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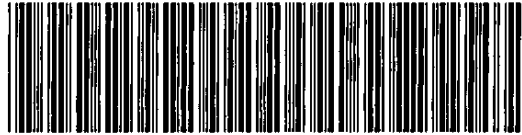
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W07-26972 6/22/07

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2001 JUN 22 P 4: 03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

D. WHITE JUN 26 2007



Couch & Russell
A Tradition of Wealth Preservation

June 1, 2007

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

Re: Articles of Incorporation
Willing Servant Ministries Inc

To Whom It May Concern:

Enclosed are two originals of Articles of Incorporation for filing for Willing Servant Ministries, Inc. Also enclosed is your cover letter completed along with check number 5913 in the amount of \$78.75 for the filing fee.

Please return the certified copy to me as soon as possible marked filed.

If you have any questions, please let me know.

Yours truly,

Martha Marshall

/mem

Enclosures

Craig Couch

388 SW Johnson Avenue • Burleson, TX 76028

(817) 295-2236 PHONE • (817) 447-0861 FAX • ccouch@couchandrussell.com EMAIL • www.couchandrussell.com WEBSITE

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5701 Golden Hills Drive, Minneapolis, MN 55416 888-446-5872

Couch & Russell Financial Group, Inc. and US Allianz Securities are not affiliated companies

COVER LETTER

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

SUBJECT: Welling Servant Ministries 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: Martha Marshall
Name (Printed or typed)

388 Sw. Johnson Ave.
Address

Burleson, Tx 76028
City, State & Zip

817-295-2236
Daytime Telephone number

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 6, 2007

CRAIG & RUSSELL
% CRAIG COUCH
388 SW JOHNSON AVENUE
BURLESON, TX 76028

SUBJECT: WILLING SERVANT MINISTRIES, INC.
Ref. Number: W07000026972

We have received your document for WILLING SERVANT MINISTRIES, INC.. However, the document has not been filed and is being returned for the following:

You must list the corporation's principal street address and/or a mailing address in the document. A post office box is not acceptable for the principal address.

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) 245-6934.

Loria Poole
Document Specialist
New Filing Section

Letter Number: 507A00038675

ARTICLES OF INCORPORATION

FILED

OF

2007 JUN 22 P 4: 03

WILLING SERVANT MINISTRIES, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned natural persons, all of whom are citizens of the State of **Florida** and all of whom are of the age of 18 years or more, acting as incorporators of a corporation under the **Florida** Nonprofit Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I.

NAME

The name of the corporation is **Willing Servant Ministries, Inc. and the principal street address of the corporation is 1060 Amanda Road, Daytona Beach, FL 32114.**

ARTICLE II.

NONPROFIT CORPORATION

The Corporation is a nonprofit corporation. Upon the dissolution of this organization, after payment of all debts, no part of the remaining assets may be distributed to any trustee, officer or member of the corporation but shall be distributed as the bylaws may direct in accordance with law, exclusively to charitable, religious, educational organizations which are operated exclusively for such purposes, which would then qualify under the provisions of section 501(c)(3) of the Internal Revenue Code, and Regulations as they now exist or as they may hereafter be amended.

ARTICLE III.

DURATION

The period of duration is perpetual.

ARTICLE IV.

PURPOSES

This corporation is organized exclusively for religious, charitable and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

4.01 To conduct, carry out, support and further a Christian Ministry to the World as God so directs, and specifically to advance the gospel of Jesus Christ and the Word of God, either personally or by any media, including, but not limited to, audio tapes, print, video tapes, radio and television.

4.02 To have and exercise all rights and powers conferred upon nonprofit corporations under the laws of Florida or which may hereafter be conferred, including the power to contract, rent, buy or sell personal or real property; provided, however, that this Corporation shall not, except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of charitable, religious, scientific, literary or educational purposes.

4.03 Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and Regulations as they exist or as they may hereafter be amended.

4.04 This Corporation is organized pursuant to the Florida Nonprofit Corporation Act and does not contemplate pecuniary gain or profit to members thereof and is organized for nonprofit purposes.

ARTICLE V.

POWERS

5.01 The Corporation has all the powers provided in the Florida Nonprofit Corporation Act. Moreover, the Corporation has all implied powers necessary and proper to carry out its expressed purposes.

5.02 The Corporation may reasonably compensate its employees, directors, or officers for services rendered to or for the Corporation in furtherance of one or more of its purposes. However, this Corporation shall not engage in any activity or exercise any powers that are not in furtherance of charitable, religious, scientific, literary or educational purposes.

5.03 No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

5.04 The property of the Corporation is irrevocably dedicated to nonprofit religious purposes.


5.05 No part of the net earnings of the Corporation shall inure to the benefit of its directors, officers, or to any other individual, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments in the furtherance of the nonprofit religious purposes of the Corporation.

