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**FLORIDA PROFIT/NON PROFIT CORPORATION**

Gateway Life Centre Inc.

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DIVISION OF CORPORATION

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**ARTICLES OF INCORPORATION**  
 of  
**Gateway Life Centre Inc.**  
 A Florida Not For Profit Corporation

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**ARTICLE I - NAME**

The name of the corporation shall be GATEWAY LIFE CENTRE Inc., a Florida Not For Profit Corporation, hereinafter the "Corporation."

**ARTICLE II – PRINCIPAL OFFICE**

The address of the principal office of the Corporation shall be 130 S. Indian River Dr., Suite 301, Fort Pierce, FL 34950 and the mailing address of the Corporation shall be 130 S. Indian River Dr., Suite 301, Fort Pierce, FL 34950.

**ARTICLE – III - DURATION**

The Corporation shall have perpetual existence.

**ARTICLE IV – PURPOSE AND OBJECTS**

The Corporation is organized as a sovereign Christian church for the following exclusively charitable or religious purposes:

1. To preach, teach, promote, disseminate and advance the Gospel of Jesus Christ to people of all ages both in the United States of America and in other countries and thus fulfill the command of our Lord Jesus Christ that his Gospel be preached in all the world as a witness for all nations.
2. Provided that the objects shall include only those which are, at law, exclusively charitable and without limiting the generality of the foregoing and to accomplish the aforesaid objective:
  - a) To establish, maintain and conduct places of worship for religious activities,

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**humanitarian service and Christian ministries.**

- b) To establish and maintain a church for the purpose of promotion and advancement of the Christian faith by practicing the religious observances, tenets and doctrines associated with that faith and to carry on the preaching and teaching of the Gospel of Jesus Christ;**
- c) To establish and carry on a ministry of Christian education and leadership training where students may obtain a religious education, and to provide for the delivery and holding of lectures, study groups, expeditions, classes and conferences, all designed directly or indirectly to advance the course of such Christian education;**
- d) To initiate, support and maintain missions and missionaries in both America and foreign missions;**
- e) To promote, organize, conduct and manage a home or homes for orphans, elderly people, unmarried mothers and fathers, troubled youths, and the like and to promote the welfare of the same;**
- f) To make provision for the physical, mental, social and spiritual needs of the community through the provision of counseling centers, crisis centers, sports facilities, adoption facilitation, or other such humanitarian endeavors;**
- g) To establish, maintain and conduct a Christian School for the provision of nursery school, kindergarten, elementary and high school facilities so as to provide general education that meets or exceeds the standards of the State of Florida for young people in the context of the Christian faith;**
- h) To establish, maintain and conduct a center independent of or associated with recognized accredited/non-accredited colleges/seminaries for the training of students for Christian service;**
- i) To operate as an educational resource center for training in worship and the arts, music, missions, pastoral care, counseling, leadership development, parenting, marital enrichment, and discipleship;**
- j) To establish and support ethnocultural language churches for the purpose of the advancement of the Christian faith;**

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k) To establish, promote and support the establishment of satellite churches and/or planting of new churches for the purpose of the advancement of the Christian faith;

l) To establish, own and operate one or more printing plants or publishing offices for the publication, printing and distribution of Christian literature of all types directly related to the spiritual and charitable objectives herein, including but not limited to books, magazines, booklets, papers, newspapers, brochures any other means of printing or publishing as may become available;

m) To establish, own and operate one or more television stations, radio stations, production facilities, studios or promotional offices for the production, syndication and distribution of Christian programs directly related to the charitable objectives herein for presentation on television, video recordings, film slides, radio, audio recordings, computer software and such other technological means of audio and visual presentation as may become available from time to time, and for purposes of distribution and/or broadcasting by mail order, electronic mail, hand distribution, public television, closed circuit television, video streaming, podcasts, AM radio, FM radio, short-wave radio, microwave communications, satellite communications, computer networking, and such broadcasting as may become available from time to time.

n) To acquire and hold land for purposes of places of worship and Christian ministry, residence of its religious leaders, theological college and seminary, a Christian School or similar institution of religious instruction, meeting of social and community needs or for purposes of publishing or broadcasting and the like as stated herein;

**ARTICLE V - POWERS**

The Corporation shall have full power to transact and perform such acts and things as shall be necessary or appropriate for the attainment of the purposes and objects described in Article IV, above, independent of the control or supervision of any authority outside itself. Without limiting the generality of the foregoing language, the Corporation shall have the power:

A. To acquire, receive and accept, by way of grant, gift, devise, bequest, legacies, donation, benefit of trust, purchase, lease or otherwise, real property and personal property, tangible and intangible, of every kind, including security

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interests in real property (including mortgages on or security interests in real property and receipts, notes, certificates or other instruments representing any rights or interests in real property) created or issued by any person, firm, association, corporation or government or subdivision thereof, and including chattel mortgages or security interests in personal property (including liens, commercial paper, notes, stock certificates, participation certificates, partnership interests, time share interests, or other interests or evidence of ownership of personal property);

