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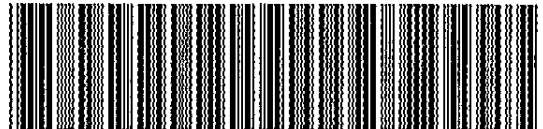
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FILED
05 MAY 16 AM 8:24
TALLAHASSEE, FLORIDA

5/18/05
BWK

TRANSMITTAL LETTER

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

SUBJECT: Lifeline Ambassadors for Christ, 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: W. Hamilton Traylor

Name (Printed or typed)

4706 Ivanhoe Road

Address

Jacksonville, FL 32210

City, State & Zip

904-910-0911

Daytime Telephone number

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

FILED

ARTICLES OF INCORPORATION

LIFELINE AMBASSADORS FOR CHRIST, INC.
A Florida Not For Profit Corporation

05 MAY 16 AM 8:24

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, for the purposes of forming a nonprofit corporation under the laws of the State of Florida, do hereby adopt the following articles of incorporation:

ARTICLE I
NAME

The name of this corporation shall be LIFELINE AMBASSADORS FOR CHRIST, INC. For convenience, the corporation shall be referred to as the "Church." The Church may register the name "Lifeline Ambassadors for Christ" or a similar term as a fictitious name.

ARTICLE II
TERM

The Church shall have perpetual existence.

ARTICLE III
PRINCIPAL OFFICE AND MAILING ADDRESS

This principal office and mailing address of the Church shall be 2337 Plantation Lake Drive, St. Augustine, Florida 32084, or such other place as the Church may establish from time to time in accordance with the bylaws and applicable law.

ARTICLE IV
PURPOSE

The purpose for which the Church is organized is exclusively religious, charitable, literary, and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and any for other purpose for which such organizations may lawfully engage. Unless otherwise indicated, as used in this Article 2 and hereinafter, all references to the "Internal Revenue Code" or the "Code" are to the Internal Revenue Code of 1986, as amended, including any corresponding provisions of any subsequently enacted federal tax laws.

The general nature of the purposes of the Church shall be:

- (a) To propagate and disseminate the Gospel of the Lord, Jesus Christ, more specifically by working work with and educating other denominational, charitable, or governmental organizations to raise and distribute funding for the purpose of identifying and removing any and all barriers to full and productive employment for those whose economic conditions impair or prohibit their ability

to develop in their spiritual growth. In 2 Thessalonians 3:10, Paul wrote "that if any would not work, neither should he eat." Our goal and hope is that all who "would" can and with God's help and our efforts, will!

- (b) To do all things necessary and proper in the pursuit of such objects and purposes.

ARTICLE V POWERS.

The Church shall have all of the powers now provided or which may hereafter be provided for not for profit corporations by the laws of the State of Florida, and is empowered to do all acts and things as from time to time may be necessary or expedient in order to accomplish its general purposes. Included among these powers, without limitation, are the powers to:

- (a) receive and maintain a fund or funds of real or personal property, or both, and, subject to the restrictions and limitations set forth, to use and apply to whole or any part of the income therefrom and the principle thereof exclusively for charitable, religious and educational purposes either directly or by contributions to the Church, and at the discretion of the Directors any portion of the principal thereof which is not restricted by the terms of gift, for the general purposes of the Church and to exercise other financial powers including, without limitation:
 - (i) requesting, receiving, investing, granting and expending gifts and bequests of funds and property, taking and holding such gifts and bequests either absolutely or in trust, subject only to any conditions imposed by law or by the terms of gift: provided, however, the Church shall not lend any of its assets to any officer or director of this corporation [unless such loan program is regularly conducted as part of the activities of the organization and the qualification of the individual to participate in same is determined by a panel comprised solely of non-Board members], or guarantee to any person the payment of a loan by an officer or director of this corporation;
 - (ii) buying, selling, leasing, conveying and disposing of any of its property and investing or reinvesting any proceeds therefrom;
 - (iii) borrowing sums of money in order to accomplish the purposes of the Church, subject to specific, advance approval of the terms and conditions of such borrowing by the Directors, as provided in the Bylaws of the Church, and subject to the limitation that no trust assets held by the Church may be pledged or committed in a manner which would violate the terms of the trust instrument, if any, under which such assets are held;
 - (iv) retaining or to disbursing and distributing property and funds in accordance with the purposes of the Church and the specific directions of donors with regard to property donated by them, except where such directions would

impair the classifications of the Church as an exempt non-profit organization under the laws of the United States or the State of Florida.; and

- (v) in general, executing such other powers which now are or hereafter may be conferred by law upon a corporation organized for the purposes hereinabove set forth, or necessary or incidental to the powers so conferred, or conducive to the attainment of the purposes of the Church, subject only to such limitations as are or may be prescribed by law.
- (b) Notwithstanding any other provision of these Articles, the Church shall not engage in any activities prohibited by a corporation exempt from Federal income tax under section 501(C)(3) of the Code, or by a corporation, contributions to which are deductible under section 170(c)(2) of the Code, as revised from time to time. The Church shall not be empowered to do any act or thing which would cause it to lose its status as a not for profit corporation under the laws of the United States or of the State of Florida. No substantial part of the Church's funding or activities shall be for the carrying on of propaganda or otherwise attempting to influence legislation, and the Church shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

ARTICLE VI CAPITAL STOCK

The Church shall not have, nor is it authorized to issue, capital stock.

