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106-10296

LAW OFFICE

ANITA BING, P.A.

P. O. BOX 4843
Winter Park, FL 32793-4843
(407) 616-6265

February 23, 2006

Secretary of State
409 E. Gaines St.
Tallahassee, FL 32399-6541

Re: *Encounter* Church Florida, Inc.

Dear Sir/Madam:

Enclosed is an original and a copy of the Articles of Incorporation and Designation of Registered Agent for the above mentioned corporation, as well as the filing fee.

Please file and return the Certificate of Incorporation to me via the enclosed Express Mail at the above address. Should you have any questions or comments, please do not hesitate to contact me at the number written above.

Sincerely,



Anita K. Bing, Esq.

Enclosures: Fees of \$78.75
Articles of Incorporation (Original & Copy)

ARTICLES OF INCORPORATION
OF
ENCOUNTER VICTORY CHURCH, INC
(A Not For Profit Corporation)

FILED
SECRETARY OF STATE
DIVISION
06 FEB 28 PM 4:00

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned residents and citizens of the United States of America of full age of majority, have for the purpose of forming a not for profit religious corporation pursuant to Chapter 617 of the Florida Not for Profit Corporation Act, for the purposes expressed in Article III hereof, adopted the following Articles of Incorporation:

ARTICLE I. NAME & DURATION

The name of the Corporation is ENCOUNTER VICTORY CHURCH, INC., and its duration is to be perpetual effective with the filing with the Secretary of State on February 25, 2006 whichever is earlier.

ARTICLE II. PRINCIPAL OFFICE & REGISTERED AGENT & OFFICE

The name of the registered agent and the location and address of the Corporation's registered office in the State of Florida is, Dave Bush 4401 E. Colonial Dr. Ste 203, Orlando, FL 32803

The street and mailing address of the principal office of the Corporation is 4401 E. Colonial Dr. Ste 203, Orlando, FL 32803.

ARTICLE III. PURPOSE

This nonprofit Corporation is a Church formed without any purpose of pecuniary profit and shall have no capital stock. This Corporation is organized Not for Profit and is organized and operated exclusively for religious purposes within the meaning of Section 501(C)(3) of the Internal Revenue Code including the following purposes:

- A. Religious, charitable and educational;
- B. Operate a Church or Churches by providing regular worship services and ministering the Word of God to persons in the United States and abroad;
- C. To reach every available person at every available time by every available means with the Gospel of Jesus Christ as prescribed in the Holy Bible;
- D. Feed the hungry, house the homeless, clothe the naked, provide relief to the poor, distressed or underprivileged for the advancement of religion;
- E. Disciple people by establishing them in the local church, teaching and training them to become like Christ;

- F. Mobilize the people of God, to help each person to find his or her place and function in the Body of Christ.
- G. Raise up and release five-fold ministry giftings into Holy Spirit directed service;
- H. Plant "Church Planting" Churches that will continue to work together for the purpose of reproducing leaders and churches;
- I. To give oversight and direction to churches planted, assuring healthy growth;
- J. Spread the Word of the Gospel and provide discipleship training through seminars, television, radio, crusades, books, audio and video tapes, pamphlets and other forms of mass media for the purpose of educating the individual in the Word of God;
- K. Provide educational services including but not limited to training to at risk youth and the underprivileged, establishing bible schools, ministry training centers, churches and affiliates;
- L. Serve as a clearinghouse for matters of spiritual and administrative import for members;
- M. Protect, cover, and in the case of reproach, do everything in accordance with the Bible to restore in the spirit of meekness;
- N. To acquire and hold such property, either real or personal, for religious purposes as may be necessary in the worship of God and spread of the Gospel;
- O. Enter into contracts, leases and other obligations as needed;
- P. To engage in any lawful business or activities related hereto and to engage in any lawful act or activity for which nonprofit corporations may be organized under Florida Law as now existing, or as the law may henceforth provide, as from time to time may be necessary or expedient to the exercise of any and all of its corporate functions, powers, and rights; and
- Q. Do all things necessary and proper to accomplish the religious and charitable purposes of the organization within the meaning of Section 501(c)(3) of the Internal Revenue Code.

ARTICLE IV. MEMBERSHIP

This Corporation shall have membership the qualifications, classes, rights, terms and the quorum, voting and notice requirements of which shall be set forth in the Bylaws.

ARTICLE V. POWERS & DISSOLUTION

A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustee, officers, or other private persons, except that the Corporation shall be authorized and empowered to be paid reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by:

- (1) A corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law); 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 provisions of any future United States Internal Revenue Law).

B. The Board of Trustees may cause the Corporation to solicit, collect, receive, accumulate, administer and disburse funds in such manner as will, in the sole discretion of the Board of Trustees, most effectively operate to further the purposes of the Corporation.

C. Upon the dissolution of the Corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to Victory Churches USA and/or other organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as a religious organization and a "Public Charity" under Section 501(c)(3) and 509(a)(1) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), or to an organization contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as they now exists or as they may hereafter be amended, as the Board of Trustees shall determine. Any such assets not disposed of shall be disposed of by the District Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to an organization or organizations as said Court shall determine, which are organized and operated exclusively for purposes described in Section 501(c)(3) of the Code (or any corresponding future provisions).

ARTICLE VI. INDEMNIFICATION

The corporation shall indemnify any current or former officer, trustee, employee, or agent to the full extent permitted by law.

ARTICLE VII. BYLAWS

Corporate bylaws may be amended or repealed, in whole or in part, by the Board of Trustees in the manner provided therein.

ARTICLE VIII. BOARD OF TRUSTEES

The governing body of the Corporation shall be its Board of Trustees who shall be appointed at the organizational meeting of the corporation. The manner in which the Trustees shall be elected or appointed shall be fixed by the Bylaws. The initial Board of Trustees shall consist of at least three (3) members.

The initial Board of Trustees shall be the following persons who shall serve until their successors are elected:

Leslie Hatton	1400 Sugar Cane Dr, Kissimmee, Fl 34744
Wendy Hatton	1400 Sugar Cane Dr, Kissimmee, Fl 34744
David Bush	4401 E. Colonial Dr. Ste 203, Orlando, FL 32803
Michael V. R. Johnson	2847 Northampton Ave., Orlando, FL 32828

ARTICLE IX. INCORPORATORS

The name and address of the incorporators are :

Leslie Hatton 1400 Sugar Cane Dr, Kissimmee, FL 34744
Wendy Hatton 1400 Sugar Cane Dr. Kissimmee, FL 34744

ARTICLE X. AMENDMENT

These Articles may be amended at any regular meeting of the voting members, or at a special meeting called for that purpose, by a two-thirds (2/3) majority of the voting members.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 19th day of February, 2006.



Cynthia Cheek
Commission #DD258798
Expires: Oct 15, 2007
Bonded Thru
Atlantic Bonding Co., Inc.



Leslie Hatton, Incorporator



Wendy Hatton, Incorporator

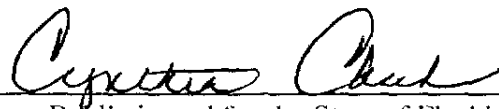
STATE OF FLORIDA
COUNTY OF ORANGE

SWORN TO AND SUBSCRIBED before me for said County and State, personally appeared Leslie Hatton, who is known to me to be the same person who executed the foregoing Articles of Incorporation as incorporator and duly acknowledge the execution of the same.

In Witness Whereof, I have hereunto subscribed be official seal, this ___ day of February, 2006.



Cynthia Cheek
Commission #DD258798
Expires: Oct 15, 2007
Bonded Thru
Atlantic Bonding Co., Inc.



Notary Public in and for the State of Florida
Commission No.: DD 258798 Commission Expires: 10-15-07

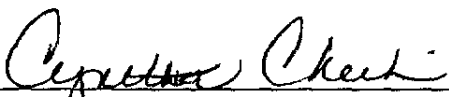
STATE OF FLORIDA
COUNTY OF ORANGE

SWORN TO AND SUBSCRIBED before me for said County and State, personally appeared Wendy Hatton, who is known to me to be the same person who executed the foregoing Articles of Incorporation as incorporator and duly acknowledge the execution of the same.

In Witness Whereof, I have hereunto subscribed be official seal, this ___ day of February, 2006.



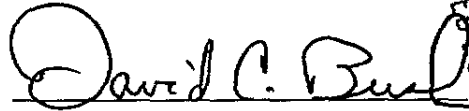
Cynthia Cheek
Commission #DD258798
Expires: Oct 15, 2007
Bonded Thru
Atlantic Bonding Co., Inc.



Notary Public in and for the State of Florida
Commission No.: DD 258798 Commission Expires: 10-15-07

**REGISTERED AGENT DESIGNATION
ENCOUNTER VICTORY CHURCH, INC**

I, Dave Bush, having been named as Registered Agent and to accept service of process for the above stated Corporation at the place designated in the Article of Incorporation, 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.



Dave Bush, Registered Agent

06 FEB 28 PM 4:00
VISIT
SECRET
FBI - MIAMI

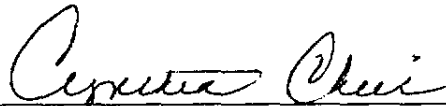
STATE OF FLORIDA
COUNTY OF ORANGE

SWORN TO AND SUBSCRIBED before me for said County and State, personally appeared Dave Bush who is known to me to be the same person who executed the foregoing as Registered Agent and duly acknowledge the execution of the same.

In Witness Whereof, I have hereunto subscribed my official seal, this 14th day of February, 2006.



Cynthia Cheek
Commission #DD258798
Expires: Oct 15, 2007
Bonded Thru
Atlantic Bonding Co., Inc.



Notary Public in and for the
State of Florida

Commission No.: DD 258798

Commission Expires: 10-15-07