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11/28/06  
11/28/06

# Charis Ministries International, Inc.

Rev. James D. Woodside, President  
3725 Heathcoe Rd.  
Plant City, FL 33563

Mailing Address  
P. O. Box 4024  
Plant City, FL 33563  
(706) 414-8764

October 12, 2006

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

ATTN: Corporation Division

RE: NON-PROFIT INCORPORATION (Religious Organization)

Gentlemen:

Enclosed herewith are the originals and (1) one copy of the Articles of Incorporation for your proper handling and filing. Also, enclosed is our check in the amount of \$87.50 which includes:

Filing Fee - \$35.00  
Registered Agent Designation - \$35.00  
Certified Copy - \$8.75  
Certificate of Status - \$8.75  
TOTAL - \$87.50.

Should you have any questions or need any additional information, please do not hesitate to contact me at number above.

Thank you for your assistance.

Sincerely,

  
Rev. James D. Woodside  
Incorporator

**ARTICLES OF INCORPORATION**  
(In Compliance with Chapter 617, F.S., (Not for Profit)

**ARTICLE I - NAME**

The name of the corporation shall be: **Charis Ministries International, Inc.**

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be: **3725 Heathcoe Rd. - Plant City, FL 33563 - Mailing Address: P. O. Box 4024 - Plant City, FL 33563**

**ARTICLE III - PURPOSE**

The purpose for which the corporation is organized is:

- A. **CHARIS MINISTRIES INTERNATIONAL, INC.** is a **RELIGIOUS NON-PROFIT CORPORATION** and is not organized for the private gain of any person. It is organized under the Non-profit Religious Corporation Law exclusively for religious purposes.
- B. The specific purposes for which this Corporation is organized are all lawful purpose or purposes within the provisions of the Code, which purposes include, without being limited to, any one or more of the activities enumerated herein but limited to those activities which fall within the meaning of the Internal Revenue Code Section 501 (c)(3), the Florida Non-Profit Religious Corporation Code and other applicable provisions of the Federal and State tax codes regarding tax exempt organization and activities. Without limiting the foregoing, the Corporation is organized to operate as an religious organization including evangelism through various forms of ministry to win souls to Christ, teach Christian men and women to effectively live a Christian life and for other lawful purposes allowed by the Florida Non-Profit Religious Corporation laws.
- C. No part of the net earning of the corporation shall inure to the benefit of, or be distributable to its members, directors, 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 2. 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.
- D. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on: (a) by 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 Laws) or: (b) by a corporation, contributions to which are deductible under Section 501 (c) 3 of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Laws).

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## ARTICLE IV - CHARACTER OF AFFAIRS

The character of affairs of the corporation will be:

Except as otherwise provided in these Articles of Incorporation, the Corporation shall have all of the powers provided by the code. Subject to the limitations in these Articles of Incorporation, the Corporation shall have the authority to take any action it deems to be necessary, appropriate, or convenient relating to the management of the Corporation, including, but not limited to, the power to:

- (1) Have perpetual succession by its corporate name;
- (2) Make and alter By-laws;
- (3) Conduct affairs, carry on operations and have officers anywhere in the world;
- (4) Have and alter a corporate seal, and use the seal by causing it or a facsimile to be impressed on, affixed to, or reproduced in any manner on instruments to be executed by the Corporation's officers;
- (5) Purchase, receive, lease, or otherwise acquire, own, hold, improve, use, or otherwise deal in any interest in real or personal property wherever situated, as the purposes of the corporation shall require, or as shall be donated to it;
- (6) To sell, convey, mortgage, pledge, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;
- (7) To lend money in accordance with the provisions of the code, noting all exceptions therein stated;
- (8) Invest and reinvest in property that the Board of Directors deems advisable, including an option to acquire assets;
- (9) Purchase, receive, subscribe for, acquire, own, hold, vote, employ, mortgage, lend, pledge, sell, dispose of, or otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships, or individuals, or direct or indirect obligations to the United States or of any other government, state, territory, government district, or municipality, or of any instrumentality thereof;
- 10) Acquire, own, hold, mortgage, dispose of, and invest funds in real and personal property for the use and benefit of and under the discretion of, and in trust for any convention, conference or association organized under the laws of this State or another state with which it is affiliated, or which elects its board of directors, or which controls it, in furtherance of the purpose of the member institution;
- 11) To make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;
- 12) To lend money for its corporate purposes, invest and reinvest its funds and take and hold real and personal property as security for the payment of such funds so loaned and invested;
- 13) To elect or appoint officers and agents of the corporation for such period of time as the corporation may determine and define their duties and fix their compensation;
- 14) To make donations for the public welfare or for charitable or educational purposes;
- 15) To have and exercise all powers necessary or appropriate to effect any or all the purposes for which the corporation is organized;

- 16) See, convey, exchange, convert, grant an option, assign, build, manage, operate, control, or otherwise dispose of Corporation property;
- 17) Partition, divide, assign, develop, and improve Corporation property;
- 18) Make and obtain the vacation of plats, adjust boundaries, adjust differences in valuations on exchange or partition, and dedicate easements for public use, of Corporation property, with or without consideration;
- 19) Make ordinary and extraordinary repairs or alterations in building, demolish improvements, raze party walls or buildings, and erect party walls or buildings on Corporation property;
- 20) Lease Corporation property for any legal purpose, and enter into any covenants and agreements relating to the leased property or any improvements that may be erected on the property;

## **ARTICLE V - DISSOLUTION**

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all its assets exclusively for the purposes of the corporation in such a manner, to the Association of Evangelical Gospel Assemblies, Inc. located in Monroe, Louisiana or to other such organizations organized and operated exclusively for charitable, educational, religious purpose as shall at the time qualify as an exempt organization or organizations under Section 501 (c) 3 of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Laws) as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by the Superior Court of the county in which the principle office of the corporation is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose.

## **ARTICLE VI - MANNER OF ELECTION**

The manner in which the directors are elected or appointed:

**CHARIS MINISTRIES INTERNATIONAL, INC.** will hold an annual meeting, each year at such time and place as the directors may determine. At such meeting, the Board shall be elected by majority vote for the coming year as stated in bylaws of said corporation.

## **ARTICLE VII - INITIAL DIRECTORS**

The name and address of the initial directors are as follows:

James D. Woodside (President)	3725 Heathcoe Rd. Plant City, FL 33563
Angela H. Woodside (Secretary)	3725 Heathcoe Rd. Plant City, FL 33563
Sally Stauffer (Treasurer)	2361 Foliage Lane Dyer, IN 46311

## ARTICLE VIII - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

James D. Woodside  
3725 Heathcoe Rd.  
Plant City, FL 33563

*Mailing Address:*  
P. O. Box 4024  
Plant City, FL 33563

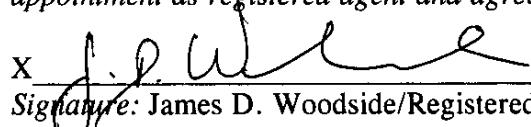
## ARTICLE IX - INCORPORATOR

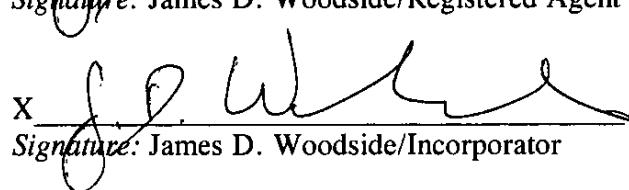
The name and address of the incorporator(s) is:

James D. Woodside  
3725 Heathcoe Rd.  
Plant City, FL 33563

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*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

X   
Signature: James D. Woodside/Registered Agent

X   
Signature: James D. Woodside/Incorporator

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