ARTICLE VII MEMBERS

The Church may (but need not) have voting members, and such membership, if any, classes thereof, and voting rights, if any, shall be as specified in the corporation's bylaws, as may be amended from time to time. No member shall have any right, title, or interest in or to any property of the corporation. The members of this corporation shall have no right, title, or interest whatsoever in its income property or assets, nor shall any portion of such income, property or assets be distributed to any member on the dissolution or winding up of this corporation. Members of this corporation shall not be personally liable for the debts, liabilities or obligations of the corporation and shall not be subject to any assets.

ARTICLE VIII BOARD OF DIRECTORS

1. The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's bylaws. The number of members of the

Board of Directors shall be as stated in the Bylaws of the Corporation but shall consist of not fewer than three. Qualification for membership on the Board of Directors, and election procedures, terms of service, powers and duties of the Directors of the Church, shall be as stated in the Bylaws of the Corporation. Where not inconsistent with Chapter 617, Florida Statutes, and the express provisions of these Articles of Incorporation, the Board of Directors shall have all the rights, powers, and privileges prescribed by law of directors of corporations for profit.

2. The names and mailing addresses of the persons who shall serve as the initial director(s) of the Church are as follows:

<u>Name</u>	<u>Address</u>
Patrick B. Rockey	2337 Plantation Lake Drive St. Augustine, Florida 32084
Nilda I. Rockey	2337 Plantation Lake Drive St. Augustine, Florida 32084
Michael J. Liles	94 East 59 th Street Jacksonville, Florida 32208

ARTICLE IX BYLAWS

The Bylaws of the Church shall be adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors in the manner provided for in the Bylaws.

ARTICLE X AMENDMENTS TO ARTICLES OF INCORPORATION

The Articles of Incorporation may be amended at any meeting of the Board of Directors in accordance with the Bylaws.

ARTICLE XI EARNINGS

No part of the net earnings of the Church, if any, shall inure to the benefit of, or be distributed to, its members, directors, officers, or other private persons, except that the Church is authorized and empowered, upon approval by the Board of Directors, to pay reasonable compensation to any person or organization for services rendered, to reimburse officers and directors of the Church for expenses incurred by them in the performance of their duties, and to pay salary supplements and expense allowances to officers and employees of the Church. All such payments shall be governed by provisions of the bylaws.

ARTICLE XII DISSOLUTION

Upon dissolution, all of the Church's assets remaining after payment of all costs and expenses of such dissolution shall be distributed (i) for one or more exempt purposes to any organization which shall then be qualified for exemption under Section 501(c)(3) of the Internal Revenue Code and to which a contribution shall be permitted as a deduction under Sections 170, 2055, or 2522 of the Code as applicable, (ii) to the federal government, or (iii) to a state or local government for a public purpose. Any 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 Church is then located, exclusively for such purposes, or, as the said court shall determine, to one or more such organizations as have been organized and operated exclusively for such purposes. None of the assets shall be distributed to any director or officer, or member of the Church, or any other person or organization not described in the preceding sentence.

ARTICLE XIII REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Church's initial registered office and the name of its initial registered agent are as follows:

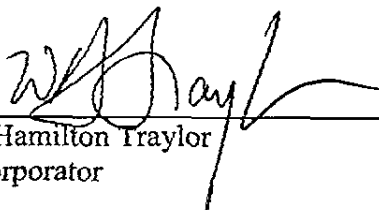
W. Hamilton Traylor, Esq.
4706 Ivanhoe Road
Jacksonville, Florida 32210

ARTICLE XIV INCORPORATOR

The name and address of the incorporator is:

W. Hamilton Traylor, Esq.
4706 Ivanhoe Road
Jacksonville, Florida 32210

IN WITNESS WHEREOF, the undersigned incorporator of Lifeline Ambassadors for Christ, Inc., a Florida not for profit corporation, has executed these Articles of Incorporation effective as of this 9th day of May, 2005.



W. Hamilton Traylor
Incorporator

STATE OF FLORIDA)

COUNTY OF DUVAL)

The foregoing instrument was acknowledged before me this 9th day of May, 2005, by W. Hamilton Traylor, who is personally known to me or who has produced _____ as identification.

Notary Public - State of Florida

REGISTERED AGENT CERTIFICATE

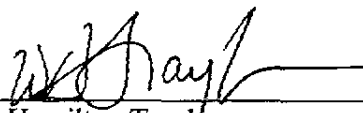
In pursuance of the Florida Not for Profit Corporation Act, the following is submitted, in compliance with said statute:

That Lifeline Ambassadors for Christ, Inc., desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation at the City of St. Jacksonville, County of Duval, State of Florida, has named W. Hamilton Traylor, located at said registered office, as its registered agent to accept service of process and perform such other duties as are required in the State.

ACKNOWLEDGMENT:

Having been named to accept service of process and serve as registered agent for the above-stated Corporation, at the place designated in this Certificate, the undersigned hereby accepts to act in this capacity, and agrees to comply with the provision of said statute relative in keeping open said office, and further state that I am familiar with § 617.0501, Florida Statutes.

Dated this 9th day of May, 2005.



W. Hamilton Traylor