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Robert Morio **GAVE**
AUTHORIZATION BY PHONE TO
CORRECT Articles numbers
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11/28/06--01025--012 **78.75

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06 NOV 28 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MRD
11/29

COVER LETTER

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

SUBJECT: New Life Fellowship of Clay County, Inc
PROPOSED CORPORATE NAME

Enclosed are an original and one (1) copy of the Articles of Incorporation and a check for \$78.75 (Filing fee and Certified Copy).

FROM: Robert Morro
Name

2825 Tuscarora Trail
Address

Middleburg, FL 32068
City, State & Zip

904-424-7394
Telephone Number

**ARTICLES OF INCORPORATION
NEW LIFE FELLOWSHIP OF CLAY COUNTY, INC.
a Florida non-profit corporation**

FILED
06 NOV 28 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

New Life Fellowship of Clay County, Inc, a Florida non-profit corporation (the "Corporation"), in compliance with the governing documents of the Corporation and the laws of the State of Florida, does hereby adopt its Articles of Incorporation, and does hereby state such Articles of Incorporation in its entirety, as provided herein.

**ARTICLE ONE
NAME**

The name of the corporation is New Life Fellowship of Clay County, Inc., a non-profit corporation organized under the laws of the state of Florida (hereinafter, the "Corporation").

**ARTICLE TWO
LOCATION AND MAILING ADDRESS**

The principal office of the Corporation is 2825 Tuscarora Trail, Middleburg, FL 32068.

The mailing address if the Corporation is PO Box 65875 Orange Park, FL 32065.

**ARTICLE THREE
PURPOSE**

A. This congregation is organized as a church exclusively for charitable, religious, and educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Revenue Law), including, but not limited to, for such purposes as the establishing and maintaining places of religious worship, the building, maintaining, and operating of churches, parsonages, school, chapels, radio stations, television stations, rescue missions, print shops, daycare centers (nurseries) camps, assisted living centers, and any other ministry that the Church may be led of God to establish in order to fulfill the Great Commission as stated in Mathew 28:18 - 20, and to exercise all other powers conferred upon it by its charter or by the applicable nonprofit corporation law of the state of Florida: and all in accordance with its bylaws as the same may be hereinafter amended.

B. The Church shall also ordain, license and/or commission men to the Gospel ministry; evangelize the unsaved by the proclaiming of the gospel of the Lord Jesus Christ; educate believers in a manner consistent with the requirements of Holy Scriptures, both in Sunday and weekday schools in the United States and any foreign country; and engage in any other ministry that the Church may decide to pursue from time to time in obedience to the will of God.

**ARTICLE FOUR
PERPETUITY**

The term of existence of the Corporation is perpetual, and will commence upon the filing of these articles by the Division of Corporations of the state of Florida.

**ARTICLE FIVE
INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial board of directors is three. The number of directors may be increased or decreased from in accordance with the bylaws, without

amendment of these articles of incorporation, but shall never be less than three. The name and address of each initial director of the corporation is as follows:

Robert Morro
2825 Tuscarora Trail
Middleburg, FL 32068

Nathan Spate
1441 Manotak Ave
Jacksonville, FL 32221

Lloyd Wood
2233 Alderney Ct
Middleburg, FL 32065

ARTICLE SIX REGISTERED AGENT

The initial registered office of the Corporation shall be located at 2825 Tuscarora Trail, Middleburg, FL 32068. The initial registered agent of the Corporation shall be Robert Morro. The corporation may change its registered agent or the location of its registered office, or both without an amendment to these Articles of Incorporation.

ARTICLE SEVEN MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected, appointed or removed shall be as stated in the bylaws.

ARTICLE EIGHT QUALIFICATIONS AND RIGHTS OF MEMBERS

The qualification of members of the corporation, the manner of their admission and their rights shall be as stated in the bylaws. The corporation shall be non-stock and no dividends or pecuniary profits shall be declared or paid to members.

ARTICLE NINE NONDISCRIMINATORY POLICY

The corporation shall have a racially nondiscriminatory policy as to applicants, members and others on the basis of race, color, or national or ethnic origin.

ARTICLE TEN CORPORATE POWERS & TAX PROVISIONS

The corporate powers of this corporation are as provided in Section 617.0302, Florida Statutes, unless limited as follows:

A. This corporation is formed exclusively for religious, charitable, scientific, educational, literary, civic and social welfare purposes. Notwithstanding any other provision of these Articles of Incorporation, this corporation shall not carry on any other 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 Revenue Law) or by an organization, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Revenue Law).

B. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, officers, members 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 these Articles of

Incorporation. 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 statement) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE ELEVEN DISSOLUTION

A. Upon dissolution of the 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 the 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.

B. Any such assets not disposed as outlined above shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE TWELVE AMENDMENTS

A. This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, the bylaws, or any amendments thereto, and any right conferred upon the directors or members is subject to this reservation.

B. Except as otherwise provided by law, the power to adopt, alter, amend or repeal these Articles of Incorporation or the bylaws shall be vested in the directors of the corporation.

ARTICLE THIRTEEN INCORPORATORS

The name and addresses of the incorporators for these Articles of Incorporation are:


Robert Morro
2825 Tuscarora Trail
Middleburg, FL 32068

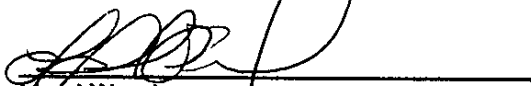
Nathan Spate
1441 Manotak Ave
Jacksonville, FL 32221

Lloyd Wood
2233 Alderney Ct
Middleburg, FL 32065

The undersigned incorporators have executed these Articles of Incorporation this 21 day of NOVEMBER 2006.



Robert Morro


Nathan Spate


Lloyd Wood

CERTIFICATION OF ADOPTION OF THE ARTICLES OF INCORPORATION

The undersigned, being the President of New Life Fellowship of Clay County, Inc., hereby certify that the foregoing Articles of Incorporation were unanimously adopted by Resolution of the Board of Directors of the Corporation on this 21 day of NOVEMBER 2006, at a duly called meeting of the Board of Directors, in compliance with the governing documents of the Corporation and Florida law. No vote or approval of the members of the Corporation is required for adoption of the same.


Robert Morro, President

(END OF DOCUMENT)

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for New Life Fellowship of Clay County, Inc., I hereby agree to accept the appointment as registered agent and agree to act in this capacity as of this 21 day of NOVEMBER, 2006. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

By: Robert P. Morro
Robert Morro, President

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06 NOV 28 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA