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CLERK OF STATE
TALLAHASSEE, FLORIDA

May 6, 2006

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

To Whom It May Concern:

SUBJECT: WIT'S END MINISTRIES, INCORPORATED

Enclosed are an original and one (1) copy of the Articles of Incorporation and a check for
\$ 78.75 for the Filing Fee and Certificate of Status.

Sincerely,



Elwyn C. Sanders
13478 Driscoll Ave.
Port Charlotte, FL 33953

Daytime Telephone Number: (941) 627-0102

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06 MAY 15 PM 3:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
WIT'S END MINISTRIES, INCORPORATED**

Pursuant to and in compliance with the requirements of Florida state law and U.S. federal law, the undersigned, all of whom are of lawful age, have this day voluntarily associated themselves together for the purpose of forming a non-profit corporation, and do hereby certify and adopt the following Articles of Incorporation:

ARTICLE I

The name of the Corporation shall be Wit's End Ministries, Incorporated.

ARTICLE II

All Trustees of the Corporation now in good and regular standing, and such other members as the Board of Directors shall from time to time admit to membership, shall be members of this Corporation.

ARTICLE III

The business, property, and affairs of the Corporation shall be managed by a Board of Directors of not less than, although not limited to three (3), and no more than seven (7) Trustees. The present Trustees now duly constituted and elected shall constitute the Board of Directors and they shall hold their offices permanently and so far as may be until other or further election. In the event of the inability of any Trustee to act, or in the event of the death of an Trustee, the remaining Trustees shall elect another Trustee, or Trustees, to fill the vacancy, or vacancies, thus created.

Each Trustee shall be a member in good standing of the Corporation. A new Trustee shall be elected by a majority vote of the total Trustees, excluding the Trustee whose position is being filled by vote.

(a) The Trustees in their collective capacity shall be known as the Board of Directors and under that name shall constitute the governing body, and shall conduct and transact all business of the Corporation.

(b) The Trustees shall have power and authority to hold an annual meeting of the Board of Directors and may likewise hold special meetings as may be determined by the Board of Directors. The annual meeting, if and when held, shall be held at the offices pf the Corporation at 13478 Driscoll Avenue, Port Charlotte, Florida, on the first Monday of January in each year at the hour of 6:00 P.M. of such day, or as soon thereafter in each year as is possible for the Trustees to call such meeting; and any special meetings may be

held at such time as the Trustees may determine, and all meetings shall be held at the offices of the Corporation in Port Charlotte, Florida.

(c) The Board of Directors shall have and is hereby given power and authority to provide for the qualifications and requirements for membership which without doctrinal provisions or terminology shall primarily require a belief in the Christian religion and in the salvation of men by grace through faith in the shed blood of Jesus Christ as the only atonement made for sin, and in the Trinity of the Godhead and the Church as one Spiritual Body made up of all true believers and shall provide the means and manner of admission of membership, which admission shall be free of charge therefore, and shall likewise provide means for suspension from its membership.

(d) The Board of Directors shall have authority and power, which is hereby given, to provide suitable and proper means and religious ceremony and required tests and qualifications for entrance into the ministry of the Church, hereby being established and organized and by and through the means as established and administered that any and all applicants may be inducted into the ministry thereby license, commission or full ordination with all Church authority possible for an Church or ecclesiastical body to be given or to possess or to administer, giving therein authority to administer all sacred services of ecclesiastical bodies and to include all sacred and sacramental services, and to further include the marriage services and together with the sacred services of baptism.

(e) The Board of Directors shall have the authority and power, which is hereby given, to establish, institute, operate and maintain any and all such additional departments, associations, institutions, schools, mission station, programs, and/or any and all such other vehicles as may be deemed appropriate and advisable by said Board of Directors for the propagation of the Gospel of Jesus Christ and of Christian and religious worship anywhere within the United States of America and/or in any other country.

(f) The Board of Directors of the Wit's End Ministries, Incorporated, shall have power and authority which is hereby given, to negotiate or designate agents to negotiate all of the business transactions, all receipts and all disbursements, for any such additional departments, associations, institutions, schools, mission stations, programs, and/or any and all such other vehicles established or instituted by this Corporation.

(g) A majority of the Trustees shall constitute a quorum for the transaction by the Board of Directors of any and all business, in accordance to the laws of the state of Florida.

ARTICLE IV

The place where the business of Wit's End Ministries, Incorporated shall be transacted is 13478 Driscoll Ave. , Port Charlotte, FL, where said principal office shall be.

ARTICLE V

Wit's End Ministries, Incorporated is organized and operated exclusively for religious, charitable, educational, philanthropic, and benevolent purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1954, as amended, or any superseding statute thereto, and such purposes shall include the following:

(a) Religious.

