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TALLAHASSEE, FL 32301-7171

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TRANSMITTAL LETTER

2002 DEC -9 PM 3:16

DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

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

SUBJECT: Next Step Men's Ministries, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: James P. Dawes

Name (Printed or typed)

830 S.W. 1st Avenue

Address

Pompano Beach, Florida 33060

City, State & Zip

(954) 588-0379

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
NEXT STEP MEN'S MINISTRIES, INC.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

A NON-PROFIT CORPORATION

We, the undersigned, acting as incorporators of a corporation under the Florida Not For Profit Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of this corporation shall be Next Step Men's Ministries, Inc.

ARTICLE II

The principal place of business and mailing address of this corporation shall be 830 S.W. 1st Avenue, Pompano Beach, Florida 33060.

ARTICLE III

The corporation is organized exclusively for charitable,

educational and religious purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Sections 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law).

The main purpose is to provide spiritual help, educational training, and living facilities for persons recovering from life controlling problems e.g., substance abuse or gambling regardless of religion (or lack of religion), race, creed or ethnic background. These purposes encompass the full scope of teaching, employment preparation as well as audio recordings, video recordings, meetings, special projects, use of the internet, transportation, outings, counseling, individual or group instruction and visitation.

ARTICLE IV

The business affairs of this corporation shall be managed by the Board of Directors. The number of initial directors of this corporation is three. The number of directors may be increased from time to time, by the by-laws, but shall never be less than three. The Board of Directors shall be members of the corporation and shall be elected and hold office in accordance with the by-laws.

ARTICLE V

The names and post office addresses of the initial Board of Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
James P. Dawes	830 S.W. 1 st Avenue Pompano Beach, Florida 33060	President
Thomas DeRosalia	151 S.E. 6 th Avenue #8 Pompano Beach, Florida 33060	Vice President
James P. Dawes	830 S.W. 1 st Avenue Pompano Beach, Florida 33060	Secretary
John A. Scholtes	P.O. Box 1419 Boca Raton, Florida 33429	Treasurer

ARTICLE VI

The name and street address of the initial registered agent is: James P. Dawes, 830 S.W. 1st Avenue, Pompano Beach, Florida 33060.

ARTICLE VII

The names and street addresses of the incorporators for these articles of incorporation are:

1. James P. Dawes, 830 S.W. 1st Avenue, Pompano Beach, Florida 33060
2. John A. Scholtes, P.O. Box 1419, Boca Raton, Florida 33429

ARTICLE VIII

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, unless limited are as follows: This corporation may do and perform all such acts and things, including those generally allowed by the laws of FLORIDA relative to corporations not for profit, as now existing, or as the law may henceforth provide, as from time to time may be necessary or expedient to the exercise of any and all of its corporate functions, powers and rights.

ARTICLE IX

Any additional provision for the operation of the corporation are as follows:

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, for a public purpose.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501 (h) of the Internal Revenue Code), and this 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.

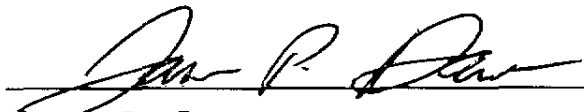
No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles.

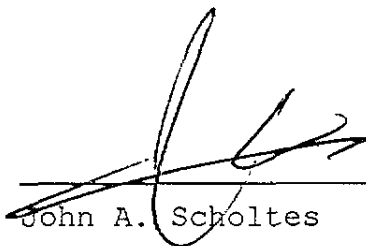
Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code.

In any taxable year in which this corporation is a private foundation as described in Section 509 (a) of the Internal Revenue Code, the corporation (1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; (2) shall not engage in any act of self-dealing as defined in Section 4941 (d) of the Internal Revenue Code; (3) shall not retain any excess business holdings as defined in Section 4943 (c) of the Internal Revenue Code; (4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the internal Revenue Code; and (5) shall not make any taxable expenditures as defined in Section 4945 (d) of the Internal Revenue Code.

The undersigned incorporators have executed these
Articles of Incorporation.

Signatures of Incorporators


James P. Dawes 12-5-02
Date


John A. Scholtes 12-5-02
Date

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

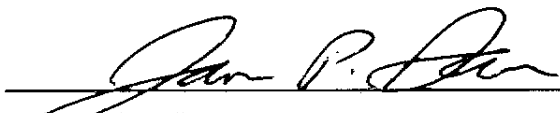
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 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.

1. The name of the corporation is: Next Step Men's Ministries, Inc.
2. The name and street address of the registered agent and office is: James P. Dawes, 830 S.W. 1st Avenue, Pompano Beach, Florida 33060.

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.


James P. Dawes

12-05-02
Date