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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I SMITH MAR 07 2003

Bethesda International Ministries, Inc.

2221 Coachman Road  
Spring Hill, FL 34608

March 1, 2003

Cooperate Records Bureau  
Divisions of Corporations  
Department of State  
PO Box 6327  
Tallahassee, FL 32314

RE: Articles of Incorporation  
Bethesda International Ministries, Inc.

Enclosed, please find the Articles of Incorporation regarding the above referenced corporations.  
We have also enclosed a check in the amount of \$78.75 which represents the following:

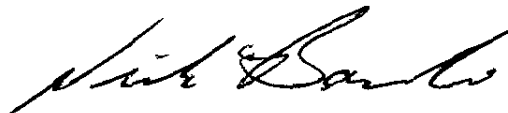
Filing Fee	\$35.00
Certified Copy Fee	8.75
Registered Agent Fee	35.00

Please file the Articles of Incorporation, certify them and return the certified copies to our office at the above referenced address.

Thank you for your assistance and if you have any questions, please do not hesitate to contact us.

Sincerely yours,

Enclosures



B200-630-52-081-0

ARTICLES OF INCORPORATION  
OF  
BETHESDA INTERNATIONAL MINISTRIES, INC.  
(A Corporation Not For Profit)

FILED  
03 MAR -6 PM 3:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned incorporator, make, subscribe, acknowledge, and file with the Secretary of State of Florida, these Articles of Incorporation for the purpose of forming a corporation not for profit in accordance with the laws of the State of Florida.

ARTICLE I - NAME AND ADDRESS

The name of this corporation shall be BETHESDA INTERNATIONAL MINISTRIES, INC., and the residence and mailing address shall be 2221 Coachman Road, Spring Hill, Florida 34608

ARTICLE II - PURPOSE

a] This corporation is organized and shall be operated exclusively for charitable, religious, educational and scientific purposes, including, among other things, educational purposes related to services to the needy, and the methods and tools used to accomplish same. As a means for the accomplishment of the foregoing, it shall be within the purposes of this corporation to establish and maintain charitable, educational and scientific research activities, agencies, and institutions, and the aid of such activities, agencies, and institutions already established and any other means, persons, or agencies which, from time to time, shall seem expedient to its members or directors and which shall further the purpose of this corporation.

b] It shall be within the purposes of this corporation to receive and maintain a fund or funds of real or personal property, or both, and subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income there from and the principal thereof exclusively for charitable, scientific or educational purposes either directly or by contributions to organizations exempt under Section 501(c)(3) of the Internal Revenue Code and the regulations there under.

c] No part of the net earnings of this corporation shall inure to the benefit of any member, director or officer of this corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for this corporation affecting one or more of its purposes), and no member, director or officer of this corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of this corporation. No substantial part of the activities of this corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and this corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political

campaign on behalf of any candidate for public office. d] Notwithstanding any other provisions of these Articles of Incorporation, this corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code or the regulations issued there under, or by an organization, contributions to which are deductible under Section 170(c)(2) of such Code and the regulations issued there under.

e] Upon the dissolution of this corporation or the winding up of its affairs, the assets of this corporation shall be distributed exclusively to charitable, religious, scientific, literary, or educational organizations which would qualify for the provisions of Section 501(c)(3) of the Internal Revenue Code and the regulations issued there under; and no member, director, officer or private individual shall be entitled to share in the distributions of any assets.

### ARTICLE III - MEMBERSHIP

The members of this corporation shall consist of those persons who join as subscribers to these Articles of Incorporation, and such other persons as may from time to time be elected and admitted to membership by the Board of Directors of this corporation in accordance with the provisions of the By-Laws of this corporation.

### ARTICLE IV - DURATION

This corporation shall have perpetual existence, commencing with the filing of these papers.

