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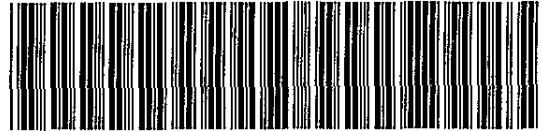
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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W03-3897

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O.Box6327
Tallahassee, FL 32314

SUBJECT:

Taken it to higher grounds Ministries, Inc.

O \$70.00
Filing Fee

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

U \$78.75
Filing Fee &
Certificate of
Status
City, State & Zip

O \$78.75
Filing Fee &
Certified Copy

O \$87.50
Filing Fee,
Certified Copy
& Certificate

**ADDITIONAL COPY
REQUIRED**

FROM Rev. Woodrow Brown
:
4512 W. America Street
Orlando, Florida 32811

407 295-0596



FLORIDA DEPARTMENT OF STATE

Ken Detzner
Secretary of State

February 10, 2003

REV. WOODROW BROWN
4512 W AMERICA STREET
ORLANDO, FL 32811

SUBJECT: TAKEN IT TO HIGHER GROUNDS MINISTRIES, INC.
Ref. Number: W03000003897

We have received your document for TAKEN IT TO HIGHER GROUNDS MINISTRIES, 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):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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) 245-6931.

Becky McKnight
Document Specialist
New Filing Section

Letter Number: 903A00008884

**Articles of Incorporation
Of
Taken it to Higher Grounds Ministries, Inc.
(A Non-Profit Corporation)**

1. I, the undersigned natural person of the age of twenty-one years or more, acting as incorporator for the purpose of creating a nonprofit corporation under the laws of the State of Florida, as Pursuant to Chapter 617.0202 of the General Statutes of Florida, entitled the "Not for Profit Corporation Act," and the several amendments thereto, do hereby set forth:

NAME

2. The name of the corporation shall be: Taken it to Higher Grounds Ministries, Inc.

ADDRESS OF PRINCIPAL OFFICE AND INITIAL REGISTERED AGENT

3. The address of the principal place of business and mailing address of the Corporation and the name of its initial registered agent shall be:

Place of Business:

Rev. Woodrow Brown
Address: 4512 W. America Street
32811
County: Orange County,
City: Orlando
State: Florida

Mailing Address and initial registered agent:

Rev. Woodrow Brown
6420 Metro West Blvd.
Orlando, Florida 32835

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TALLAHASSEE, FLORIDA

PERIOD OF DURATION

4. The period of duration of the Corporation shall be perpetual.

PURPOSE

5. The Corporation is organized and shall be operated exclusively for religious, charitable, scientific, literary or educational purposes within the meaning of section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Revenue Laws (the "Code"), including but not limited to the following:

To create means of feeding the poor, disabled, disadvantaged, children and elderly citizens of our communities. Educational experiences that explore constructive new possibilities for the

Articles of Incorporation

underprivileged and that promote mindfulness, service and Godly stewardship.

To conduct related research and disseminate its results.

To facilitate the establishment of emergency crises help, and disaster relief assistances in our at risk communities. To equip our needed citizens with skills that will enable them to become Godly Christians and productive citizens.

MANNER OF ELECTION

6. The manner in which the directors are elected or appointed:

Shall be annual basis by secret ballot.

INITIAL BOARD OF DIRECTORS

7. Except for the initial Board of Director, whose name is set forth in these Articles, the Board of Directors shall be chosen in the manner provided in the Bylaws. The name and address of the initial Board of Director is:

1. Name: Rev. Woodrow Brown
Address: 6420 Metro West Blvd.
Orlando Florida, 32835
2. Name: Minister Gregory R. Chandler
Address: 4673 Vergas Street
Orlando Florida, 32811
3. Name: Deacon Eli Stinson
Address: 2463 Ivan Court
Orlando Florida, 32807

POWERS

8. The Corporation shall have all the powers granted nonprofit corporations under the laws of State of Florida.

EARNINGS

9. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to any director, officer, or other private person except that the corporation may pay reasonable compensation for services rendered and may make payments and distributions in furtherance of its purposes as stated in the PURPOSE section of these Articles of Incorporation.

