

N0400005455

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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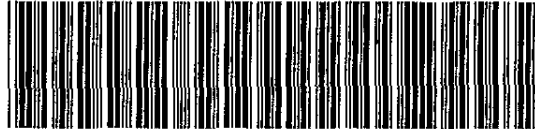
(Business Entity Name)

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G. THOMAS HARPER**
GREGG GERLACH**

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and District of Columbia

**Also admitted in Texas
*Board Certified in Labor & Employment Law

TRANSMITTAL LETTER

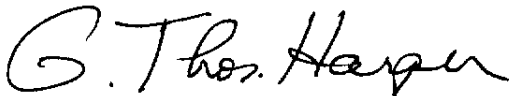
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: GRACE PLACE MINISTRIES, INC.
(PROPOSED CORPORATE NAME)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check in the amount of \$87.50 for the filing fee, a Certified Copy and Certificate of status.

With highest regards to you and your staff, I am

Sincerely yours,


G. Thomas Harper

GG/dmt
encls.(check)

GRACE PLACE MINISTRIES, INC.

ARTICLES OF INCORPORATION *A Florida Not for Profit Corporation*

ARTICLE I: NAME

The name of the corporation shall be: Grace Place Ministries, Inc.

ARTICLE II: PRINCIPLE OFFICE

The principle office of business and mailing address of this corporation shall be:

Grace Place Ministries, Inc.
c/o Mr. Richard Sweat
Youth Minister
Lakeshore Baptist Church
2363 Blanding Boulevard
Jacksonville, FL 32210

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ARTICLE III: PURPOSE

The corporation is not for profit and exclusively for charitable, religious and educational purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, including but not limited to the following: the establishment and operation of a community that provides Christian programs, activities and discipleship to youth with the help of a residential community of special needs youth and adults.

The corporate powers of the corporation are as provided in Section 617.0302, Florida Statutes, except to the extent such powers are limited by the following provisions of this Article:

(a) No part of the assets or net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, 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 IV hereof.

(b) No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except to the extent permitted pursuant to an election made under Section 501(h) of the Internal Revenue Code), and the corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

(c) Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (i) by a corporation qualifying for exemption from federal income tax as an organization described in Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (ii) 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.

(d) Upon the dissolution of the corporation, the assets of the corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets 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 purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IV: MANNER OF ELECTION

The manner in which the Directors are elected or appointed:

Directors will be elected by majority vote at an announced meeting of the Board of Directors or at the annual Directors meeting. This corporation will not have members.

ARTICLE V: INITIAL DIRECTORS/OFFICERS

Mr. Richard Sweat
Minister to Youth
Lakeshore Baptist Church
2363 Blanding Boulevard
Jacksonville, FL 32210

Mrs. Stephanie Sweat
1967 Hazelnut Run West
Orange Park, FL 32073

Mr. G. Thomas Harper
4156 Venetia Boulevard
Jacksonville, FL 32210

Mrs. Jamie I. Harper
4156 Venetia Boulevard
Jacksonville, FL 32210

Mrs. Nancy S. Cobb
9159 Jones Road
Jacksonville, FL 32219

Mr. Louis R. Cobb III

9159 Jones Road
Jacksonville, FL 32219

Mrs. Susie Kelly
933 Ingleside Avenue
Jacksonville, FL 32205

ARTICLE VI: INITIAL REGISTERED AGENT AND STREET ADDRESS

The **name and Florida street address** of the registered agent is:

G. Thomas Harper
4156 Venetia Boulevard
Jacksonville, FL 32210

ARTICLE VII: INCORPORATOR

The **name and address** of the Incorporator is:

G. Thomas Harper
4156 Venetia Boulevard
Jacksonville, FL 32210

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TALLAHASSEE, FLORIDA

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.

G. Thos. Harper
Signature/Registered Agent

May 28, 2004
Date

G. Thos. Harper
Signature/Incorporator

May 28, 2004
Date