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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA NON-PROFIT CORPORATION

ST. MICHAEL'S ARCHANGELS, INC.

Certificate of Status	0
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1/11/2005

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**ARTICLES OF INCORPORATION
A FLORIDA NOT FOR PROFIT CORPORATION**

The undersigned acting as incorporator (s) of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation for such Corporation

ARTICLE I. NAME AND ADDRESS

The name of the corporation shall be **St. Michael's Archangels, Inc.** Principal address of the corporation shall be 780 Fisherman Street, 2nd Floor, Opa-Locka, Florida 33054, County of Miami-Dade, and State of Florida.

ARTICLE II. DURATION

The duration of this corporation is perpetual unless dissolved according to law. Corporate existence shall commence on the 31st day of December, for accounting Purpose Only.

ARTICLE III. PURPOSE

(a) The purpose for which the corporation is organized as: for Christian Worship; winning souls to Christ; spreading the gospel of Christ by precept and example, Teaching Bible principles according to the Holy Scriptures, administering to the needs of The parishioners and the community spiritually, physically and mentally, contributing to The support of both foreign and home missions, etc.

(b) The general nature and purposes of this corporation shall be Exclusively or religious, scientific, literary and education, within the meaning of section 501 © (3) of the Internal Revenue Code.

(c) This corporation shall have and exercise all powers conferred upon not for profit corporations under the laws of the State of Florida generally, and specifically as provided in Section 617.021 of the Florida Not For Profit Corporation Act, provided, however, that this corporation has no power to engage in any activity that in itself is not in furtherance of its purposes as set forth in subparagraphs (a) of this Article III.

ARTICLE IV. QUALIFICATION AND ADMISSION OF MEMBERS

The qualifications for members and the manner of their admission are:

SINNERS

One who publicly confesses their belief in Jesus Christ and accepts Jesus Christ as their personal savior according to the holy scriptures (Romans 10: 9&10); and is baptized according to the holy scriptures (Mark 16:16)

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CHRISTIAN EXPERIENCE

One coming from another church of the same faith in good standing who is willing to be ruled according to the rules and regulations of Jesus Christ according to the holy scriptures or one can be admitted by presenting a status letter from another church of the same faith providing the letter meets the approval of our Lord Jesus Christ according to the holy scriptures.

All applicants shall be examined and upon the completion of this examination, the applicant can be either accepted or rejected by the pastor.

A member in good standing is one who has complied fully with the requirement of Christ, according to the Holy Scriptures, and our church covenant.

The articles of this charter shall apply to only those members who are active and in good standing with St. Michael's Archangels, Inc.

ARTICLE V. REGISTERED OFFICE AND REGISTERED

The street address of the corporation's registered office is 780 Fisherman Street, 2nd Floor, Opa-Locka, Florida 33054, County of Miami-Dade, Florida, and the name of the corporation's registered agent at such address is Innovative Management Company, Inc.

ARTICLE VI. BOARD OF DIRECTORS

The following persons shall serve the corporation as directors until the first annual meeting or other meeting called to elect directors:

NAME	ADDRESS
Michael Freeman	780 Fisherman Street, Opa-Locka, Florida
Nelson Stuart	780 Fisherman Street, Opa-Locka, Florida
Lee Variety	780 Fisherman Street, Opa-Locka, Florida
Nelson Stuart	780 Fisherman Street, Opa-Locka, Florida

ARTICLE VII. BASIS UNDER WHICH CORPORATION ORGANIZED

This corporation is organized under a nonstock basis. This corporation is not for Profit Corporation as defined by members of the corporation.

The Not For Profit Corporation Act in Section 617.01 of the Florida Statutes. As such, it is not organized for the pecuniary gain or profit of, and its net earnings nor any

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part thereof is distributable to, its members, directors or managers, officers, or other private persons except as specifically permitted under the provisions of the Florida Not For Profit Corporation Act.

ARTICLE VIII. MANAGEMENT OF CORPORATE AFFAIRS

(a) Board of Directors. The powers of this corporation shall be exercised, its Properties controlled, and its affairs conducted by a board of number not less than four (4) directors. The number of directors provided for in these Articles of Incorporation may be changed by a bylaw adopted by the board of directors

(b) Election of Directors. The method of electing directors shall be as set forth in The bylaws.

(c) Elective Officers. The officers of this corporation shall be a president, vice-president, a secretary, and a treasurer. Other offices and officers may be established or appointed by the members of this corporation at any regular annual meeting or any special meeting of members called for such purpose. The qualifications, the time and manner of electing or appointing, the duties of, the terms of office, and the manner of removing officers shall be as set forth in the bylaws.