### ARTICLE V - OFFICERS AND DIRECTORS

The affairs of this corporation shall be managed by a Board of Directors who shall be elected by the members of this corporation as provided in the By-Laws, and by officers who shall be elected by the members of this corporation as provided in the By-Laws. The officers to be elected shall be a President, a Vice-President, a Secretary and a Treasurer and such other officers as may be provided for in the By-Laws of the corporation. Two or more offices may be held by the same person. The duties of the respective officers and the manner of filling vacancies in the offices of this corporation shall be provided in the By-Laws.

The number of directors and the manner of filling vacancies in the Board of Directors shall be provided in the By-Laws of this corporation. The number shall not be less than three nor more than fifteen. Directors may be held within or without the State of Florida. Directors shall be members of this corporation.

The names and addresses of the directors to these Articles of Incorporation are as follows:

#### ARTICLE VI - SUBSCRIBERS

The names and addresses of the subscribers to these Articles of Incorporation are as follows:

Martin A. O'Donnell, 2221 Coachman Road, Spring Hill, FL 34608  
Sharon L. O'Donnell, 2221 Coachman Road, Spring Hill, FL 34608  
Nicholas Bacchi, 6267 Sardinia Avenue, Spring Hill, FL 34608  
Grace Bacchi, 6267 Sardinia Avenue, Spring Hill, FL 34608

#### ARTICLE VII - REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of this corporation shall be located at Sardinia Avenue, Spring Hill, Florida, 34608, and the initial registered agent of this corporation at such office shall be Nicholas Bacchi. This corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

#### ARTICLE VIII - OFFICERS

The names and addresses of the officers of this corporation who, subject to these Articles, and the By-Laws of this corporation and the laws of the State of Florida, shall hold office for the first year of this corporations existence, or until an election is held by the members of this corporation for the election of permanent officers, or until their successors have been duly elected and qualified are:

President: Martin A. O'Donnell  
Vice-President: Nicholas Bacchi  
Secretary: Sharon L. O'Donnell  
Treasurer: Grace Bacchi

#### ARTICLE IX - POWERS

This corporation shall have and exercise all powers necessary or convenient to effect any and all of the charitable, scientific, and educational purposes for which this corporation is organized.

#### ARTICLE X - BYLAWS

The initial Bylaws of this corporation may be made, altered, or rescinded from time to time in whole or in part by a majority vote of the Directors of this corporation present at any meeting of the Directors duly called and convened.

#### ARTICLE XI - AMENDMENTS TO ARTICLES

The power to alter, amend, or repeal the Articles of Incorporation of this corporation is vested in the Board of Directors. Such action must be taken pursuant to a resolution approved by a majority of the Directors.

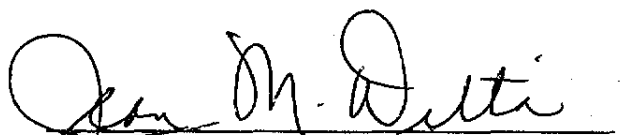
IN WITNESS WHEREOF, I have executed these Articles of Incorporation for the uses and purposes therein expressed, under the laws of the State of Florida, this 3<sup>rd</sup> day of MARCH, 2003.

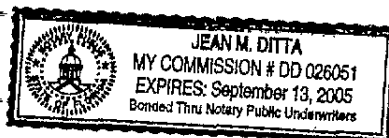
  
NICHOLAS BACCHI

STATE OF FLORIDA }  
COUNTY OF HERNANDO }

On this 3<sup>rd</sup> day of March, 2003, before me, the undersigned authority, personally appeared, NICHOLAS BACCHI, who produced his driver's license as identification and whose name is subscribed to this written instrument, and he acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

  
NOTARY PUBLIC, STATE OF FLORIDA  
JEAN M. DITTA  
Print Notary Name



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 Chapter 48.091, Florida Statutes, the following is submitted. BETHESDA INTERNATIONAL MINISTRIES, INC., desiring to organize under the Laws of the State of Florida with the registered office at 6267 Sardinia Avenue, Spring Hill, Hernando County, State of Florida, has named NICHOLAS BACCHI as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

  
NICHOLAS BACCHI

**FILED**  
03 MAR -6 PM 3:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA