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#### THE PROVIDERS, INC. 17213 NW 240TH TER HIGH SPRINGS, FL 32643

TEL: 386-454-2596

FAX: 386-454-2596

Date: 11/28/04

Florida Department of State Division of Corporations PO Box 6327 Tallahassee, Fl 32314 (850) 487-6052

RE: ARTICLES OF INCORPORATION OF The Providers, Inc.

#### Dear Sirs/Madam:

Pursuant to the provisions of the "Florida Not For Profit Corporation Act" Chapter 617, Florida statutes, please find enclosed two (2) originals of the Articles of Incorporation of The Providers, Inc., a Not For Profit corporation, for filling purposes. Also enclosed is a check for \$ 70.00 to cover filing fees.

Please send a file stamped copy of the Articles of Incorporation to

The Providers, Inc.
James E. Edris
17213 NW 240TH Ter
High Springs, FL 32643

Thank you for your prompt attention.

PLEASE ATTACH \$70.00 CHECK HERE

Respectfully,

James E. Edris

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## ARTICLES OF INCORPORATION OF

### Christian Providers, Inc. A NON-PROFIT CORPORATION

The undersigned incorporator(s), in order to form a non-profit corporation under the laws of the state of Florida Not for Profit Corporation Act, hereby adopt the following Articles of Incorporation:

#### ARTICLE I - NAME

The name of this corporation is Christian Providers, Inc.

#### **ARTICLE II - PRINCIPAL OFFICE**

The address of the principal office of this corporation is 17213 NW 240TH Ter, High Springs, FL 32643, and the mailing address is the same.

#### **ARTICLE III - PURPOSE OF THE CORPORATION**

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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. The specific Purpose(s) are: The Providers Purpose will be to fundraise and collect donations in behalf of other 501(c)(3) organizations. Funds will be available for disbursement to other 501(c)(3) organizations such as missionaries, medical missionaries, prison ministers, and programs that help at-risk children to enter society as competent and productive adults.

#### **ARTICLE IV - DIRECTORS**

The number of initial directors of this corporation is 5. Their names and address are as follows:

James E. Edris 17213 NW 240th Ter High Springs, FL 32643

Gary Wyder 17213 NW 240TH Ter High Springs, FL 32643

Ramon Osejo 17213 NW 240TH Ter High Springs, FL 32643

William L. Wharton 17213 NW 240TH Ter High Springs, FL 32643

James P. Forrester 17213 NW 240TH Ter High Springs, FL 32643 94 DEC 27 PM 3: 15
SECRETARY OF STATE
DALLAMASSEE, FLORIDA

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#### **ARTICLE V - MANNER OF ELECTION OF DIRECTORS**

The manner in which the directors are elected or appointed is stated in the by-laws

#### ARTICLE VI - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the registered agent of this corporation are:

James E. Edris 17213 NW 240th Ter High Springs, FL 32643

#### **ARTICLE VII - INCORPORATOR**

The name(s) and address(es) of the incorporator(s) of this corporation is (are):

James E. Edris 17213 NW 240th Ter High Springs, FL 32643

#### **ARTICLE VIII - TERM OF EXISTENCE**

The period of duration of this corporation is perpetual.

#### **ARTICLE IX - QUALIFICATIONS OF MEMBERSHIP**

The categories of membership, qualifications for membership and the manner of admission shall be set forth in and regulated by the By Laws of the corporation.

#### **ARTICLE X - VOTING RIGHTS**

Members of the corporation will have such voting rights as are provided in the By Laws of the Corporation

#### **ARTICLE XI - LIABILITIES FOR DEBTS**

Neither the members nor the members of the Board of Directors or officers of the Corporation shall be liable for the debts of the Corporation.

#### **ARTICLE XII - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every

amendment shall be approved by the Board of Director- proposed by them to the Members, and approved at a Members meeting by a majority of the Members, unless all the Directors and all the Members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### **ARTICLE XIII - Dissolution**

In the event of dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed and turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or the corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or local government for exclusive public purpose

However, if the named recipient is not then in existence or no longer a qualified distributee, or unwilling or unable to accept the distribution, then the assets of this corporation shall be distributed to a fund, foundation or corporation organized and operated exclusively for the purpose specified in section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

#### **ARTICLE XIV - LIMITATIONS ON ACTIVITIES**

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this 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, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

#### **ARTICLE XV - PROHIBITION AGAINST PRIVATE INUREMENT**

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 these Articles.

#### **ARTICLE XVI - COMPENSATION RESTRICTION**

Resolved that any salaries, wages, together with fringe benefits or other forms of compensation (housing, transportation and other allowances) paid to or provided our employees, directors, or officers will not exceed a value which is reasonable and commensurate with the duties and working hours associated with such employment and with the compensation ordinarily paid persons with similar positions or duties.

In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

The undersigned incorporators hereby declare under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.

Dated: 12/22/9004

James E. Edris, incorporator

GARTY A. HA

MY COMMISSION # DID 3.10.

EXPIRE 3. October 22, 2008
Bondea Thr. Notany Public Univerwriters

J. A. Haut S. J.

J. A. Haut S

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated:

lames E. Edris, Registered Agent

GARY A. HART

MY COMMISSION \* DD 331371

EXPIRES: October 22, 2008

Bonded Thru Notary Public Underwriters

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