5.06 Upon the winding up and dissolution of the Corporation, the Board of Directors shall, after paying or adequately providing for all the debts, obligations, and liabilities of the Corporation, distribute the remaining assets of the Corporation to such organization or organizations which are organized and operated exclusively for the nonprofit religious purposes of the Corporation and which are tax exempt under Section 501(c)(3) of the Code, as the Board of Directors in its sole discretion shall determine.

ARTICLE VI.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is **1060 Amanda Road, Daytona Beach, Florida 32114**, and the name of its registered agent at such address is **Robert Iannone, Jr.**

 5-28-07
Robert Iannone, Jr.

ARTICLE VII.

BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors of the Corporation is **three (3)** and the names and addresses of the persons who are to serve as the initial directors are:

NAME
Robert A. Iannone, Jr.

ADDRESS
**1060 Amanda Road
Daytona Beach, Florida 32114**

Tina Iannone

**1060 Amanda Road
Daytona Beach, Florida 32114**

James Snyder

**3145 S. Atlantic Ave. #603
Daytona Beach, Florida 32118**

An annual meeting of the Directors shall be held the first Monday of March in each year for the purpose of electing Directors. The Directors shall elect all subsequent Directors, after qualifying, to be added to the Board.

ARTICLE VIII.

INCORPORATION

The name and street address of the incorporator is as follows:

NAME
Robert A. Iannone, Jr.

ADDRESS
**1060 Amanda Road
Daytona Beach, Florida 32114**

ARTICLE IX.

AMENDMENTS TO BYLAWS

The bylaws may be altered, amended, or repealed and new bylaws may be adopted by a majority of Directors present at any regular meeting or at any special meeting, if at least two days' written notice is given for an intention to alter, amend, or repeal the bylaws or to adopt new bylaws at such meeting.

ARTICLE X.

MEMBERSHIP

10.01 The Corporation shall have no members.

10.02 The ministers shall give themselves continually to prayer and to the ministry of the Word, and shall be wholly and singularly responsible for all spiritual aspects in the administration of the corporation, pursuant to Acts 6:4.

10.03 The Board of Directors shall manage all business affairs of the Corporation, pursuant to Acts 6:3. The qualifications, manner of selection, duties, terms, and other matters relating to the Board of Directors shall be provided in the bylaws.

ARTICLE XI.

LIMITATION ON LIABILITY OF DIRECTORS

Pursuant to the Florida Miscellaneous Corporation Laws Act, the Directors of the Corporation will not be liable to the Corporation for monetary damages for acts or omissions that occur in the Directors' capacity as Directors. This article does not limit the liability of the Directors for acts or omissions for: (1) a breach of the duty of loyalty to the corporation; (2) a bad faith breach of a Director's duty to the corporation, intentional misconduct, or a knowing violation of the law; (3) a transaction from which a Director received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the Director's office; or (4) an act or omission for which the liability of a Director is expressly provided by an applicable statute.

ARTICLE XII.

INDEMNIFICATION

Right to Indemnification

12.01 The Corporation may indemnify each of its ministers, officers, directors, and employees, whether or not then in office, and his or her heirs and legal representatives, against all expenses, judgments, decrees, fines, penalties, or other amounts paid in satisfaction, in settlement of, or in connection with the defense of any pending or threatened action, suit, or proceeding, civil or criminal, to which he or she is or may be made a party by reason of having been a director, officer, or employee of the Corporation. Without limitation, the term "expenses" shall include all counsel fees, expert witness fees, court costs, and any other costs of a similar nature. The Corporation shall not, however, indemnify any minister, officer, director, or employee until a determination that indemnification is permissible has been made by the procedure and according to the standards set forth in the bylaws of this Corporation.


Written Demand for Indemnification

12.02 Any minister, officer, director, or employee who is entitled to indemnification from the Corporation may make a written demand on the Board of Directors by serving the written demand on the President or the Secretary (unless the President and Secretary are both making the demand, in which case service may be made on any other officer of the Corporation).

If the Board of Directors does not, within twenty (20) days after service of the written demand, determine that the minister, officer, director, or employee is entitled to indemnification, the minister, officer, director, or employee may, within twenty (20) days following the date of service of the demand, apply to a court of general jurisdiction in the county where the Corporation maintains its principal office to consider whether or not the minister, officer, director or employee has met the standards set forth in the bylaws of this Corporation as to permissibility of indemnification. If the court determines that the conduct of the minister, officer, director, or employee was such as to meet those standards, the court shall order the Corporation to indemnify the minister, officer, director, or employee to the same extent as if the Board of Directors had originally made the determination.

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 as incorporator and agree to act in this capacity.

INCORPORATOR:

 5-28-07
Robert A. Iannone, Jr.

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2007 JUN 22 P 4:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA