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2005 JUN 23 PM 2:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Hampton JUN 23 2005

Covenant Point Institute
2301 SW 37th Street
Ocala, FL 34474-3474

June 21, 2005

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

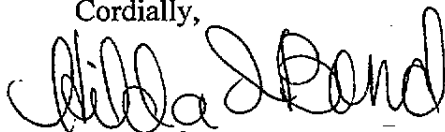
Dear Sirs:

The attached constitute the Articles of Incorporation of Covenant Point Institute of Florida, Inc. Larry A. Bond has been assigned to be the Resident Agent for this new non-profit corporation. The contact information of Mr. Bond is as follows: 2301 SW 37th Street, Ocala, FL 34474-3474; e-mail: labond@earthlink.net ; Tel/Fax: (352) 854-9799.

Please return all pertinent documents to the above address. Included is a check in the amount of \$78.75 (registration fee; certified copy).

Thank you.

Cordially,



Hilda I Bond
Director of Program and Development,
Covenant Point Institute

**ARTICLES OF INCORPORATION
OF
Covenant Point Institute of Florida, Inc.**

The undersigned persons, residents of the State of Florida, and the United States Virgin Islands and Citizens of the United States, acting as incorporators of a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation for such corporation:

**SECTION I.
NAME**

The name of the corporation is Covenant Point Institute of Florida, Inc.

**SECTION II.
PRINCIPLE PLACE OF BUSINESS**

The principle place of business shall be: 2301 SW 37th St, Ocala, FL 34474.
Mailing address is: 2301 SW 37th St, Ocala, FL 34474-3477

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**SECTION III.
GENERAL PURPOSES AND NATURE OF BUSINESS**

The corporation is a not for profit corporation. The corporation shall have perpetual duration and shall commence on June 18, 2005 after filing of these articles in the office of the Secretary of State.

The purposes for which the corporation is organized are:

- A. In furtherance of its' nonprofit, tax exempt purposes, the corporation shall have the following powers and authority; however, the corporation shall not be empowered, and is prohibited from engaging in any activity which is not allowed pursuant to Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended, of the State of Florida.
1. To operate under the name as set forth in Section 1 above:
 2. To engage in any lawful act or activity for which corporations may be organized under the general corporation law of the United States Virgin Islands. The purpose of the corporation shall specifically include, but not be limited to, providing education and vocational training and services to individuals and families including worldwide relief and aid to reduce human suffering as a result of hunger, poverty, homelessness, disease, war, natural disasters and other circumstances creating widespread human need.
 3. To employ staff as required to accomplish the goals and objectives of the

corporation.

4. To adopt and use a corporate seal.
5. To promote and conduct public education through various available means.
6. To act as trustee under any trust incidental to the principal objects of the corporation and to receive, hold, administer and expend funds and property subject to such trust.
7. To take, purchase or otherwise acquire; to own, hold, occupy, use, and enjoy; manage, exchange, let, demise or otherwise dispose of real estate, buildings, and improvements and every right, interest and estate therein without limit as to the amount thereof and whosoever the same may be situated; to erect, construct, alter and repair buildings; to assume any and every kind of contract, agreement and obligation by or with any persons, firm corporation, or association, or any federal, state or other government for the erection, construction, alteration, repair, renewal equipment, improvement, development, use enjoyment, leasing, management or control of any buildings, improvements or structures of any kind wherever the same may be situated.
8. To enter into, make, perform and carry out contracts of every kind for any lawful purpose without limit to the amount and with any person, firm, association, corporation or government; to draw, make, accept, endorse, discount, issue, and execute promissory notes, warrants, and other negotiable or transferable interests.
9. To purchase or otherwise acquire, to own, hold, use and enjoy, to sell assign to transfer, exchange or otherwise dispose of, deal in or deal with personal property of every kind and description without limit to the amount thereof and wheresoever the same may be situated.
10. To borrow and loan money and to give and receive evidence of indebtedness and security thereof.
11. To adopt and assume names in furtherance of its nonprofit, tax exempt purposes.
12. To use any and all media in the furtherance of its nonprofit, tax exempt purposes.
13. To raise funds through non-voting associate fee based membership to the public.

14. To advance the cause of Christ through Christian Missions in and for other charitable purposes, by the proclamation of the Gospel of Jesus Christ and the distribution of its resources for such purposes, including humanitarian aid.
- B. To augment the work of Covenant Point Institute, Inc. in the following areas:
1. Conduct Research and Development activities
 2. Facilitate conferences and seminars for leaders, program staff, partners, clients
 3. Support Covenant Point Institute, Inc.'s global mission by providing logistical support in program implementation and Organizational Development (Fundraising)
- C. The general overall purposes for which this corporation is formed are to operate exclusively for such religious, charitable, and educational purposes as will qualify it as an exempt organization under 26 U. S. C. A. §501(c) (3) of the Internal Revenue Code of 1986 as amended, of the United States of America or corresponding provisions of any subsequent federal tax laws.

SECTION IV. ELECTION OF DIRECTORS / MEMBERS

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be three (3), provided, however, that such number may be changed by a bylaw duly adopted pursuant to the Bylaws of this corporation.

The corporation shall have memberships who are the same persons that serve as directors on the corporation's Board of Directors. The qualifications and rights of the members shall be as follows:

Membership: Comprised only of the BOARD OF DIRECTORS of the corporation. The initial members and directors are set forth in Section VII herein. These members have the right and duty to govern all functions of the corporation and guide its future operations. Only individuals who have been elected to and are serving on the BOARD OF DIRECTORS of this corporation are eligible to be members.

Terms of Admission to Membership: An individual who is a member of the BOARD OF DIRECTORS of the corporation is automatically a member. These members and directors are elected by the existing members/directors. Should any member cease to be a director of the corporation, he or she shall cease to be a member.

Voting Rights: Each member shall be entitled to one vote on each matter submitted to a vote of the members.

Termination of Membership: Membership in the corporation may only be terminated by the affirmative vote of 2/3 or more of the entire BOARD OF DIRECTORS.

**SECTION V.
NAME OF INCORPORATORS (DIRECTORS)**

The names and addresses of the persons who are to serve as initial directors are listed in Article VII.

**SECTION VI.
REGISTERED OFFICE; REGISTERED AGENT**

The street address of the registered office of the corporation is Larry Bond, 2301 SW 37th Street Ocala, Florida, 34474.

**SECTION VII.
INCORPORATORS**

The names and addresses of the persons who are to serve as initial directors are as follows:

<u>Name</u>	<u>Address</u>
Isaac J. Schaeffer	3 Herman Hill PO Box 1222 Kingshill, VI 00851
Larry A. Bond	2301 SW 37 th St. Ocala, FL 34474
Wendy S. Schaeffer	3 Herman Hill PO Box 1222 Kingshill, VI 00851

**SECTION VIII.
NON PROFIT**

This corporation is not for profit and no part of the net income or net earnings of this corporation shall afford pecuniary gain, incidentally or otherwise, to any individual.

As a not for profit corporation, this corporation does not have authority to issue stock.

**SECTION IX.
DISTRIBUTION ON DISSOLUTION**

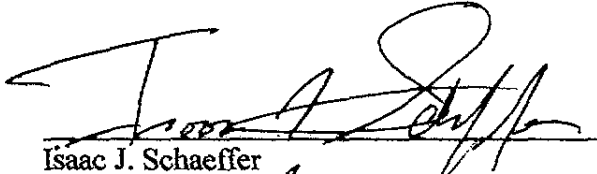
Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to Covenant Point Institute, Inc., a nonprofit corporation, headquartered at 3 Herman Hill, PO Box 698, Kingshill, VI 00851. In the event that Covenant Point Institute, Inc. does not wish to receive the assets of the said corporation, then said assets shall be given to a nonprofit fund, foundation or corporation that is organized and operated exclusively for religious or charitable purposes and which has established its tax exempt status under 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent United States tax laws.

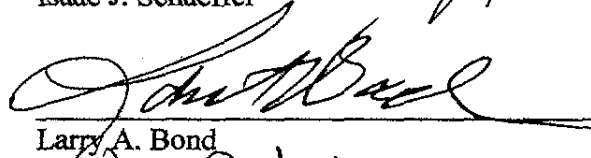
**SECTION X.
INDEMNIFICATION OF MEMBERS, DIRECTORS, AGENTS OR EMPLOYEES
AND LEVEL OF INDEBITNESS**

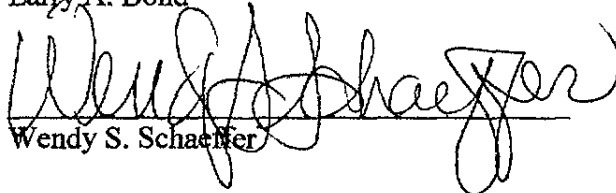
The private property of the Members, Directors, agents or employees of the corporation shall be non assessable and shall not be subject to the payment of any corporate debts, costs, losses, damages or liability, nor shall the Members, Directors, agents or employees of the corporation become individually or jointly liable or responsible for any debts, costs, losses, damages or liabilities of the corporation.

The corporation may not incur debt in excess of 10% of the fair market value of the corporation's property.

The undersigned, being the Incorporators and initial Members and Directors of this Corporation, for the purpose of forming a non profit corporation under the laws of the State of Florida, certify that the facts herein stated are just and accordingly hereunto set our hands this eighteenth day of June, 2005.


Isaac J. Schaeffer

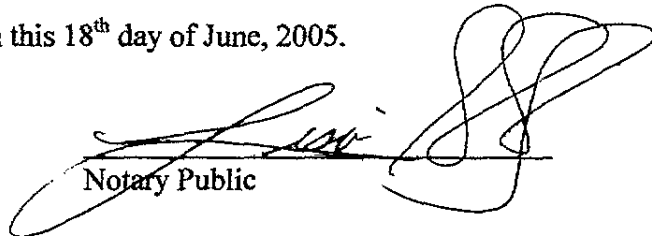

Larry A. Bond


Wendy S. Schaeffer

Subscribed and sworn to before me on this 18th day of June, 2005.

My Commission No.:

00088990


Notary Public

My Commission Expires:

April 24, 2006

