its tax exempt status as a religious organization as set forth in Section 501(c)(3) of the internal Revenue Code of 1986 as amended, of the United States of America.

(c) To employ qualified counsel and other necessary personnel to carry out the purposes of this corporation. (Titus 3:13; James 5:4)

(d) To have the right to purchase or acquire by gift, bequest, or otherwise, either directly or as a trustee, and to own, hold in trust, use, sell, convey, mortgage, rent, lease, or otherwise dispose; of any real estate or personal property as may be necessary for the furtherance of the corporation and Christian counseling education; and to conduct financial campaigns to further the aims and progress of the corporation. (James 1:17, 1 Peter 4:10-11, Mark 4:24-25, Acts 2:44-45, 4:34-35, Numbers 33:53, Deuteronomy 1:25, 11:24, Matthew 10:8, 16:27, John 3:27)

(e) To further all religious and charitable work and for such purposes to adopt and establish Bylaws, rules, regulations in accordance with law and not inconsistent with these Articles of Incorporation. (Joshua 1:7-8; Habakkuk 2:2-3; Romans 7:12, 10:4)

(f) To hire and employ agents, servants, and employees, and to enter into agreements of employment and collective bargaining agreements and to act as agent, contractor, trustee, factor or otherwise, either alone or in company with others.

(g) To carry on any business whatsoever that this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interests of this corporation and to have and to exercise all powers conferred by the laws pursuant to which and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended, and to do any and all things herein above set forth to the same extent and as fully as natural persons might or could do either alone or in connection with other persons, firms, associations, or corporation, and in any part of the world.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, shall be liberally construed in aid of the powers of this corporation, and the powers and purposes stated in each clause shall, except where otherwise stated, be in nowise limited or restricted by any term or provision of any other clause and shall be regarded not only as independent purposes, but the purposes and powers stated shall be construed distributively as each object expresses, and the enumeration as to specific powers shall not be construed as to limit in any manner the aforesaid general powers, but are in furtherance of, and in addition to and not in limitation of said general powers.

(h) To do all those things allowed and permitted to be done under law and specifically those set forth in the Florida Not-For-Profit Corporation Code, so long as such is permitted and consistent with Section 501(c)(3) of the Internal Revenue Code.

ARTICLE IV  
MANNER OF ELECTION OF DIRECTORS

The directors are elected by the members.

ARTICLE V  
INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are : Jan Garber, 608 West Oakland Avenue, Oakland, Florida 34760.

ARTICLE VI  
INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are : Jan Garber, 608 West Oakland Avenue, Oakland, Florida 34760.

ARTICLE VII  
TERM

The period of the duration of this corporation is perpetual, unless dissolved according to the law.

ARTICLE VIII  
BOARD OF DIRECTORS

The ministry shall have a Board of Directors of three (3) initially. The names and addresses of the initial Board of Directors who shall serve until the first election are :

1. Jan Garber, 608 Oakland Avenue, Oakland, Florida 34760
2. Bobbie Lynn Shafer, 14329 Pine Cone Trail, Clermont, Florida 34711
3. David Braland, 221 South Boyd Street, Winter Garden, Florida 34787

There shall be a Board of Directors for this corporation which shall consists of not less than three (3) and no more than seven (7) members.

Vacancies in the Board of Directors shall be filled by the appointment of a Director by the President until the next election of the Directors. The Directors shall have all the power as set forth in the Bylaws.

ARTICLE IX  
LIABILITY

No member of VISION CHRISTIAN COUNSELING ASSOCIATION, INC.. shall be liable for its debts nor shall any members property be so liable.

ARTICLE X  
EXEMPT STATUS AND DISSOLUTION

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Articles 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 or in opposition to 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 (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

#### ARTICLE XI BYLAWS

The Bylaws of VISION CHRISTIAN COUNSELING ASSOCIATION, INC.. shall be adopted and amended by the Board of Directors.

#### ARTICLE XII DECLARATION OF ASSETS

The property of this corporation is irrevocably dedicated to religious and charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

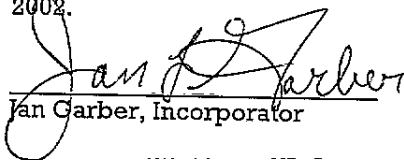
#### ARTICLE XIII GENDER

In referring to directors, officers, chairman, members, deacons, incorporators or assistants within these Bylaws, words of any gender shall be deemed to include any other gender and a reference to the singular shall include the plural, and vice versa, unless the context indicate that such reading would be inappropriate.

#### ARTICLE XIV AMENDMENTS

Amendments to this Articles of Incorporation, may be proposed by a resolution adopted by the Board of Directors. After notification to the members of the proposed amendment, such amendment shall be adopted by the Board of Directors by an affirmative vote of at least two-thirds of the Directors present and voting at a meeting at which a quorum is present.

IN WITNESS WHEREOF, We have hereunto subscribed our names, this 26 day of April, 2002.

  
Jan Garber, Incorporator

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.

Jan Garber  
Jan Garber

<sup>30</sup>  
4-26-02  
Date

STATE OF FLORIDA)  
COUNTY OF ORANGE)

I, a Notary Public of the County and State aforesaid, certify that Jan Garber, personally appeared before me this day and acknowledged the due execution of the foregoing instrument. Witness my hand and official stamp or seal, this <sup>30</sup> day of April, 2002.

Brenda D. Norquist  
Notary Public

SEAL

My commission expires : \_\_\_\_\_



Brenda D. Norquist  
Commission # CG 841864  
Expires June 1, 2003  
Bonded Thru  
Atlantic Bonding Co., Inc.

FILED  
02 MAY 13 AM 11:18  
CLERK OF THE STATE  
TALLAHASSEE, FLORIDA