

NO2000005689

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July 3, 2002

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

600006247046--7
-07/08/02--01041--005
*****78.75 *****78.75

Re: Power House Christian Church, Inc.

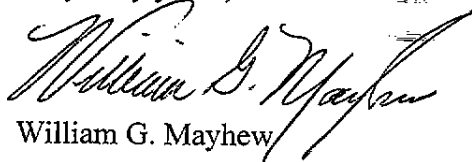
Dear Sir/Madam:

Enclosed please find the Articles of Incorporation and Appointment of Resident Agent relative to Power House Christian Church, Inc., a not-for-profit corporation, along with a fee of \$78.75.

Please return any correspondence to the undersigned.

Thank you.

Very truly yours,


William G. Mayhew

WGM: mlm
Enclosures

W02-
19840

FILED
2002 JUL 26 PM 3:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07.26-02



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 10, 2002

WILLIAM G MAYHEW
4530 CENTRAL AVE
ST PETERSBURG, FL 33711

SUBJECT: POWER HOUSE CHRISTIAN CHURCH, INC.
Ref. Number: W02000019840

We have received your document for POWER HOUSE CHRISTIAN CHURCH, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Document Specialist
New Filing Section

Letter Number: 802A00042812

FILED

2002 JUL 26 PM 3:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
POWER HOUSE CHRISTIAN CHURCH, INC.**

The undersigned, desiring to form a corporation not for profit under Chapter 617, Florida Statutes, adopts the following Articles of Incorporation for such corporation.

ARTICLE I: CORPORATE NAME

The name of this Corporation is: **Power House Christian Church, Inc.**

ARTICLE II: TERM OF EXISTENCE

This Corporation shall have perpetual existence, commencing upon the filing and approval of these Articles of Incorporation with and by the Secretary of State of the State of Florida.

ARTICLE III: CORPORATE PURPOSES AND POWERS

A. This corporation is organized and operated exclusively for charitable, scientific, and educational 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 provision of any future United States Internal Revenue law.

No part of the net earnings of the organization shall inure to the benefit of, or be distributed to, its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered, to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.

Notwithstanding any other provisions of these articles, the 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, and 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 of 1986 or the corresponding provisions 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 1986, or the corresponding provision of any future United States Internal Revenue law.

No substantial part of the activities of this corporation shall consist of lobbying or carrying on propaganda, or otherwise attempting to influence legislation, and this corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office except as provided in Section 501(h) of the Internal Revenue Code of 1986, or the corresponding provision of any future United State Internal Revenue law.

Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(c) (3) of the Internal Revenue Code, or corresponding section of any further federal tax code, or (b) by an organization, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code, or corresponding section of future federal tax code.

B. To organize and assemble people for praise and worship, fellowship, Bible studies, missions, ministry, and other activities; to build, edify, exort, and encourage the Body of Christ; to proclaim the Gospel of the Lord Jesus Christ; and to solicit and receive tithes and offerings.

C. To maintain and operate a Christian camp and retreat.

D. To provide Christian education classes and Christian counseling.

E. To make contracts and guarantees and incur liabilities.

F. To conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida General Corporation Act within or without the State of Florida;

G. To pay pensions and establish pension plans, profit sharing plans, and other incentive

plans for any or all of its Directors, Officers and employees.

H. To make and alter By-Laws, not inconsistent with these Articles of Incorporation or with the laws of the State of Florida, for the administration and regulation of the affairs of the Corporation.

I. To do everything necessary, proper, advisable or convenient for the accomplishment of said purposes, and to do all other things incidental to said purposes or connected therewith that are not forbidden by the Florida Corporation Laws or by any other laws, or by these Articles of Incorporation; and to engage in any activity or business now or hereafter authorized and permitted under the laws of the United States and the State of Florida to include but not be limited to:

1. Have succession by its corporate name for the period set forth in its articles of incorporation;
2. Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person;
3. Adopt, use, and alter a common corporate seal. However, such seal must always contain the words "corporation not for profit."
4. Elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation;
5. Adopt, change, amend, and repeal bylaws, not inconsistent with law or its articles of incorporation, for the administration of the affairs of the corporation and the exercise of its corporate powers;
6. Increase, by vote of its members cast as the bylaws may direct, the number of its directors so that the number shall not be less than three but may be any number in excess thereof;

7. Make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue notes, bonds, and other obligations, and secure any of its obligations by mortgage and pledge of all or any of its property, franchises, or income;

8. Purchase, take, receive, lease, take by gift, devise, bequeath, or otherwise acquire, hold, improve, use, or otherwise deal in or with real or personal property, or in any interest therein, wherever situated;

9. Acquire, enjoy, utilize, and dispose of patents, copyrights, and trademarks and any licenses and other rights or interests thereunder or therein;

10. Sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of its property and assets;

11. Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of and otherwise use and deal in and with, shares and other interests in, or obligations of, other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships, or individuals, or direct or indirect obligations of the United States, or of any other government, state, territory, governmental district, municipality, or of any instrumentality thereof;

12. Lend money for its corporate purposes, invest and reinvest funds, and take and hold real and personal property as security for the payment of funds loaned or invested except as prohibited by Section 617.0833, Florida Statutes;

13. Make donations for the public welfare or for religious, charitable, scientific, educational, or other similar purposes;

14. Have and exercise all powers necessary or convenient to effect any or all of the

purposes for which the corporation is organized;

15. Merge with other corporations both for profit and not for profit, domestic and foreign, if the surviving corporation is a corporation not for profit.

None of the objects, purposes and powers herein above set forth, except where otherwise specified in this Article, shall be in any way limited or restricted by reference to or inference from the terms of any other objects, purposes and powers set forth in this Article or any other Articles. The objects, purposes and powers specified in each of the clauses in the Articles shall be regarded as independent objects, purposes and powers.

ARTICLE IV: DIRECTORS

The manner in which the directors are to be elected or appointed shall be governed by the bylaws.

ARTICLE V: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The post office mailing address of the initial registered office of this Corporation in the State of Florida is 5651-10th Avenue North, St. Petersburg, Pinellas County, Florida 33710. The Board of Directors from time to time may move the registered office to any other address in the State of Florida.

The name and residence and mailing address of the Resident Agent is William G. Mayhew, Esq., 5651 -10th Avenue North, St. Petersburg, Pinellas County, Florida 33710. Said Registered Agent, by virtue of this signature on the last page of these Articles of Incorporation acknowledges appointment as such Registered Agent and agrees to accept service of process for this Corporation.


ARTICLE VI: INCORPORATORS

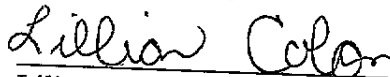
The names and residence address of the incorporators are as follows: Joe and Lilian Colon,
Route 1, Box 85-1, Ludiwici, Georgia 31316.

ARTICLE VII: DISSOLUTION

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or 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 disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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.

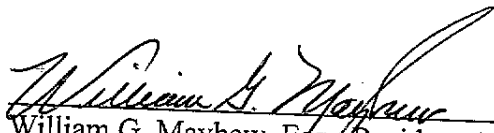
IN WITNESS WHEREOF, the undersigned, as Incorporators, have executed the foregoing Articles of Incorporation this 30th day of June, 2002.


Joe Colon, Incorporator


Lilian Colon, Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT:

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.


William G. Mayhew, Esq., Resident Agent