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ANTHONY M. NARDELLA, JR.

OF COUNSEL:

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(*ALSO ADMITTED IN MD. & D.C.)

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October 23, 2002

Secretary of State
Corporate Records Bureau
Divisions of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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TALLAHASSEE
FLORIDA
SECRETARY OF STATE

RE: NEW CREATION MINISTRIES OF CENTRAL FLORIDA, INC.

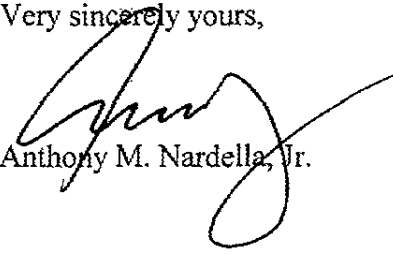
Gentlemen:

Enclosed please find an original and a copy of the Articles of Incorporation for the above-referenced corporation along with our check no. 5470 made payable to the Secretary of State in \$70.00 in order to defray your filing fee.

Please return the file stamped copy of the Articles of Incorporation to the undersigned at your earliest convenience.

If you should have any questions, please feel free to contact the undersigned.

Very sincerely yours,


Anthony M. Nardella, Jr.

AMN/bjw
Enclosures
cc: Ken Fleming

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ARTICLES OF INCORPORATION

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OF

DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

NEW CREATION MINISTRIES OF CENTRAL FLORIDA, INC..

In compliance with the requirements of F.S. Chapter 617, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a not-for-profit corporation.

ARTICLE I

The name of the corporation ("corporation") is NEW CREATION MINISTRIES OF CENTRAL FLORIDA, INC.

ARTICLE II

The existence of the corporation shall begin immediately upon filing with the Florida Department of State.

ARTICLE III

The purpose is to be charitable, religious, educational, literary and scientific, including the following:

- A The corporation is committed to make distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954, or any corresponding provision of the Internal Revenue Code as thereafter amended.
- B To aid the promotion and development of religious, educational, benevolent and charitable activities centered around the life and scriptural teaching of Jesus Christ, Matthew 25:35-40 and James 1:27.
- C To help further Christian education uniting the Body of Christ to be one as Christ is one with the Father.
- D To strengthen the family, so that home life of each member is healthy and fruitful by biblical standards. Ephesians 5:17 - 6:7, Colossians 3:15-24.
- E
 - 1. To baptize in water.
 - 2. To anoint the sick with oil.
 - 3. To conduct weddings and funerals.
 - 4. To provide biblical counsel.
 - 5. To celebrate the Lord's supper.
 - 6. To preach and teach His word.
- F To collect offerings and other income to make gifts to comply with paragraph A and B.

- G As necessary, borrow money and secure same for the purpose of expanding the ministry of giving, unto Matthew 25:35 - 40 and James 1:27, to support orphans in their distress.
- H To promote the introduction of Christian literature of all types to the general public.
- I To promote the Gospel of Jesus Christ in general.
- J To do any and all lawful acts permitted under the laws of the State of Florida.

ARTICLE IV

The street address of the principal office of the corporation is 1140 S. Orlando Avenue, A1, Maitland, Florida 32751-6439.

ARTICLE V

The initial street address of the corporation's registered office is 1140 S. Orlando Avenue, A1, Maitland, Florida 32751-6439. The initial registered agent for the corporation at that address is Rev. Kenneth H. Fleming.

ARTICLE VI

The initial board of directors shall consist of eight (8) members. The method of election of directors shall be as stated in the bylaws. The number of directors may be either increased or diminished from time to time as provided in the bylaws provided that at no time shall the number of directors ever be less than three (3). The name and address of the persons who will serve on the initial board of directors are:

Name	Address
Rev. Kenneth H. Fleming	1140 S. Orlando Avenue, A1, Maitland, Florida 32751-6439
Evelyn P. Fleming	1140 S. Orlando Avenue, A1, Maitland, Florida 32751-6439
Samuel Campbell	4016 Queen Anne Drive, Orlando, Florida 32839-3220
Robert Hansen	804 Thistle Lane, Maitland, Florida 32751
Sandra Miller	917 Dupont Street, Winter Park, Florida 32789
Loral Teolis	2642 Ultra Vista, Maitland, Florida 32751
Gary Tryon	7727 Toucan Drive, Orlando, Florida 32822
Warren Wilson	5071 Signal Hill Road, Orlando, Florida 32808

ARTICLE VII

The name and street address of the person signing these articles of incorporation is:

Name	Address
Rev. Kenneth H. Fleming	1140 S. Orlando Avenue, A1, Maitland, Florida 32751-6439

ARTICLE VIII

The members of the corporation shall be the directors and such other persons admitted to membership as regulated by the bylaws.

ARTICLE IX

Notwithstanding the provisions of Article III hereinabove, nothing herein shall be construed to permit the corporation to engage in any activity which would be inconsistent with its classification as an organization described in section 501(c)(3) of the Internal Revenue Code of 1986 as amended from time to time, or any equivalent section of the Internal Revenue Code in effect at any time. As such, the corporation shall not allow any expenditure of any part of the net earnings of the corporation to inure to the benefit of any member, director, or officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation effecting one or more of its purposes), nor shall any member, director, or officer of the corporation, or any private individual, be entitled to share in a distribution of the corporation's assets on dissolution of the corporation nor shall a substantial part of the activities of the corporation be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene (including the publication and distribution of statements) in the political campaign on behalf of any candidate for public office. Provided, further, that if at any time the corporation is deemed to be a Private Foundation as defined by Section 509 of the Internal Revenue Code of 1986 as amended from time to time, then for so long as the corporation is deemed a Private Foundation, the following provisions shall also be applicable:

1. The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.
2. The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.
3. The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.
4. The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

ARTICLE X

The corporation shall have all the powers, rights, and privileges of a corporation not for profit under Florida law.

ARTICLE XI

To regulate the provisions of these articles of incorporation, the board of directors of the corporation shall adopt bylaws.

ARTICLE XII

These articles of incorporation may be amended by the members of the corporation, providing any amendment is prepared and announced as regulated by the bylaws.

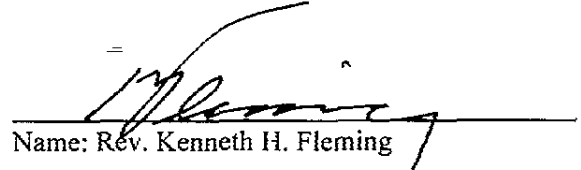
ARTICLE XIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE XIV

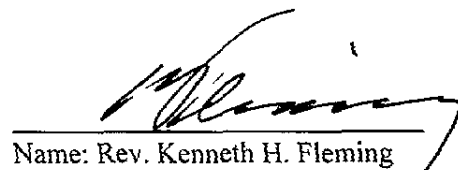
Upon the liquidation, dissolution or the winding up of the affairs of the corporation, the assets of the corporation shall be distributed exclusively to charitable, religious, scientific, literary, or educational organizations which are then qualified under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986 as amended from time to time, or any equivalent section of the Internal Revenue Code in effect at any time.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 22 day of October, 2002.


Name: Rev. Kenneth H. Fleming

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for NEW CREATION MINISTRIES OF CENTRAL FLORIDA, INC., at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 617.0501(3).


Name: Rev. Kenneth H. Fleming

Date: October 22 2002.

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CLERK OF THE STATE
TALLAHASSEE FLORIDA