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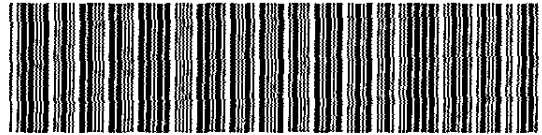
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04 APR -7 PM 3:39

STATE
TALLAHASSEE, FLORIDA

m/04-12617

OB 4/8

BOTTOM LINE BOOKKEEPING & TAX SERVICE, INC.
111 W. MAIN STREET
INVERNESS, FL 34450
352-637-1122

March 17, 2004

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

Dear Sir:

Please find enclosed the Articles of Incorporation for GRACE MINISTRIES, INC. with the necessary filing fee of \$70.00.

We anxiously await your reply.

Sincerely,



R. A. Cohen

Enc:



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

April 1, 2004

RECEIVED

04 APR -7 PM 2:01

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

R. A. COHEN
BOTTOM LINE BOOKKEEPING & TAX SERV., INC
111 W. MAIN STREET
INVERNESS, FL 34450

SUBJECT: GRACE MINISTRIES, INC.
Ref. Number: W04000012617

We have received your document for GRACE MINISTRIES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6972.

Doris Brown
Document Specialist
New Filings Section

Letter Number: 904A00021196

ARTICLES OF INCORPORATION
of
GRACE MINISTRIES OF CITRUS COUNTY, INC.
(A Florida Corporation Not for Profit)

FILED
04 APR -7 PM 3:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation Not for Profit under Florida Statutes Chapter 617, does hereby make and adopt the following Articles of Incorporation:

ARTICLE 1 – NAME

The name of this corporation shall be GRACE MINISTRIES OF CITRUS COUNTY, INC., and it shall have its initial principal place of business at 8808 E. Lake Breeze Lane, Inverness, FL 34450.

ARTICLE 2 – NOT FOR PROFIT

The Corporation is a non-profit 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 or shall be distributable to or for the benefit of its Members, Directors or Officers, except to the extent permissible under law.

The Corporation shall be organized on a non-stock basis under the Florida Not for Profit Corporation Act and may issue Certificates of Membership.

ARTICLE 3 – TERM

Corporate existence shall commence upon filing these Articles of Incorporation with the Secretary of State and the term of the Corporation shall be perpetual.

ARTICLE 4 – PURPOSES

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

- A. To operate exclusively for religious, charitable, scientific, literary or educational purposes within the meaning of Section 501©(3) of the Internal Revenue Code of 1986, or comparable provisions of subsequent legislation (the "Code").
- B. To solicit, receive, administer and distribute funds to or for the Corporation and its work, or other charitable organizations established for similar purposes as the Corporation.
- C. To acquire, own, purchase, lease, dispose of and deal with real and personal property and interests, either absolutely or in trust therein and to apply gifts, grants, bequests, and devises and the proceeds thereof in furtherance of the purposes of the corporation.
- D. To do such other things and to perform such acts to accomplish purposes as the Board of Directors may determine to be appropriate and as are not forbidden by Section 501©(3) of the Code, with all the power conferred on non-profit corporations under the laws of the State of Florida.

ARTICLE 5 – POWERS

The Corporation shall have all of the common law and statutory powers of a corporation not for profit pursuant to the laws of the State of Florida that are not in conflict with the terms of these Articles; provided, however, that notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax pursuant to Section 501©(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE 6 – LIMITATIONS

The Corporation shall be operated exclusively for religious, charitable, scientific, literary or educational purposes as a nonprofit corporation. No individual Director or Member of the Corporation shall have any title to or interest in the corporate property or earnings in his or her individual or private capacity and no part of the net earnings of the Corporation shall inure to the benefit of any Director, Officer, Member or any private

shareholder or individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes). No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, nor shall the Corporation participate in or intervene in any political campaign on behalf of (or in opposition to) any candidate for public office.

ARTICLE 7 – MEMBERS

The Corporation shall have a membership consisting of the Board of Directors of the Corporation serving from time to time.

ARTICLE 8 – DIRECTORS

- A. *Powers.* All corporate powers shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of, the Board of Directors.
- B. *Number.* The number of Directors shall be determined from time to time in accordance with the Bylaws, but shall never be less than two nor more than nine Directors.
- C. *Election; Removal.* Directors shall be elected or removed in accordance with the procedure provided in the Bylaws.
- D. *Initial Directors.* The names and addresses of the initial Directors to hold office, their addresses and terms of office are as follows:

NAME	ADDRESS	TERM
Bob Schabowsky	8808 E.Lake Breeze Lane Inverness, FL 34450	1 year
Constance R. Schabowsky	8808 E.Lake Breeze Lane Inverness, FL 34450	1 year
Robert Alexander Felton	8808 E. Lake Breeze Lane Inverness, FL 34450	1 year

ARTICLE 9 – REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the Corporation is Bob Schabowsky and the street address of the initial registered office of the Corporation is 8808 E.Lake Breeze Lane, Inverness, Florida 34450.

ARTICLE 10 – INCORPORATOR

The name of the person signing these Articles is Bob Schabowsky and his address is 8808 E.Lake Breeze Lane, Inverness, Florida 34450.

ARTICLE 11 – BYLAWS

The Bylaws of the Corporation are to be made and adopted by the Board of Directors and may be altered, amended or rescinded by the Board of Directors.

ARTICLE 12 – AMENDMENT

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Directors and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law.

ARTICLE 13 – DISSOLUTION

In the event of dissolution, the residual assets of the Corporation shall be turned over to one or more organizations selected by the Board of Directors which themselves are exempt from federal income tax as organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended or the corresponding provisions of any future United States Internal Revenue Law, or to the federal, state, or local government for exclusively public purposes.

IN WITNESS WHEREOF, the undersigned has executed these Articles of
Incorporation this 17 day of 3, 2004.

Bob Schabowsky
Bob Schabowsky, Incorporator

STATE OF FLORIDA:
COUNTY OF CITRUS:

BEFORE ME, the undersigned authority, personally appeared Bob Schabowsky
who is personally known to me and who acknowledged before me under oath that he
executed the foregoing Articles of Incorporation for the uses and purposes set forth
therein.

WITNESS my hand and seal at Lecanto, Florida, this 17th day of MARCH,
2004.



R A Cohen
My Commission DD034369
Expires June 17 2005

Robert Alan Cohen
Robert Alan Cohen
Notary Public State of Florida

My Commission Expires:

ACKNOWLEDGMENT OF RESIDENT AGENT

Having been named to accept service of process for the above-named corporation, at the
place designated in this Certificate, I hereby accept to act in this capacity, and agree to
comply with the provisions of all pertinent sections of FS Chapter 617 relative to keeping
open the corporation's office.

Dated this 17th day of MARCH, 2004.

Bob Schabowsky
Bob Schabowsky

FILED
04 APR -7 PM 3:40
TALLAHASSEE, FLORIDA
SECRETARY OF STATE