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COVER LETTER

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

SUBJECT: CHURCH OF GOD OF PROPHECY, (NICEVILLE WORSHIP CENTER) 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: CHURCH OF GOD OF PROPHECY, (NICEVILLE WORSHIP CENTER)
Name (Printed or typed)

410 CEDAR AVE.
Address

NICEVILLE, FL 32578
City, State & Zip

(850) 682-5887
Daytime Telephone number

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

**ARTICLES OF INCORPORATION
OF
CHURCH OF GOD OF PROPHECY, NICEVILLE WORSHIP CENTER INC.**

BY THESE ARTICLES OF INCORPORATION the incorporators form a corporation not-for-profit pursuant to Florida Statute 617.

ARTICLE I. NAME

The name of this corporation is Church of God of Prophecy, Niceville Worship Center, Inc.

ARTICLE II. TERM OF EXISTENCE

The term of existence of this corporation shall be perpetual.

ARTICLE III. PURPOSE

This corporation is organized for general corporate purposes; and for the purpose to facilitate and execute the business and activities of the Church of God of Prophecy, Niceville Worship Center, Inc. within the State of Florida and to meet the requirements of the laws of the State of Florida in regard to the acquiring, mortgaging and disposition of real estate within the State of Florida and to conduct any and all business of the corporation with regard to ownership of property for the Church of God of Prophecy, Niceville Worship Center, Inc. and its member congregations. Its further purpose is to carry on and to promote in a cooperative way the Evangelistic, educational and religious work of the International Church of God of Prophecy. It is in no way empowered nor authorized to interfere with, change or modify the doctrine, religious practices, standards or mode of worship or the recommendations of the General Assembly of the Church of God of Prophecy and its general trustees as adopted and established annually at the regular meeting of the General Assembly in Cleveland, Tennessee, or wherever it may convene.

STATE OF FLORIDA
TALLAHASSEE

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ARTICLE IV. MEMBERS

Any person who subscribes to and accepts the Covenant of Membership, the teachings and the manner of church government as outlined by the Holy Scriptures and the General Assembly of the Church of God of Prophecy and which has been recognized by the General Assembly of the Church of God of Prophecy may be a member of this corporation.

This corporation shall issue no stock. No part of the net earnings of this corporation shall inure to the benefit of or be distributable to its members, directors, officers or other private persons except that this 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 this article. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation. This corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office, including the publishing or distribution of statements. Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law, or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Code. On the dissolution of this corporation the board of Trustees shall dispose of all of the assets of this corporation exclusively for the purposes of this corporation to an organization organized and operated exclusively for charitable, educational, religious or scientific purposes and that qualifies as exempt organizations under Section 501(c)(3) of the Internal Code of 1954 or the corresponding provision of any future United States internal revenue law, after paying

or making provisions for the payment of all liabilities of this corporation. Any assets not so disposed of shall revert to the State Trustees of the Church of God of Prophecy, Winter Garden, Florida, or wherever situated, or, secondly to the General Trustees, Cleveland, Tennessee to be disposed of or used by another state office or local church of the Church of God of Prophecy as operating exclusively for charitable, educational, or religious purposes as deemed proper by the State or General Trustees.

ARTICLE V. SUBSCRIBERS

The names and residences of the subscribers are:

William C. Nester Jr.
1265 Mapoles St.
Crestview, FL 32536

Chris A. Miller
207 Deer St.
Niceville, FL 32578

Gary E. Humphrey
6128 Old Hickory
Crestview, FL 32539

ARTICLE VI. OFFICERS

The names of the officers that shall serve until replaced by their elected successors are:

President	William C. Nester Jr. 1265 Mapoles St. Crestview, FL 32536
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Treasurer	Chris A. Miller 207 Deer St. Niceville, FL 32578
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Secretary	Gary E. Humphrey 6128 Old Hickory Rd. Crestview, FL 32539
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ARTICLE VII. TRUSTEES

This corporation shall have a Board of Trustees of three (3) Trustees initially. The number of trustees shall be prescribed in the By-Laws from time to time. The names and addresses of the trustees who shall serve until the next meeting of the local church conferences are:

William C. Nester Jr.
1265 Mapoles St.
Crestview, FL 32536

Chris A. Miller
207 Deer St.
Niceville, FL 32578

Gary E. Humphrey
6128 Old Hickory Rd.
Crestview, FL 32539

Vacancies in the initial Board of Trustees shall be filled as provided for in the By-laws of the Corporation.

ARTICLE VIII. BY-LAWS

The By-Laws of this corporation shall be adopted by the Board of Trustees and approved by the local Church conference.

ARTICLE IX. AMENDMENTS

An amendment to these Articles of Incorporation may be proposed by the Board of Trustees. Amendments shall be adopted by the Board of Trustees by two-thirds agreement of the Trustees and approved by the local church conference.

ARTICLE X. REGISTERED AGENT

The initial registered agent for this corporation is William C. Nester Jr.
1265 Mapoles St. Crestview, FL 32536

ARTICLE XI. OFFICE OF CORPORATION

The initial office of the corporation shall be located at: 410 Cedar Ave. Niceville, FL 32578 and the mailing address of said corporation is 6128 Old Hickory Rd. Crestview, FL 32539

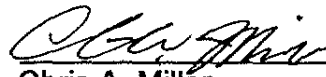
ARTICLE XII. COMMENCEMENT DATE

The activities of this corporation shall commence upon these Articles of Incorporation being duly filed with the Secretary of State, State of Florida.

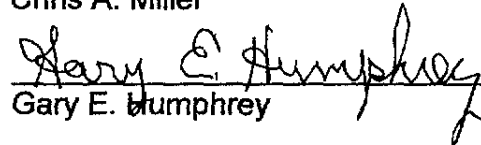
IN WITNESS WHEREOF, the undersigned Subscribers have executed these Articles of Incorporation this 3rd day of April, 2006.



William C. Nester Jr.



Chris A. Miller



Gary E. Humphrey

**STATE OF FLORIDA
COUNTY OF OKALOOSA**

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared William C. Nester Jr., Chris A. Miller, & Gary E. Humphrey known to me and known by me to be the persons who executed the foregoing Articles of

Incorporation, and who acknowledged before me that they executed the said Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 3rd day of April, 2006

Jessica L Allen
NOTARY PUBLIC SIGNATURE

Jessica L Allen
NOTARY PUBLIC PRINTED NAME
MY COMMISSION EXPIRES:



CONSENT OF REGISTERED AGENT

THE UNDERSIGNED, having been named to as registered agent for this corporation, at the office designated in the Articles of Incorporation of said corporation, the undersigned accepts the designation.



REGISTERED AGENT

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