(b) To conduct a local Church by the direction of the Lord Jesus Christ and under the leadership of the Holy Spirit in accordance with all of the Commandments and provisions as set forth in the Holy Bible, the irrevocable Word of God. Pursuant thereto, the following activities and guidelines shall be established:

- i. A recognized Creed, Code of Doctrine, discipline and form of worship shall be established.
- ii. An ecclesiastical form of government shall be established.
- iii. Ordination of ministers upon completion of the prescribe course of study, designated by this Church Ministry.
- iv. An organization of ministers shall be established to minister to the congregation of Wit's End Ministries, Incorporated.
- v. Establishment of a Church membership based upon acceptance of a recognized creed and belief and support of the Church.
- vi. Spread the Word of the Gospel through seminars, radio, television, establishment of Church literature, and other forms of mass media for the purpose of educating the individual in the Word of God, establishment of Church literature, and other forms of mass media for the purpose of educating the individual in the Word of God.
- vii Establishment of various religious services pursuant to the recognized Creed, form of worship, code of doctrine and discipline of the Church and the establishment of Sunday Schools for religious instruction to the young and to the old.

(c) Promote and encourage, through, the ministry of the Organization, cooperation with other organizations ministering within the community.

(d) Minister the Word of God to the faithful.

(e) To acquire and hold such property, either real or personal, for Church purposes, as may be necessary for its membership and the worship of God.

ARTICLE VI

In accordance with and in addition to the powers conferred by the laws of the State of Florida, the non-Profit Corporation shall have the following powers:

(a) To receive and accept gifts of money and property and to hold the same for any of the purposes of the Corporation and its work.

(b) To raise and assist in raising funds for the purposes herein set forth, including the issuance of bonds or other instruments of credit.

(c) To acquire, own, lease, mortgage and dispose of property, both real and personal.

(d) To conduct and carry on religious services and instruction through the public media, including electronic broadcasting, AM and FM radio, telecasting, microwave distribution, closed circuit transmission, cable television, and the internet.

(e) To acquire, own and operate such broadcasting and/or telecasting facilities.

(f) To issue annuities and to enter into gift-annuity contracts.

(g) To accept property and donations in trust for religious or charitable purposes.

(h) To acquire, hold, own, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock, bonds, obligations or other securities of other corporations. Domestic, or foreign, as investments or otherwise, in carrying out any of the purposes of the Corporation and, while the owner thereof, to exercise all rights, powers and privileges of ownership, including the power to vote, the powers and privileges of ownership, including the power to vote thereon.

ARTICLE VII

The Corporation shall have members. The admission and status of such members shall be governed by Bylaws of the Corporation.

ARTICLE VIII

The manner in which the Directors or Trustees of the Corporation shall be elected or appointed shall be governed by the provisions of the Bylaws of the Corporation.

ARTICLE IX

The Corporation shall be a sovereign body, and the regulation of the internal affairs of the Corporation shall be governed by the provisions of the Bylaws of the Corporation

ARTICLE X

Wit's End Ministries, Incorporated is not organized for pecuniary gain or profit, nor shall it have any power to issue certificates of stock or declare dividends, and no part of its net earnings shall inure to the benefit of any members, directors, trustees or individuals, except that Wit's End Ministries, Incorporated shall be authorized and empowered to pay and to be paid a reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article V hereof. Notwithstanding any other provisions of these Articles, Wit's End Ministries, Incorporated shall not carry on any other activities not permitted to be carried on by:

(a) 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).

(b) By Corporation, contributions to which are deductible under section 170 c (2) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue law).

(c) In the event of the dissolution of this Corporation, or in the event it shall cease to carry out the objects and purposes herein set forth, all of the business, property, and assets of the Corporation shall go and be distributed to such Non-Profit Corporation qualifying as an Organization exempt under the provisions of Section 501 c (3) if the provisions of Section 509 (2) (1) or 509 (a) (2) of the Internal Revenue Code of 1954 as amended, or any superseding statute, as the Directors or Trustees of the Corporation may select and designate; and in no event shall any of said assets or property, in the event of dissolution thereof, go or be distributed to members, either for the reimbursement of any sum subscribed donated or contributed by such members, or for any other such purpose.

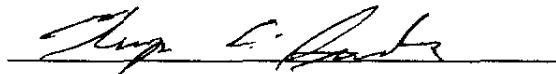
ARTICLE XI

The period of duration of Wit's End Ministries, Incorporated, shall be perpetual.

ARTICLE XII

The registered agent of the Wit's End Ministries, Incorporated, whose address is the same as that of the registered address of Elwyn C. Sanders.

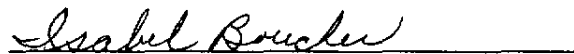
ARTICLE XIII


Elwyn C. Sanders, CEO/President

13478 Driscoll Ave., Port Charlotte, FL 33953


Sandra L. Sanders, Vice President/Secretary

13478 Driscoll Ave., Port Charlotte, FL 33953


Isabel Boucher, Treasurer

66 South Easter Island Circle, Englewood, FL 34223

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