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TALLAHASSEE, FLORIDA

✓
3/10/04

TRANSMITTAL LETTER

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

SUBJECT: E-FRESH MINISTRIES, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Joseph M. Thomas
Name (Printed or typed)

570 Brookview Drive North
Address

Jacksonville, Florida 32211
City, State & Zip

904-642-8294
Daytime Telephone number

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

**ARTICLES OF INCORPORATION
OF
E-FRESH MINISTRIES, INC.**

FILED
04 MAR -3 PM 5:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(A Corporation Not for Profit Under the Laws of the State of Florida)

The undersigned, desiring to form a corporation not for profit, pursuant to the laws of the State of Florida, as contained in Chapter 617, Florida Statutes, hereby certify as follows:

ARTICLE I – CORPORATE NAME

The name of this corporation shall be: E-Fresh Ministries, Inc.

ARTICLE II – CORPORATE ADDRESS

The principal office of this corporation is to be located in the City of Jacksonville, County of Duval, 3536 University Boulevard North, #111, Jacksonville, Florida 32277. The mailing address of this corporation is 3536 University Boulevard North, #111, Jacksonville, Florida 32277.

ARTICLE III – CORPORATE NATURE

This is a nonprofit corporation, organized pursuant to the Florida Corporations Not for Profit law set forth in Section 617 of the Florida Statutes.

ARTICLE IV – DURATION

This corporation shall exist perpetually, unless dissolved under provisions of its constitution, Bylaws, or the Florida Statutes, commencing upon the filing of these Articles of Incorporation with the Department of State. This corporation shall be a non-stock corporation.

ARTICLE V – PURPOSES

This corporation is organized exclusively for charitable, religious, and educational 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 the corresponding section of any future federal tax code.

ARTICLE VI – INCORPORATOR

The name and address of the incorporator of this corporation is as follows:

Joseph M. Thomas 570 Brookview Drive North, Jacksonville, Florida 32225

ARTICLE VII – MANAGEMENT OF CORPORATE AFFAIRS

- A. Powers: The powers of this corporation shall be exercised, its property controlled, and its affairs managed by the Board of Directors.
- B. Number: There shall be not less than three (3) Directors; provided however, that such number may be increased pursuant to the Bylaws of the corporation.
- C. Election: The initial Board of Directors shall consist of four (4) Directors. The names and addresses of such first members of the Board of Directors are as follows:

Joseph M. Thomas (Director)	570 Brookview Drive North Jacksonville, Florida 32225
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Connie T. Thomas (Director)	570 Brookview Drive North Jacksonville, Florida 32225
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Stephen W. Matchett (Director)	910 Larkspur Lane Saint Marys, Georgia 31558
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Sally J. Matchett (Director)	910 Larkspur Lane Saint Marys, Georgia 31558
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- D. Term: The Directors elected at the first meeting of directors, and at all times thereafter, shall serve such time as provided in the Bylaws.
- E. Corporate Officers: The Board of Directors shall elect the following officers: President, Vice-President, Secretary and Treasurer, and such other officers and agents as the Bylaws of this corporation may authorize from time to time.

ARTICLE VIII - BYLAWS

The Directors of this corporation may provide such Bylaws for the conduct of the business of the Corporation and the carrying out of its purposes as may be deemed necessary. Upon proper notice, the Bylaws of this Corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted by a two-thirds (2/3rds) majority of the Board of Directors present at any meeting.

ARTICLE IX – REGISTERED AGENT

The initial registered agent and street address of the registered agent is:

Joseph M. Thomas 570 Brookview Drive North, Jacksonville, Florida 32225

ARTICLE X - AMENDMENT OF ARTICLES

As permitted by Florida Statutes, as amended or superseded from time to time, amendments to these Articles of Incorporation may be adopted by the affirmative vote of two-thirds (2/3) of the members of the Board of Directors.

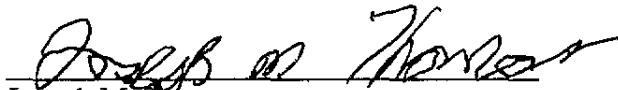
ARTICLE XI - LIMITATION OF CORPORATE POWERS

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 in Article V 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, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE XII – DISSOLUTION

Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes 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 distributable to the federal government, or to the state or local government, for a public purpose. Any such assets not so 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 purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

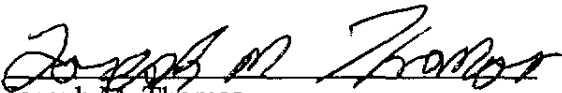
I, the undersigned, being the incorporator of this corporation, for the purposes of forming this non-profit corporation under the laws of Florida, have executed these Articles of Incorporation, this 1st day of March, 2004.


Joseph M. Thomas
Incorporator

Date: 03/01/04

ACKNOWLEDGEMENT

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Joseph M. Thomas
Registered Agent

Date: 03/01/04

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04 MAR -3 PM 5:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA