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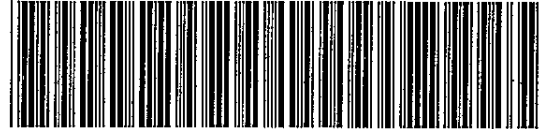
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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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TRANSMITTAL LETTER

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

SUBJECT: Victory Over Darkness Outreach 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: Aubry G. Morley
Name (Printed or typed)

Mail to: P.O. Box 510164
Address

Miami, Florida 33151
City, State & Zip

305-754-5363
Daytime Telephone number

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

ARTICLE OF INCORPORATION
OF
VICTORY OVER DARKNESS OUTREACH MINISTRIES

ARTICLE I. NAME

The name of the corporation shall be:

VICTORY OVER DARKNESS OUTREACH MINISTRIES, Inc.

ARTICLE II.

The place in this state where the principal office of the Corporation
Is to be located in the city of Miami/Dade:
1162 N.W.61th Street
Miami, Florida 33127

ARTICLE III.

Said corporation 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 section of any future federal tax code. Some of the purposes for which this corporation is organized are as follows:

- 1- The general nature of the object of this corporation is to conduct religious worship and instruction, churches, school, pastoral duties , and other institutions connected therewith of a religious, educational, charitable, and benevolent, charter, both in Dade County, Florida, and outside of Dade County, to end that its own members and other may be generally instructed and guided concerning those articles of faith, and to obtain ministers of the gospels in this Church and to advance spiritual growth and enlightenment, moral and personal purity, holiness and righteousness among its members, the people of the community and worldwide.
- 2- Provide spiritual as well as mental counseling to individuals and groups of all races.
- 3- Provide community rehabilitation.
- 4- Provide Christian education to people of all races, religious and creeds.
- 5- Provide care for infants and children of all ages, races, and creeds.
- 6- Provide missionary services at various places.
- 7- Promote, foster and perpetuate the Christian Religion.
- 8- Teach the Bible to all.
- 9- Help the poor and needy.
- 10- Utilize and distribute Christian literature.
- 11- To cooperate with Worldwide Christian Ministries.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- 12- To aid and spread the gospel of Jesus Christ locally and worldwide.
- 13- This organization shall not carry on any activities not permitted under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE IV

The name(s) and addresses of the incorporators-subscribers hereto are as follow:

NAME	ADDRESS
REVEREND AUBRY G. MORLEY	1162N.W. 61th Street Miami, Florida 33127

ARTICLE V

The officers whose names are below shall manage, conduct, and operate the business of this corporation. This corporation hereafter will be managed, conducted and operated by the Board of Directors and officers are elected at the annual meeting to be held according to the by-laws of the Corporation. The first Board of Directors shall be no less than three in number. The names and addresses of the first Board of Directors are:

NAME	ADDRESS	TITLE
REV. AUBRY G. MORLEY <i>Aubry G. Morley</i>	1162 N.W. 61st Street Miami, Florida 33127	Pastor/Chairman
<i>John Peoples</i> John Peoples	1953 N.W. 51th Ave Miami, FL - 33142	Treasurer/Trustee
Ellen Daniels <i>Ellen Daniels</i>	3251 N.W. 154th Terr. Miami Gardens, Fla 33054	Secretary

The Board of Directors shall at no time consist of less than three persons.

ARTICLE VI

The by-laws of this Corporation shall be amended or rescinded only by a two-third Vote of the Board of Directors.

ARTICLE VII

The qualifications of members and manner of their admission will be in accordance with the by-laws of the Corporation. Generally, anyone who believes in and has faith in Jesus

Christ as Savior and Lord, and who believes in the forgiveness of sin, and anyone that also is in harmony with the teaching of this church.

ARTICLE VIII

Amendments to the Articles of this corporation can only be proposed and adopted by a Two-thirds vote of the Board of Directors.

ARTICLE IX

No part of the net earnings of the corporation shall be used to the benefit of or distributed to its members, trustees, officers, or their private person. Except it be authorized and empowered to pay by the corporation, for reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Three hereof. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation in or intervene in, (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office notwithstanding any other provision of these articles. The corporation shall not carry on any other activities that will not permit to be carried on:

1. by a corporation exempt under the section 501 (c) (3) of the Internal Revenue Code, or Corresponding section of any future federal tax code or;
2. By a corporation, contributions to which are deductible under section 140 © (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE X

Upon the 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 corresponding section of any future federal government or to a state or local government, for public purpose. Any such assets not so disposed of by the Court of Common pleas 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 should determine which are organization and operated exclusively for such purposes.

ARTICLE XI

This Corporation shall have the following powers:

1. Have succession by its corporate name for perpetuity.
2. Sue and be sued and to appear and defend it self in all actions and proceedings that pertain to its corporate name to same extent as a natural person.
3. Adopt and use a common corporate seal and alter the same, provided "Corporation Not for Profit" is contained therein.
4. Elect such officers and agents, as its affairs shall require, and to allow them reasonable compensation.
5. Adopt, change, amend and repeal By-laws, consistent with the law and these articles, and to administer corporate affairs and exercise corporate power.
6. Increase, or decrease by a vote of its members, as set forth in Article V thereof, the number of directors in no event less than three persons.
7. Make contracts, incur liabilities, borrow money at such rates of interest as the directors may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage and pledge any or all of its property, franchises or income.
8. Conduct its affairs, carry on its operations, and have officers and exercise the powers granted by this Article in any state, territory, district or possession of the United States or any foreign country.
9. Purchase, take, receive, lease, take by gift, devise or bequest, or otherwise acquire, own, hold, improve, use or otherwise deal in and with real or personal property, or any interest therein, wheresoever situated.
10. Acquire, enjoy, utilize, and dispose of patents, copyrights, and trademarks, and licenses, and other rights or interest therein or there under.
11. Sell, convey, mortgage, pledge, lease, exchange, transfer or otherwise dispose of all or part of its property and assets.
12. Purchase, take, receive, subscribe for otherwise acquire, own, hold, vote, use employ, sell, mortgage, lend, pledge or otherwise dispose of and otherwise use and deal in with shares and other interest or in obligations of other domestic or foreign corporations, whether for profit or not, associations, and partnerships or individuals, or other government, state, territory, governmental, district, municipalities, or any instrumentalities thereof.
13. Lend money for its corporate purposes, invest and reinvest its funds, and hold real and personal property as security for the payment of funds so loaned or invested.

14. Make donations for the public welfare or for religions, charitable, scientific, educational or other similar persons.
15. Have and exercise all powers necessary or convenient to affect any or all of the purposes for which this Corporation is organized.
16. Merge and consolidate with other corporations, both for profit and not for profit, domestic and foreign, if the surviving corporation is a corporation for profit.

Dated this 19 day of MARCH, 2004

IN WITNESS WHEREOF, the undersigned being the incorporator(s) of this corporation have executed these Articles of Incorporation,

Signature(s) of Incorporator(s)

AUBRY G. MORLEY Aubry G. Morley

ACCEPTED BY REGISTERED AGENT

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 I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 607.325 Florida Statute.

Aubry G. Morley
AUBRY G. MORLEY
(Registered Agent)

Whose Address Is?
1162 N.W. 61 STREET
Miami, Florida 33127

STATE OF FLORIDA

COUNTY OF MIAMI / DADE

Before me, the undersigned authority, personally
appeared Aubrey G. Morley to me well known to be the person(s) who
executed the foregoing Articles of Incorporation and acknowledge before me, according
to law, that- only - he- has-, made and subscribed the same for the purpose therein
mentioned and set forth. IN WITNESS THEREOF.

19th Day of March, 2004
NOTARY PUBLIC Michelle McKnight

MY COMMISSION EXPIRES:

