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R. LUTHER BEAUCHAMP

ATTORNEY AT LAW

19 NE THIRD STREET CHIEFLAND, FLORIDA

Post Office Box 10 Chiefland, Florida 32644 TELEPHONE: (352) 493-2525 Facsimile: (352) 493-2618

March 23, 2006

Corporate Specialist Supervisor New Filing Section Division of Corporations 409 E. Gaines Street Tallahassee, Fla. 32399

Re: Dan Wade Ministries, Inc.

Dear Sir or Madam:

Please find enclosed herewith, an original and one copy of the ARTICLES OF INCORPORATION, DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT for a Florida Non-Profit Corporation, and a check for:

⊡ \$70.00 Filing Fee √\$78.75 Filing Fee & Certificate of Status

□ \$78.75 Filing Fee & Certified Copy* \$87.50Filing Fee, Certified Copy*,& Certificate of Status

Should you have any questions, please call our office at (352) 493-2525. Thank you for your assistance in this matter.

Sincerely,

C' Dell Stalvey, secretary for R. Luther Beauchamp

* Additional copy enclosed. Enclosures

ARTICLES OF INCORPORATION

OF

DAN WADE MINISTRIES, INC.

(a corporation not for profit)

ARTICLE ONE:

<u>NAME</u>

The name of this corporation shall be "DAN WADE MINISTRIES, INC."

ARTICLE TWO:

M. 7 24 PH 12:

PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The location shall be 1830 Pauline Drive, Winter Haven, FL 33881 and the mailing stdfress is Post Office Box 1385, Winter Haven, FL 33882 in the County of Polk and State of Florida. The Trustees may change the location of such corporation and the mailing address by majority vote of the Trustees.

ARTICLE THREE

GENERAL PURPOSE

The corporation is organized exclusively for religious, charitable, scientific, literary and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue Law. Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Law. Law.

ARTICLE FOUR:

USE OF INCOME

All revenue, profit, income and money received from the conduct of such business or enterprise is to be used and employed in religious, educational, charitable, benevolent and missionary work.

ARTICLE FIVE:

POWERS

The corporation shall have all the powers and authority that a non-profit, charitable corporation, organized under Chapter 617 Florida Statutes, could have and exercise and yet remain exempt from income taxation under the Internal Revenue Code of the United States, including, but not limited to: the power and authority to borrow money and to receive, buy, pledge, mortgage, encumber, sell, lease and otherwise acquire by gift, devise or inheritance, real and personal property of any kind or character necessary to promote the purposes of the corporation and to hold, use, pledge, mortgage, encumber, sell, invest and reinvest the same and collect and disburse the income and principal therefrom for such purposes.

ARTICLE SIX:

LIMITATIONS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the 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 Article Three 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 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, except to an insubstantial degree, engage in any

activities or exercise any powers that are not in furtherance of the purpose of this corporation.

ARTICLE SEVEN:

MEMBERSHIP

Membership requirements in the corporation shall be set forth in By-Laws adopted by the Board of

Trustees.

ARTICLE SEVEN:

TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE EIGHT:

NAMES OF SUBSCRIBERS

The name and address of those subscribing to these Articles of Incorporation are as follows:

NAME:

ADDRESS:

Daniel E. Wade

1830 Pauline Drive Winter Haven, FL 33881

ARTICLE NINE:

TRUSTEES, REGISTERED OFFICE AND AGENT

 The business affairs of this corporation shall be managed by the Trustees subject to and in accordance with the By-Laws of the Corporation.

2) The Trustees are designated as officers who, in their official capacity, shall sign and execute all legal documents for and on behalf of the corporation as its chief executive officers. Any three (3) Trustees signatures shall be required to bind the corporation.

The registered office of the corporation shall be at 1830 Pauline Drive, Winter Haven, FL
33882. The registered agent for the corporation is DANIEL E. WADE. Trustees may change the registered

agent and office with the approval of the new registered agent by giving notice to the office of the Secretary of State as required by the laws of the State of Florida.

ARTICLE TEN:

OTHER OFFICERS, MANAGEMENT AND ELECTION

The affairs of this corporation shall be managed by the Board of Trustees consisting of not less than three persons not more than six persons, having a Chairman, a Secretary and a Treasurer (or a Secretary-Treasurer combined in one office). The Trustees shall be composed of members of the corporation of such numbers as the corporation shall from time to time elect. The Trustees shall be elected by the members of the corporation at the annual meeting, in such manner and for such term as shall be prescribed by the By-Laws of the corporation. The Trustees shall each year immediately following the annual election elect a Chairman, a Secretary and Treasurer who shall hold office for a period of one year or until their successors are elected. Said officers shall have such duties as shall be prescribed by the By-Laws.

ARTICLE ELEVEN:

MEETINGS

Meetings shall be held at such times as provided for in the By-Laws.

ARTICLE TWELVE:

BY-LAWS

By-Laws for the government of this corporation may be made, altered, or rescinded by a two-thirds majority vote of the members of the corporation present at any regular or special meeting of the members of the corporation.

ARTICLE THIRTEEN:

DISSOLUTION

Upon dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall, at the time, qualify as an exempt organization or organizations under Section 501(c) (3) of Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law, as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the County in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, we, the undersigned, being the original subscribers to this charter, have hereunto set our hands and seals this 11 and day of Marc Dannel E Wack

STATE OF FLORIDA COUNTY OF Pasco

I hereby certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared DANIEL E. WADE, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same. DANIEL E. WADE is personally known to me or produced as identification.

Notary Signature

(SEAL)



ACCEPTANCE BY REGISTERED AGENT

As registered agent designated herein, I hereby acknowledge that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

mil E. leade DANTEL E. WADI

STATE OF FLORIDA Pasco COUNTY OF

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I hereby certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared DANIEL E. WADE known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same and he is personally known to me or produced ______ as identification.

 $\frac{WTNESS \text{ my hand and official seal in the Gounty and State last aforesaid this <math>11^{+-}$ day of (SEAL) (SEAL)

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| HELEN BRIGGS |
| MY COMMISSION # DD 188530 |
| EXPIRES, February 26, 2007 |
| Bonded Thru Notary Public Underwriters |
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