INTERNAL AFFAIRS

10. Except as provided in these Articles, the internal affairs of the Corporation shall be regulated and determined as provided in the Bylaws.

Articles of Incorporation

PROHIBITED ACTIVITIES

11. At all time and notwithstanding merger, consolidation, reorganization, termination, dissolution or winding up of the Corporation (voluntary or involuntary by operation of law), or any other provisions hereof:

- (a) No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation. The Corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code (or the corresponding provision of any future United States internal revenue law); (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code (or the corresponding provision of any future United States internal revenue law); or (iii) by a nonprofit corporation in Compliance Chapter 617, F.S., (Not for Profit).
- (b) At no time shall the Corporation engage in any activities that are unlawful under the laws of the United States, Florida or any other jurisdiction where any of its activities are carried on.
- (c) Notwithstanding any other provision of these Articles, if at any time or times the Corporation is a private foundation within the meaning of Section 509 of the Code, then during such time or times:
 - (1) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to subject the Corporation to tax under section 4942 of the Code;
 - (2) The Corporation shall not engage in any act of self-dealing as defined in section 4941(d) of the Code. Should the Corporation through its Board of Directors consider any activity, which would constitute self-dealing, or result in any transaction between the Corporation and a Director in his personal or other business capacity, that Director must remove himself from any and all discussion of the activity and also remove himself from any vote on the issue;
 - (3) The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Code;
 - (4) The Corporation shall not make any investments in such a manner as to subject the Corporation to tax under Section 4944 of the Code; and
 - (5) The Corporation shall not make any taxable expenditure as defined in Section 4945(d) of the Code.
- (d) The Corporation shall not discriminate on the basis of race, color, religion, sex, age, or national or ethnic origin in the administration of its activities.

Articles of Incorporation

INDEMNIFICATION

12. The Board of Directors may provide in the Bylaws of the Corporation that the Corporation shall indemnify its current and former directors, officers, employees, and agents against expenses and liabilities incurred as a result of actual or threatened litigation arising from the performance of their official duties. The indemnification provided by the Article shall not be deemed exclusive of any other rights to which such directors, officers, employees or agents may be entitled under any Bylaw, agreement, resolution of the Board of Directors, or otherwise. In no case, however, shall the Corporation indemnify or reimburse any person for any federal excise taxes imposed on such individual under Chapter 42 of the Code. Further, if at any time or times the Corporation is a private foundation within the meaning of Section 509 of the Code, then during such time or times no payment shall be made under this Article if such payment would constitute an act of self-dealing (as defined in Section 4941 (d) of the Code).

DISSOLUTION

13. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the corporation, dispose of all of the assets of the corporation to Fire Baptized Holiness Church of God of America, Inc., or such organization or organizations organized and operated under section 501(c)(3) of the Code, or to federal, state or local governments to be used exclusively for public purposes, as the Board of Directors shall determine. Any such assets not so disposed shall be disposed of by the Clerk of Superior Court of Orange County, Florida to such organization or organizations as the Clerk of the Superior Court of Orange County shall determine which are organized and operated exclusively for such purposes and at the time qualify as exempt organizations under Section 501(c)(3) of the Code, or to federal, state or local governments to be used exclusively for public purposes. The private property of the officers and directors of the Corporation shall not be subject to payment of corporate debts to any extent whatever.

AMENDMENTS

14. These Articles of Incorporation may not be amended to prevent the corporation from qualifying as an exempt organization under section 501(c)(3) of the Code.

Articles of Incorporation

INCORPORATOR

15. The name and address of the Incorporator is:

Name: Rev. Woodrow Brown
Address: 4512 W. America Street
Orlando, Florida 32811

IN WITNESS WHEREOF, I, as Incorporator, and Registered Agent have signed and acknowledge these Articles of Incorporation on January 31, 2003. Having been named as registered agent to accept service of process for the above stated corporation at the place designed in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signature/Registered Agent Rev. Woodrow Brown Date 1-31-03

Print Name Rev. Woodrow Brown

Signature/Incorporator Rev. Woodrow Brown Date 1-31-03

Print Name Rev. Woodrow Brown

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