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CORPORATION SERVICE COMPANY

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ACCOUNT NO. : 072100000032

REFERENCE : 919055 81424A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 10, 2009

ORDER TIME : 10:41 AM

ORDER NO. : 919055-005

CUSTOMER NO: 81424A

DOMESTIC FILING

NAME: MEGA MINISTRIES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
____ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap - EXT. 2951

EXAMINER'S INITIALS: _____



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 11, 2009

CSC NETWORKS
ATTN: CARINA L. DUNLAP

SUBJECT: MEGA MINISTRIES, INC.
Ref. Number: W09000011508

RECEIVED
09 MAR 12 AM 10:49
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RESUBMIT
Please give original
submission date as file date.

We have received your document for MEGA MINISTRIES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

— 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.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the corrected 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
Regulatory Specialist II
New Filing Section

Letter Number: 909A00008330

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ARTICLES OF INCORPORATION

OF

MEGA MINISTRIES, INC., A FLORIDA NON-PROFIT CORPORATION

The undersigned persons, acting as incorporators of a corporation not-for-profit under the Florida Not for Profit Corporation Act, as set forth in Chapter 617, Florida Statutes, adopt the following Articles of Incorporation, for the corporation:

ARTICLE I - NAME

The name of the Corporation is MEGA MINISTRIES, INC., A Florida Non-Profit Corporation.

ARTICLE II - EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE III - CORPORATE PURPOSE

The Corporation is a not-for-profit corporation, organized for the promotion of religious and charitable works, to-wit:

- (a) The specific and primary purposes for which this corporation is formed are to operate for the advancement of religion and charity and for other charitable purposes, by the distribution of funds for those particular purposes, and in particular for charitable distributions and religious advancement.
- (b) The general purposes for which this corporation is formed are to operate exclusively for religious and/or educational purposes which will qualify it as an exempt organization under Section 501(c)(3), of the Internal Revenue Code of 1986, as amended, or of corresponding provisions of the federal tax laws, including for those purposes, the making of distributions to organizations which qualify as tax-exempt charitable organizations under that code.
- (c) This corporation shall not carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene by publication, distribution of any statements or otherwise, in any political campaign on behalf of any candidate for public office.

ARTICLE IV - MEMBERSHIP

The corporation shall have a membership distinct from the Board of Directors. The authorized number and qualifications of the members of the corporation, the manner of their admission, the difference classes of membership, if any, the voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collecting dues and assessments shall be regulated in the by-laws. The initial members, until there shall be others, are:

**Linda K. Krehling
2755 68th Street S.W.
Naples, Florida 34105**

**Henry W. Krehling, Jr.
2755 68th Street S.W.
Naples, Florida 34105**

**Shelre' J. Coones
6120 Thresher Drive
Naples, Florida 34112**

**Randal W. Marshall
20810 Country Creek Drive
Estero, Florida 33928**

**Donna Sallee
4021 East Grant
Inverness, Florida 34453**

**Paul Tribble
6105 Thresher Drive
Naples, Florida 34112**

**Lee Gabourel
Unit No. 7001
9096 Corvina Drive South
Naples, Florida 34113**

ARTICLE V - INITIAL CORPORATE ADDRESS

The Corporation's principal and mailing address shall be:

**2755 68th Street S.W.
Naples, Florida 34105**

ARTICLE VI - INITIAL REGISTERED AGENT

The name and address of the initial Registered Agent is:

**Linda K. Krehling
2755 68th Street S.W.
Naples, Florida 34105**

ARTICLE VII - BOARD OF DIRECTORS

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a Board of Directors. The number of directors shall be not less than three nor more than seven. The number of directors shall initially be five until that number shall be changed by a by-law adopted pursuant to the by-laws of the corporation. As the terms of the members of the initial Board of Directors expire, successive members of the Board of Directors shall serve five year terms. The manner in which the directors shall be elected or appointed will be stated in the bylaws.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors, and their terms of office until their successors in office shall be elected shall be:

<u>DIRECTOR</u>	<u>TERM OF OFFICE</u>
Linda K. Krehling 2755 68th Street S.W. Naples, Florida 34105	5 Years
Henry W. Krehling, Jr. 2755 68th Street S.W. Naples, Florida 34105	4 Years
Donna Sallee 4021 East Grant Inverness, Florida 34453	3 Years
Lee Gabourel Unit No. 7001 9096 Corvina Drive South Naples, Florida 34113	2 Years
Paul Tribble 6105 Thresher Drive Naples, Florida 34112	1 Years

ARTICLE IX - DIRECTORS DECISIONS

Any decision requiring the approval of the Board of Directors shall be made by a majority vote of the members of the Board of Directors, after not less than five (5) days notice of the time and place of the meeting. Meetings of the Board of Directors may only be held in Collier County, Florida, unless all of the members of the Board of Directors shall waive notice and call.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting if all of the members of the Board of Directors unanimously consent in writing to the action. Written consents shall be filed with the minutes of the proceeding of the Board, and any action by unanimous written consent shall have the same force and effect as if taken by a unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action taken in this manner shall state the action was taken by unanimous written consent of the Board of Directors without a meeting and that the Articles of Incorporation and By-Laws of this corporation authorize the directors to act in this matter. This statement shall be prima facie evidence of the directors authority.

ARTICLE X - OFFICERS

The Board of Directors shall elect the following officers:

President
Vice-President
Secretary
Treasurer

The same person may at the discretion of the Board of Directors hold the office of Vice-President, Secretary and Treasurer, and the same person may hold the office of Secretary and Treasurer. The corporate officers serve at the pleasure of the Board of Directors and may be removed at any time upon a majority vote of the members of the Board of Directors.

The initial officers of the corporation until their successors shall be elected are:

Linda K. Krehling, President
Randal W. Marshall, Vice-President
Shelre' Coones, Secretary and Treasurer


ARTICLE XI - CORPORATE PROPERTY/INCOME

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member.

ARTICLE XII - DISSOLUTION

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and adopted by a 2/3rds vote of the membership present at a meeting at which a quorum is present. A quorum shall be defined as a meeting at which 51% of the members of the corporation are present.

I, the undersigned, being the incorporator of this corporation, for the purpose of forming this not-for-profit charitable corporation under the Laws of the State of Florida, have executed these Articles of Incorporation, this the 27 day of February, A.D., 2009.

 [LS]
Linda K. Krehling, Incorporator

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DIVISION OF CORPORATION
2009 MAR 12 PM 12:40

ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

I, LINDA K. KREHLING, having been named as Registered Agent to accept service of process for MEGA MINISTRIES, INC., A Florida Not-For-Profit Corporation, at:

2755 68th Street S.W.
Naples, Florida 34105

hereby accept the appointment as REGISTERED AGENT and agree to act in that capacity.

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.

Witness my hand and seal this the 27th day of February, A.D., 2009.

 [LS]
Linda K. Krehling, Resident Agent