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2004 FEB 26 P 5:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


February 19, 2002

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

Subject: The Second Coming Ministries, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$78.75 for the filing fee and a certificate of status.

Thank you,


Dr. James W. Hendershot
8477 Orleans
Pinellas Park, FL 33781
727-544-2116

ARTICLES OF INCORPORATION

OF

The Second Coming Ministries, Inc.

The undersigned, being of legal age and competent to contract, for the purpose of organizing a not-for-profit corporation under Florida Statutes Chapter 617, does hereby adopt the following Articles of Incorporation, and does hereby agree and certify as follows:

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TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be: The Second Coming Ministries, Inc.

ARTICLE II. NOT FOR PROFIT

The corporation is a nonprofit corporation under the laws of the State of Florida. The corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Directors or Officers, except to the extent permissible by law.

ARTICLE III. COMMENCEMENT OF CORPORATE EXISTENCE

This corporation shall commence corporate existence upon the 25th day of February, 2004, and shall have perpetual existence unless sooner dissolved according to law.

ARTICLE IV. PURPOSES

The corporation is organized and shall be operated exclusively for the following purposes:

- A. To reach out to the community, proclaiming the whole counsel of God's Word, without compromise so that believers might be established in the faith and live Godly lives.
- B. To promote world wide missions with beginnings in our community.
- C. To promote an agenda that serves the best interests of our congregation and guests.
- D. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including, without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate, or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.
- E. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Said organization is organized exclusively for charitable, religious, educational and scientific purposes, within the meaning of section 501 (c) (3), 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 section of any future federal tax code.

ARTICLE V. LIMITATION

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Directors or Officers, but 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 in Article IV hereof. 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 or in opposition to 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 (a) by a corporation exempt from federal taxation under 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VI. PRINCIPAL BUSINESS OFFICE

The principal business office of this Corporation shall be located at:

8477 Orleans
Pinellas Park, FL 33781

ARTICLE VII. INITIAL REGISTERED AGENT AND OFFICE

The initial registered office of this corporation shall be located at:

8477 Orleans
Pinellas Park, FL 33781

And the initial registered agent of the Corporation at that address shall be:

James W. Hendershot

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

The management of the Corporation shall be vested in a Board of Directors. The number of Directors constituting the Initial Board of Directors is three (3). The number of Directors may be increased or decreased from time to time as provided in the Bylaws, but shall never be less than one. The Bylaws may provide for an ex-officio and honorary Directors and their rights and privileges. The names and street addresses of the initial Director(s) of this Corporation are:

Dr. James W. Hendershot
8477 Orleans
Pinellas Park, FL 33781

Robert Martin
523 Plaza Seville Ct., #48
Treasure Island, FL 33706

Ted Nelson
8232 45th St., N.
Pinellas Park, FL 33781

ARTICLE IX. OFFICERS

The Officers of the Corporation shall consist of a President, Vice President, Secretary and Treasurer and such other officers and assistant officers as may be provided in the Bylaws. Each Officer shall be elected, and may be removed by the Board of Directors at such time and in such manner as may be prescribed by the Bylaws. The voting members shall elect Directors every 5 years as stated in the Bylaws.

ARTICLE X. INCORPORATOR

The name and street address of the Incorporator is:

Dr. James W. Hendershot
8477 Orleans
Pinellas Park, FL 33781

ARTICLE XI. BYLAWS

Except as otherwise provided by law, the power to adopt, alter, amend or repeal the bylaws shall be vested in the Board of Directors.

ARTICLE XII. INDEMNIFICATION

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all of its Directors, officers, employees and agents, and former directors, officers, employees and agents from and against all liabilities and obligations, including attorneys' fees, incurred in connection with any action taken or failed to be taken by said Directors, Officers, employees and agents in their capacity as such except for willful misconduct or gross negligence.

ARTICLE XIII. CONFLICTS OF INTEREST

No contract or other transaction between this Corporation and any other corporation, and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the Directors of this Corporation are pecuniary or otherwise interested in, or are the directors or officers of such other corporation. Any Director individually or any firm of which any Director may be a member, may be a party to, or may be pecuniary or otherwise interested in any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any Director of this Corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation that shall authorize any such contract or transaction with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

**ARTICLE XIV.
LIMITED LIABILITY OF MEMBERS**

The private property of the members shall not be subject to payment of the Corporation's debts to any extent.

**ARTICLE XV.
NONSTOCK BASIS**

This Corporation is organized on a nonstock basis and shall not issue any shares of stock.

**ARTICLE XVI.
AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the members is subject to this reservation.

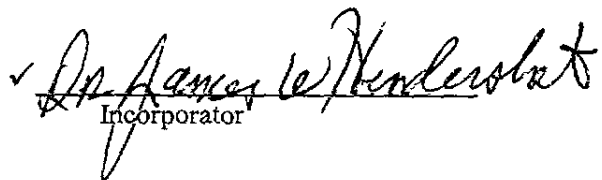
**ARTICLE XVII.
HEADINGS AND CAPTIONS**

The headings and captions of these various articles are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

**ARTICLE XVIII
DISSOLUTION**

Upon the dissolution of the Corporation, assets shall be distributed for the exempt purpose(s), for which the corporation was formed, within the meaning of section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose which corresponds to the corporation's exempt purpose(s). Any such asset not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such exempt purpose(s) and to such charitable organization or organizations as are likely to utilize the remaining assets for said exempt purpose(s)

IN WITNESS THEREOF, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a not-for-profit corporation under the laws of the State of Florida to do business both within and without the State of Florida, hereby makes and files these Articles of Incorporation, declaring and certifying that the facts stated herein are true, and hereby subscribes thereto and hereunto sets his / her hand and seal this 23 day of February, 2004.


Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED
FEB 26 P 5:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Section 48.091, Florida Statutes, the following is submitted:

The Second Coming Ministries, Inc.

desiring to organize as a not-for-profit corporation under the laws of the State of Florida, with its registered office at:

has named and designated:

James W. Hendershot

as its Registered Agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties as Registered Agent.

Dated this 23 day of February, 2004.

✓ Dr. James W. Hendershot
Registered Agent