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SECRETARY OF STAFF

1-15-03

MICHAEL A. JOHNSON

Attorney at Law

225 North Florida Avenue Lakeland, Florida 33801

Email: majlaw@tampabay.rr.com Fax: (863) 688-0472 Phone: (863) 688-0741 www.MAJohnsonLaw.com Post Office Box 1397 Lakeland, Florida 33802-1397

July 7, 2003

Secretary of State Registration Section Division of Corporation 409 East Gaines Street Tallahassee, Florida 32399

Re: FREEDOM IN CHRIST MINISTRIES, INC.

Gentlemen:

I am enclosing herewith the original and one copy of the Articles of Incorporation, together with the Certificate of Designation of Registered Agent/Registered Office Form for the above limited liability corporation..

Also enclosed is my check in the amount of \$87.50 to cover filing fees, certified copy and certificate.

Please forward all documents to this office at your earliest convenience.

Michael A. Johnson

MAJ:BGP Enclosure

TRANSMITTAL LETTER

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

SUBJECT: FREEDO	OM IN CHRIST MINISTR		
Enclosed is an original a	(PROPOSED CORPORATION OF THE ARTICLE		
\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	S78.75 Filing Fee & Centified Copy	\$87.50 Filing Fee, Certified Copy & Certificate
		ADDITIONAL CO	PY REQUIRED
FROM:	Michael A. Johnson, A	ftorney at Law	ett de st
	P.O. Box 1397	<u> </u>	
	Ad	dress	
	Lakeland, FL 33802-1397 City, State & Zip		_
	(863) 688-0741	are as with	
		ephone number	

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

03 JUL 10 PM 3: 10 ARTICLES OF INCORPORATION SECRETARY OF STATE TALLAHASSEE, FLORIDA

FILED

FREEDOM IN CHRIST CHURCH MINISTRIES, INC.

OF

WE, the undersigned, do hereby make, subscribe, acknowledge, and file with the Secretary of State of the State of Florida, these Articles of Incorporation for the purpose of forming a corporation not for profit in accordance with the provisions of Chapter 617, Florida Statutes, as amended from time to time by the legislature of the State of Florida.

ARTICLE I NAME

The name of this corporation shall be , FREEDOM IN CHRIST CHURCH MINISTRIES, INC., and its principal place of business shall be in the City of Lakeland, County of Polk, State of Florida. but it shall have the power and authority to establish branch offices at such place or places as may be designated by the Board of Directors.

ARTICLE II **DURATION**

The term of existence of the corporation is perpetual unless dissolved in a manner provided by law; and the corporate existence will commence on the filing of these Articles by the Department of State.

ARTICLE III **PURPOSE**

FREEDOM IN CHRIST CHURCH MINISTRIES, INC.

The purpose for which the corporation is organized is to establish a church.

Nothing herein contained shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the corporation to carry on any business, exercise any power, or do any act which a corporation may not, under the laws of the State of Florida, lawfully carry on, exercise, or do.

ARTICLE IV CORPORATE POWERS

All corporate powers shall not be limited.

ARTICLE V DIRECTORS

The number of Directors of the corporation shall be not less than three (3) nor more than five (5), and shall be elected according to the provisions in the by-laws.

ARTICLE VI INITIAL DIRECTORS

The names and addresses of each of the Directors, subject to the By-Laws, who shall hold office until their successors are elected and have qualified, are as follows:

Name Address

Napoleon Spencer 1218 Buena Dr.

Lakeland, FL 33805

Robert Good 5818 Buckrun Dr.

Lakeland, FL 33801

Larry Mitchell 4320 Old Colony Rd.

Mulberry, FL 33860

Ralph Sharp 635 Candyce Ave.

Lakeland, FL 33805

Horace King 1411 W. 9th St.

Lakeland, FL 33815

ARTICLE VII INDEMNIFICATION

Every director and every officer of the corporation shall be indemnified by the corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him/her in connection with any proceeding or settlement of any proceeding to which he or she may be a party or in which he or she may become involved by reason of his/her being or having been a director or officer at the time such expenses are incurred, except when the directors or officers are adjudged guilty of willful misfeasance or malfeasance in the performance of his/her duties; provided that in the event of a settlement, the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest of the corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such directors or officers may be entitled.

ARTICLE VIII PRINCIPAL PLACE OF BUSINESS

The principal office of this corporation shall be located in the City of Lakeland, County of Polk, State of Florida, and the mailing address of said principal office of the corporation shall be P.O. Box 923, Lakeland, Florida 33802.

ARTICLE IX INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office is Post Office Box 1397, 225 North Florida Avenue, Lakeland, Florida 33802-1397 and the name of the initial registered agent at that office is Michael A. Johnson.

ARTICLE X INCORPORATORS

The name and post office address of the person signing these Articles of Incorporation is:

NAME Jesse McNeal, Jr. ADDRESS 1415 N. Carver Avenue

Lakeland, FL 33805

ARTICLE XI OFFICERS

The officers of the corporation shall be elected at the organizational meeting of the incorporators and directors.

ARTICLE XII CONDUCT OF CORPORATE AFFAIRS

The corporation shall qualify for and become a corporation qualifying as a 501(c)(3) corporation and all activities and conduct of the corporation shall be consistent therewith.

- A. The organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code or corresponding sanction of any future federal tax code.
- B. Notwithstanding any of the provision herein, the purposes of this organization are limited to such purposes as are permitted under Section 501 (c)(3) of the Internal Revenue Code.
- C. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth above. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and 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.
- D. Upon dissolution, remaining assets of the organization shall be distributed for one or more exempt purposes within the meaning of Section 501 (c)(3) of the Code, or shall be distributed to the federal government, or to a state or local government, for public purposes.

I, the undersigned, being the original subscriber and incorporator of the foregoing corporation, do hereby certify that the foregoing constitutes the proposed Articles of Incorporation of FREEDOM IN CHRIST CHURCH MINISTRIES, INC.

Michael Alan Johnson MY COMMISSION # CC880014 EXPIRES November 15, 2003 BONDED THRU TROY FAIN INSURANCE INC.

FILED

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First – That **FREEDOM IN CHRIST CHURCH MINISTRIES, INC.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Lakeland, County of Polk, State of Florida, has named Michael A. Johnson located at Post Office Box 1397, 225 N. Florida Avenue, Lakeland, Florida 33802-1397, 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 place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

...-

ael A. Johnson, Resident Agent