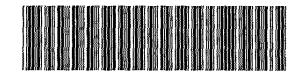
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#### FLORIDA DEPARTMENT OF STATE Division of Corporations

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CECRETARY OF STATE FALLAHASSEE, FLORIDA

September 11, 2006

RUSSELL BENSON 631 W. LUMSDEN ROAD BRANDON, FL 33511

SUBJECT: COVER THE EARTH, INC.

Ref. Number: W06000039885

We have received your document for COVER THE EARTH, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State.

The fees for profit and nonprofit, domestic or foreign are as follows:

Filings Fees: \$35.00
Registered Agent
Designation \$35.00
Certified Copy \$8.75
Certificate of Status \$8.75

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden Document Specialist New Filing Section

Letter Number: 406A00054740

#### ARTICLES OF INCORPORATION

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**OF** 

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#### **COVER THE EARTH, INC.**

STORRIGHT OF STATE TALLAHASCEE, FLORIDA

The undersigned, for the purposes of forming a not for profit corporation under the Florida Not For Profit Corporation Act hereby adopts the following Articles of Incorporation:

## ARTICLE ONE NAME

The name of the not for profit corporation is COVER THE EARTH, Inc. whose principle place of business and mailing address is: 631 W. Lumsden Rd. Brandon, FL. 33511

#### ARTICLE TWO DURATION

The term of existence of the not for profit corporation is perpetual and the date and time of the commencement of the not for profit corporation's existence shall be the time of the filing of the Articles of Incorporation by the Department of State.

## ARTICLE THREE PURPOSE

The purposes for which the organization is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

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 herein. 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 or in opposition to any candidate for public office.

In conducting its affairs so as to maintain its status as a tax exempt organization, as defined by Section 501(c)(3) of the Internal Revenue Code, the not for profit corporation shall comply with the following Sections of the Internal Revenue Code and any Regulations applicable thereto: Sections 170(c)(2); 501(c)(3); 4941(d); 4942; 4943(c); 4944 and 4945(d).

Notwithstanding any other provision 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 Code of 1986 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, or corresponding section of any future federal tax code. Cover the Earth, Inc. is dedicated to spreading the Gospel of Jesus Christ around the world through evangelism, church planting and various forms of ministry and mass communication.

#### ARTICLE FOUR NONSTOCK ORGANIZATION

The not for profit corporation shall be upon a nonstock basis and qualification for membership and the manner of admission shall be as regulated by the By-Laws.

## ARTICLE FIVE REGISTERED OFFICE

The street address of the initial registered office of the not for profit corporation and the name of the initial registered agent at such address is:

Russell Benson

631 W. Lumsden Rd. Brandon, FL 33511

## ARTICLE SIX DIRECTORS

The Board of Directors of the not for profit corporation shall consist initially of Three (3) members and shall be elected in accordance with the method stated in the By-Laws of Cover the Earth, Inc. The number of directors may be increased from time to time by the By-Laws but shall not be less than three (3).

The names and addresses of the initial Board of Directors are:

Daniel Kolenda, President Village Park Rd., # 103 Plant City, FL 33563

Russell Benson, Vice President / Treasurer 1502 Plantation Grove Ct. # 1226 Plant City, FL. 33566

Jared Bennett, Secretary 2241 Bennett Rd. Plant City, FL. 3356

## ARTICLE SEVEN INCORPORATOR

The name and address of the Incorporator is:

Russell Benson

1502 Plantation Grove Ct #1226 Plant City, FL. 33566

## ARTICLE EIGHT BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

### ARTICLE NINE DISSOLUTION

Upon the dissolution of the not for profit corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal Tax Code, or shall be distributed to the federal government, or to a state or local government for a public purpose. Any such asset not so disposed of shall be disposed of by the Circuit Court of the county in which the principle office of the not for profit corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine which are organized and operated sawed for such purposes.

IN WITNESS WHEREOF, I have hereunte SEPTEMBER.	o subscribed by name this day of
	Russell Benson
STATE OF FLORIDA COUNTY OF HILLSBOROUGH	•
acknowledgments, personally appeared RUSSELI	horized in the State and County aforesaid to take BENSON, who is personally known to me and t, and acknowledged that he executed the same for the
IN WITNESS WHEREOF, I have hereunted	o set my hand and official seal this <u>07</u> day of
IRINA GEGOUTCHADZE Notary Public, State of Florida Commissions DD574727 My comm. expires July 17, 2010	Notary Public - State of Florida Commission No. My Commission Expires:
	06 SEP 2 SECREDARIASS

#### ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I HEREBY am familiar with and accept the duties and responsibilities as Registered Agent for COVER THE EARTH, Inc.

DATED this 7 day of Septeaker A.D., 2006.

Russell K. Benson

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