B. To exercise all rights, powers and privileges in respect to property, including the power to lease, to hold, administer, sell, encumber, pledge, convey, transfer and dispose of, invest and reinvest such property and the income and proceeds thereof;

C. To use, apply or disburse any of its property or the income or proceeds thereof, exclusively for or toward anyone or more of the purposes and objects as enumerated in Article IV;

D. To borrow money, issue bonds, debentures, notes or to create or issue other obligations or securities;

E. To receive tithes, offerings, gifts, bequests and other income and to solicit funds and raise money to fulfill the above stated purposes;

F. To receive gifts or conveyances in trust and to hold properties in trust for the purposes set forth above;

G. To exercise the corporate powers as set forth in Chapter 617 of the Florida Statutes, as it exists upon the effective date of these Articles of Incorporation and to exercise such corporate powers as shall be added to Chapter 617, Florida Statutes, or its successor at any time in the future;

H. To employ and pay such assistants, clerks, agents, representatives and employees, or other positions as deemed necessary for the operation of the Corporation and to procure, equip and maintain such offices and other facilities and to incur such reasonable expenses as may be necessary;

I. To associate and affiliate with any association or organization incorporated of unincorporated, with exclusively charitable objects and purposes to those of the Corporation herein;

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J. The operations of the Corporation may be carried on throughout the State of Florida, The United States of America and elsewhere; and

K. To take any other lawful action reasonable or necessary to the accomplishment of the purposes and objects described in Article IV.

**ARTICLE VI - LIMITATION**

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Active Members, Trustees, or Officers, but 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 and objects set forth in Article IV hereof.

**ARTICLE VII – OFFICERS and DIRECTORS**

The officers of the Corporation shall consist of a President, Vice President, Secretary and Treasurer. The number of directors of the Corporation shall not be less than five (5), and number of directors shall be provided in the Bylaws of the Corporation. The names and addresses of the initial officers directors of the Corporation who shall hold office for the first year of the Corporation, or until their successors are elected or appointed will be;

Title	Names	Addresses
President and Director	Rev. David W Imler	1902 Grey Falcon Circle Vero Beach, Florida 32962
Vice President, Secretary, Treasurer, and Director	Dr. Kenneth N Brown	5261 Tree Top Trail Fort Pierce, Florida 34951
Director	Rev. Terrell Redden	5600 Manville Dr Port St Lucie, Florida 34983

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### **ARTICLE VIII – MANNER OF ELECTION**

The manner in which the Officers and Directors are to elected or appointed is as stated in the Bylaws of the Corporation.

### **ARTICLE IX – EXEMPT STATUS AND DISSOLUTION**

The exempt activities of the Corporation and the provisions governing its dissolution shall be as follows:

This Corporation is organized exclusively for religious 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

No part of the net earning of the Corporation shall inure to the benefit or, 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 its purposes.

No substantial part of the activities of the Corporation shall be 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.

Notwithstanding any other provision of these Articles of Incorporation, 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 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

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Notwithstanding any other provision of these Articles of Incorporation, 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 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Upon the dissolution of the Corporation, the Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for one or more of the exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, or to such organization or organizations organized and operated exclusively for such purposes as shall qualify as an exempt organization or organizations under section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

**ARTICLE X - INITIAL REGISTERED AGENT**

The name and mailing address of the initial registered agent is David L. Hancock, Esq., 1327 North Central Avenue, Sebastian, FL 32958.

**ARTICLE XI - INCORPORATOR**

The name and mailing address of the incorporator of the Corporation and signer of these Articles of Incorporation is David L. Hancock, Esq., 1327 North Central Avenue, Sebastian, FL 32958.

  
\_\_\_\_\_  
David L. Hancock, Esq., Incorporator of  
Gateway Life Centre, Inc.

8/21/08  
Date

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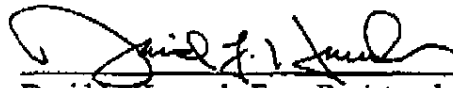
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**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE AND ACCEPTANCE OF REGISTERED AGENT**

Under the provisions of Florida Statutes, Chapter 617, **Gateway Life Centre, Inc.** (hereinafter the "Corporation"), a Florida not for profit corporation, submits the following statement to designate a registered agent and registered office in the State of Florida:

1. The name of the Corporation is Gateway Life Centre, Inc.
2. The name of the registered agent is David L. Hancock, Esq.
3. The registered office is 1327 North Central Avenue, Sebastian, Florida, 32958.

The undersigned, being the person named in the Articles of Incorporation of **Gateway Life Centre, Inc.**, as the registered agent of the Corporation, hereby consents to accept service of process for the above stated Corporation at the place designated in the Articles of Incorporation, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

  
 \_\_\_\_\_  
 David L. Hancock, Esq., Registered Agent

Dated: August 21, 2008

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 TALLAHASSEE, FLORIDA  
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