

N02000005194

MCKINLEY, ITTERSAGEN, GUNDERSON & BERNTSSON, P.A.
ATTORNEYS AT LAW

ROBERT H. BERNTSSON
MIKO P. GUNDERSON
SCOTT D. ITTERSAGEN
ROBERT F. KOCH
MICHAEL R. MCKINLEY
THOMAS P. McLENNON
JERRY S. PAUL
ALBERT J. TISEO, JR.

July 5, 2002

18401 MURDOCK CIRCLE
PORT CHARLOTTE, FLORIDA 33948-1088
(941) 627-1000
TELEFAX (941) 255-0684
E-MAIL

1861 PLACIDA ROAD, SUITE 204
ENGLEWOOD, FLORIDA 34223-4949
(941) 474-7713
TELEFAX (941) 474-8276
E-MAIL

Reply To: Englewood

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

100006247411--8
-07708702--01039--016
*****78.75 *****78.75

RE: SOUTHWEST FLORIDA CHRISTIAN COLLEGE, INC.

Dear Sir or Madam:

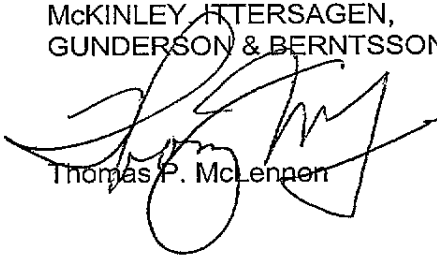
Please find enclosed duplicate originals of Articles of Incorporation for the above new corporation. Please file these Articles, then return to me a certified copy of the Articles of Incorporation. A self-addressed, stamped envelope is provided for your convenience.

Also enclosed is my firm's check in the amount of \$78.75 payable to the Secretary of State in payment of the filing fee (\$35.00), Registered Agent/Office Designation (\$35.00), and a certified copy (\$8.75) of the Articles.

Thank you for your cooperation in this matter.

Sincerely,

MCKINLEY, ITTERSAGEN,
GUNDERSON & BERNTSSON, P.A.


Thomas P. McLennon

TPM/bb

Enclosures

FILED
02 JUL -8 AM 9:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

G. BLALOCK JUL 10 2002

ARTICLES OF INCORPORATION OF
SOUTHWEST FLORIDA CHRISTIAN COLLEGE, INC.
(A NON-PROFIT FLORIDA CORPORATION)

FILED
02 JUL -8 AM 9:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is **SOUTHWEST FLORIDA CHRISTIAN COLLEGE, INC.**

ARTICLE II - PRINCIPAL OFFICE

The principal address for the office of the corporation is: 75 Pine Street, Englewood, FL 34223.

ARTICLE III - PURPOSES

The specific purpose for which this corporation is organized is to establish a Christian-based college for purposes of education. This corporation will not engage in activities, other than insubstantially, that do not further an exempt purpose under §501(c)(3) of the Internal Revenue Code.

ARTICLE IV - MANNER OF ELECTION OF DIRECTORS

(Board of Trustees)

The manner in which the directors are elected or appointed shall be provided for in the By-Laws.

ARTICLE V - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name of the initial registered agent is Dr. Wallis C. Metts, Sr., and the Florida street address is: 75 Pine Street, Englewood, FL 34223.

ARTICLE VI - INCORPORATOR

The name and address of the sole Incorporator to these Articles of Incorporation is: Dr. Wallis C. Metts, Sr., and the Florida street address is: 75 Pine Street, Englewood, FL 34223.

ARTICLE VII - OFFICERS

The names of the officers who are to serve until the first election or appointment under the Articles of Incorporation are:

DR. WALLIS C. METTS, SR.	-	President
REV. GARRY M. CLARK	-	Vice-President
REV. R. BRETT JONES	-	Secretary
KENNETH TRURAN	-	Treasurer

ARTICLE VIII. - INUREMENT

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 payment and distributions in furtherance of the purposes set forth in Article III hereof. Nonsubstantial 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.

ARTICLE XI. - DISSOLUTION

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.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 5th day of July, 2002.

Witnesses:

Renee M. Wing
Printed Name: Renee M. Wing

Bunny B. Johnson
Printed Name: Bunny B. Johnson

Dr. Wallis C. Metts, Sr.
Dr. Wallis C. Metts, Sr.

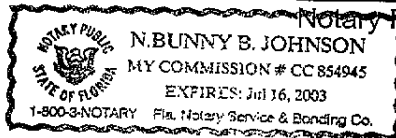
INCORPORATOR

STATE OF FLORIDA

COUNTY OF CHARLOTTE

The foregoing instrument was acknowledged before me this 5th day of July, 2002 by **Dr. Wallis C. Metts, Sr.** who
[] is personally known to me; or,
[X] has produced a Florida driver's license as identification and who did
take an oath.

My Commission expires:



N. Bunny B. Johnson
Notary Public, State of Florida

**CERTIFICATE DESIGNATING A REGISTERED AGENT
AND REGISTERED OFFICE FOR THE SERVICE OF PROCESS**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

SOUTHWEST FLORIDA CHRISTIAN COLLEGE, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Englewood, County of Charlotte, State of Florida, has designated Dr. Wallis C. Metts, Sr., whose street address is: 75 Pine Street, Englewood, FL 34223, as its agent to accept service of process within this state.

ACCEPTANCE

Having been designated as agent to accept service of process for the above-named corporation, at the place stated in this certificate, I hereby agree to act in this capacity and to comply with the provision of said law relative to same.

Dated this 5th day of July, 2002.

Dr. Wallis C. Metts, Sr.

Dr. Wallis C. Metts, Sr.
Registered Agent