The names of the persons who are to serve as officers of this corporation until the first meeting of the Board of Directors are:

NAMES	OFFICER
Michael Freeman	President
Nelson Stuart	Vice-President
Lee Variety	Secretary
Nelson Stuart	Treasurer

(c) Standing Committees. This corporation will have at least two standing Committees, as follows: The Board of Directors will elect annually, from its members, an executive committee of three persons and an admission committee of three persons. The powers and duties of these committees shall be as specified in the bylaws. Other committees, and their powers and duties may be specified in the bylaws or may be appointed from time to time by the Board of Directors.

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ARTICLES IX. INCORPORATORS

The name and address of the incorporator are as follows:

NAME	ADDRESS
Michael Freeman	780 Fisherman Street, 2 nd Floor Opa-Locka, Florida 33176

ARTICLE X. SUBSIDIARIES

The following ministries shall constitute the auxiliaries of this Church: Deacon and Deaconess, Elders; Bible School; Ushers; Missions Societies; Youth Ministry; Hospitality; Nursing Home; Street Team; Evangelistic Outreach; Singles; Men's Fellowship; Drama Team; Public Relations Visitation; New Believers; New Members Orientation; Arts & Crafts Ministry; Transportation; Mass Choir; Youth Choir; School of Prophets; Worship Planning; Bible Study.

ARTICLE XI. MEETING

There shall be a church business meeting at this church at the discretion of the pastor.

Each auxiliary will be designated a time for its meeting by the pastor.

A non-member shall not have the authority to express any opinions or have any input dealing with St. Michael's Archangels, Inc. business.

ARTICLE XII. OFFICERS

The Officers of the church shall be Pastor, Deacon and Deaconess Staff, Financial Secretary, Pastor's Secretary, Church Clerk, and Church Secretary.

ARTICLE XIII. DUTIES OF OFFICERS

The Pastor shall be and is hereby declared chief executive officer of this church and of all its subsidiary bodies. In this capacity has been granted the authority to appoint all officers, has been declared to be a member of all auxiliaries and has the authority to call such in session, separately or collectively, when necessary to do so to the best interest of the cause of the church.

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The Deacon and Deaconess staff shall consist of person who has met the requirements of our Lord Jesus Christ according to the holy scriptures (Acts 6:1-7). Their duties shall be to assist the pastor in all matter at the pastor's discretion.

The Financial Secretary shall keep a correct and current records of all monies collected and disbursed in the church and report the same to the body of the church upon the approval of the pastor.

The Pastor's Secretary shall conduct any and all personal affairs of the pastor and the church.

The Church Clerk shall keep a faithful and correct and current record of all business meetings of the church.

ARTICLE XIV. MANAGEMENT

The various officers and auxiliaries shall carry on the work of this church. The Pastor has the power to excommunicate any member from the fellowship who shall violate the rules and regulations of Christ, according to the Holy Scriptures.

ARTICLE XV. AMENDMENT

The Constitution may be altered or amended at any time at the discretion of the pastor and church.

ARTICLE XVI. DISTRIBUTION ON DISSOLUTION

If corporation will seek tax-exempt status under the Internal Revenue Code 1986, state: In the event of dissolution, the residual assets of the corporation will be turned over to one or organizations which themselves are exempt as organizations described in sections 501 © (3) or 170 © (2) of the Internal Revenue Code of 1986 or corresponding sections of such code as subsequently amended, or to the federal, state, or local government to be used exclusively for public purposes. Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to carried on by an organization exempt from Federal Income Tax under Section 501 © (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE XVII. RULES OF ORDERS

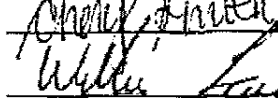
1. The pastor shall be considered the Judge or order and have discretionary power to call the church to order at anytime.
2. One member shall speak at a time, after addressing the Pastor for permission.

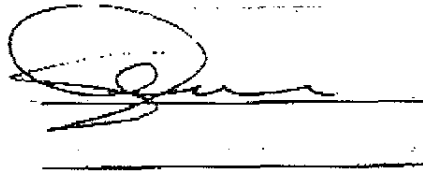
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In Witness Whereof, The Undersigned Subscriber (s) Have Executed These Articles Of Incorporation this 10 day of January 2005.

WITNESSED BY:





**CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THE STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of chapter 607.34, Florida Statutes, the following is submitted, in compliance with said act:

First that ST. MICHAEL'S ARCHANGELS, INC., desires to organize under the laws of the State of Florida with its principal office as indicated in Article of Incorporation in the City of Miami-Dade, County of Miami-Dade, State of Florida, has named Innovative Management Company, Inc. as its agent to accept service of process within the state.

ACKNOWLEDGMENT:

Having been named to accept service for the above stated corporation, at the place designated in this certificate. I hereby accept to act in this capacity, and agree to comply with the provision of said Act, relative to keeping said office.



Innovative Management Company, Inc./Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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