

August 2, 2002

No 200000 8031

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

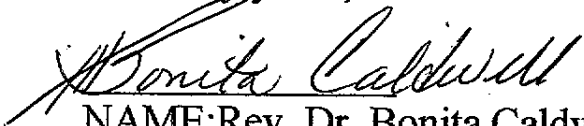
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*****70.00 *****70.00

In Re: GAP Ministries, Inc.

Enclosed is an original and one copy of the articles of
incorporation FOR A NON-PROFIT and check for \$70.00.

If there are any questions please do not hesitate to call at the
aforementioned telephone

Sincerely yours,

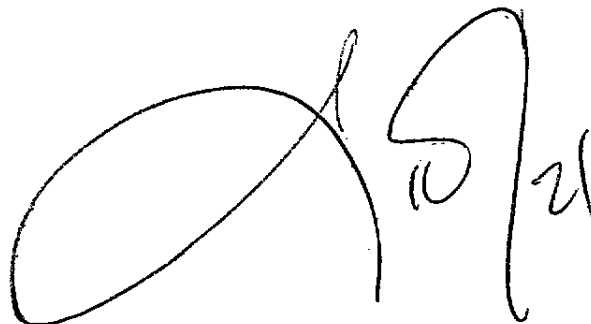


NAME: Rev. Dr. Bonita Caldwell

ADDRESS 719 Aurora, Cocoa, Florida 32922:

TELEPHONE: 321-632-8703

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02 OCT 18 AM 8:56
SECRETARY OF STATE
TALLAHASSEE FLORIDA



ARTICLES OF INCORPORATION

The undersigned, acting as incorporator of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation.

ARTICLE I - Name.

GAP Ministries, Inc

ARTICLE II - Principal Place of Business and Mailing Address:

The principal place of business and the mailing address of this corporation shall be:

% Rev Dr. Bonita Caldwell, 719 Aurora, Cocoa, Florida 32922

ARTICLE III Purpose

The specific purposes for which the corporation is organized are for

Creation of a body of believers, a CHURCH, distinguished by its belief in the inerrancy of Scripture, the priesthood of the believer and the autonomy of the local church. It recognizes the Lordship of Jesus Christ, the ministry and gifts of the Holy Spirit and the priority of worshiping God in spirit and truth. Such church shall also be the covering and overseer of Cell Dividing/Multiplying Churches that it has created

It shall have all the authority permitted for not for profit organizations to engage in any or all lawful activities permitted under the laws of the United States of America, The State of Florida, or any other state, country, territory or nation.

ARTICLE IV - Manner of Election of Directors.

The affairs of the corporation shall be managed by a Board of Directors. The Board shall have the power to admit members of the corporation in such manner, subject to such qualifications, and upon such terms and with such rights as may be provided from time to time by By-Laws of the corporation.

ARTICLE V. Limitation of corporate powers..

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes.

ARTICLE VI. Initial registered agent and street address:

The name and the street address of the initial registered agent is:

Rev. Dr. Bonita Caldwell, 719 Aurora, Cocoa, Florida 32922

ARTICLE VII. Incorporators

The name and the street address of the incorporator for these articles of Incorporation is:

Rev. Dr. Bonita Caldwell, 719 Aurora, Cocoa, Florida 32922

ARTICLE VIII. DISSOLUTION

UPON DISSOLUTION OF THE CORPORATION, THE BOARD OF DIRECTORS SHALL, AFTER PAYING OR MAKING PROVISIONS FOR THE PAYMENT OF ALL OF THE LIABILITIES OF THE CORPORATION, DISPOSE OF ALL OF THE ASSETS OF THE CORPORATION TO ANOTHER ORGANIZATION OR ORGANIZATIONS WHICH ARE ORGANIZED AND OPERATED FOR THE SAME PURPOSES FOR WHICH THIS CORPORATION IS ORGANIZED OR TO SUCH ORGANIZATION OR ORGANIZATIONS ORGANIZED AND OPERATED EXCLUSIVELY FOR CHARITABLE, EDUCATIONAL, RELIGIOUS, LITERACY, OR SCIENTIFIC PURPOSE AS SHALL AT THE TIME AT TIME QUALIFY AS AN EXEMPT ORGANIZATION OR ORGANIZATION UNDER SECTION 501C3 OF INTERNAL REVENUE CODE OF 1954 AS AMENDED, AS THE BOARD OF DIRECTORS SHALL DETERMINE. ANY SUCH ASSETS NOT SO DISPOSED OF SHALL BE DISPOSED OF BY THE CIRCUIT COURT OF THE COUNTY IN WHICH THE PRINCIPAL OFFICE OF THE CORPORATION IS THEN LOCATED, EXCLUSIVELY FOR SUCH PURPOSES OR TO SUCH ORGANIZATIONS OR ORGANIZATIONS, AS SAID COURT SHALL DETERMINE, WHICH ARE ORGANIZED AND OPERATED EXCLUSIVELY FOR SUCH PURPOSES.

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ARTICLE IX.

THE MEMBERS OF THIS CORPORATION SHALL HAVE NO RIGHTS, TITLE OR INTEREST WHATSOEVER IN ITS INCOME, PROPERTY, OR ASSETS, NOR SHALL ANY PORTION OF SUCH INCOME, PROPERTY, OR ASSETS BE DISTRIBUTED TO ANY MEMBER ON THE DISSOLUTION OR WINDING UP OF THIS CORPORATION. MEMBERS OF THIS CORPORATION SHALL NOT BE PERSONALLY LIABLE FOR THE DEBTS, LIABILITIES OR OBLIGATIONS OR THE CORPORATION AND SHALL NOT BE SUBJECT TO ANY ASSESSMENTS.

The undersigned incorporator has executed these Articles of Incorporation this 22 day of August 2002


Bonita Caldwell Incorporator

STATE OF FLORIDA
COUNTY OF BREVARD: SS

Before me, a notary public, authorized to take acknowledgements in the state and county set forth above, personally appeared Bonita Caldwell, known to me and by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed these Articles of Incorporation.

In Witness whereof, I have hereunto set my hand and affixed my official seal in the state and county aforesaid this 22 day of August 2002


Notary Public

My Commission Expires



James E. Johnson
MY COMMISSION # CC921703 EXPIRES
March 23, 2004
BONDED THRU TROY FAIN INSURANCE, INC.

CERTIFICATE

Certificate designating place of business or domicile for the service of process within this state, naming agent upon whom process may be served.

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation organized under the Laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name of the corporation is:
GAP Ministries, Inc

The name and address of the registered agent and office is:
Rev Dr. Bonita Caldwell, 719 Aurora, Cocoa, Florida 32922

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.

 August 22, 2002

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