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REPLY TO: WILLIAM J. GREEN

wjgreen@pensacolalaw.com Fax: (850) 479-8325 SUZANNE BLANKENSHIP
EDWARD P. FLEMING
WILLIAM J. GREEN
R. TODD HARRIS
ROBERT N. HEATH, JR.
BELINDA B. DE KUZAN
BRUCE A. McDONALD
STEPHEN R. MOORHEAD
B. KRISTIAN W. RASMUSSER, III
J. D. SMITH

OF COUNSEL MICHAEL L. FERGUSON

December 19, 2003

Secretary of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

Re: C & M Ministries, Inc. (Non-Profit Corporation)

Our File No. WJG-03-0379

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation on the above-referenced not-for-profit corporation. Please file the original Articles of Incorporation and return a certified copy to the undersigned. Also enclosed is our firm check in the amount of \$78.75 for the following:

Filing fee \$35.00 Certified copy 8.75 Registered Agent fee 35.00 TOTAL \$78.75

Please feel free to contact me should you have any questions or require additional information.

Thank you for your assistance in this matter.

Sincerely,

William J. Green

WJG/dcp Enclosures

cc: William J. McNamara

ARTICLES OF INCORPORATION OF C & M MINISTRIES, INC.

A Florida Not For Profit Corporation

ARTICLE ONE

The name of the corporation is C & M Ministries, Inc.

ARTICLE TWO

The address of the place of business of the corporation is 3111 Zepp Lane, Pace, Florida, and the mailing address of the corporation is 3111 Zepp Lane, Pace, Florida 32571.

ARTICLE THREE

This corporation is organized for charitable, religious and educational purposes including, the establishment and maintenance of a place of religious worship and a place or places of refuge for children and youth; places of transformation in adults; parsonages; housing of servants, schools; an academy; colleges; print shops; day-care centers, and camps; the evangelizing of the unsaved by proclaiming the Gospel of the Lord Jesus Christ; the educating of believers in a manner consistent with the requirements of the Holy Scriptures (King James Bible), on Sunday and the weekdays in schools of Christian education; and the maintaining of missionary activities in the United States and any foreign country, together with such other related not for profit activities as may be approved and set-forth in the bylaws of the corporation from time to time.

ARTICLE FOUR

The Board of Directors shall consist of three to seven individuals who shall manage the business and affairs of the Corporation as officers or directors. The directors need not be residents of Florida. Each director shall be elected by majority vote of the existing directors and shall serve for the term of one year or until his or her successor is elected and qualified or until his or her earlier resignation or removal. There shall be no limitation against any officer or director serving successive terms. The incorporators shall be the initial directors of the corporation.

ARTICLE FIVE

Any assets remaining after the dissolution of the corporation and the disposition of all debts and obligations shall be donated to a ministry of Independent Baptist Faith or similar faith as approved by the directors which qualifies as a not-for-profit, tax-exempt entity.

SECRETARY OF STATE TALLAHAS SEE, FLORIDA 03 DEC 23 AM IO: 11.

ARTICLE SIX

The names and Florida street address of the registered agent is William J. McNamara, 3111 Zepp Lane, Pace, Florida 32571.

ARTICLE SEVEN

The names, addresses and titles of the incorporators are:

Names	Address
William J. McNamara	3111 Zepp Lane
Director	Pace, Florida 32571
Jimmie M. Clark	3790 Parks Road
Director	Lexington, NC 27292
Jennifer Lynne McNamara	3111 Zepp Lane
Director	Pace, Florida 32571

IN WITNESS WHEREOF, we have subscribed our names this <u>19</u> day of December 2003.

Willjam J. McNamara

limmie M. Clark

ennifer Lynne McNamara

CERTIFICATE OF ACCEPTANCE AS INITIAL REGISTERED AGENT

Having been named as initial registered agent to accept service of process for C & M Ministries, Inc. at 3111 Zepp Lane, Pace, Florida 32571, I am familiar with and accept the appointment as initial registered agent and agree to act in that capacity in compliance with the laws governing registered agents.

William J. McNamara,

Registered Agent