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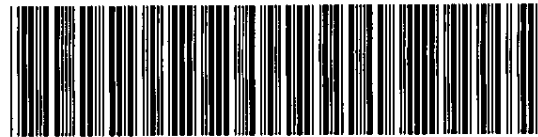
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MRS
3/15

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

BREATH OF HEAVEN MINISTRIES

OF THE TREASURE COAST, INC.

Signature _____

Requested by: SETH

03/12/10 11:00

Name _____

Date _____

Time _____

Walk-In _____

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- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
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- _____ UCC 1 or 3 File _____
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**ARTICLES OF INCORPORATION
OF
BREATH OF HEAVEN MINISTRIES OF THE TREASURE COAST, INC.**

**ARTICLE I
CORPORATE NAME, PRINCIPAL OFFICE, MAILING ADDRESS AND
INCORPORATOR'S ADDRESS**

The name of this corporation is Breath of Heaven Ministries of the Treasure Coast, Inc.

The principal office and mailing address of this corporation is 5525 Rosewood Road, Vero Beach, Florida 32966.

The Incorporator's address of this corporation is 5525 Rosewood Road, Vero Beach, Florida 32966.

**ARTICLE II
CORPORATE NATURE**

This is a nonprofit corporation, organized solely for education and charitable purposes pursuant to the Florida Corporations Not for Profit Law as set forth in Section 617 of the Florida Statutes.

**ARTICLE III
DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE IV
GENERAL AND SPECIFIC PURPOSES**

The specific and primary purposes for which this corporation is formed are:

A. For the advancement of charity and education together with any other related or corresponding charitable purposes by the distribution of its funds for such purposes.

B. To assist families in crisis and critical need by providing them with guidance for obtaining practical, emotional and economic solutions to their problems. To utilize the gospel of Jesus Christ in order to provide additional guidance for spiritual assistance to individuals and families in need. To educate individuals with promotion of life changing principles to achieve personal goals and to assist in

their recovery by working with churches, agencies and other charitable organizations to facilitate the utilization of resources and assistance in providing for needy individuals and families.

C. To operate exclusively in any other manner for such charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended.

ARTICLE V MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than three (3) and not more than seven (7) persons; provided, however, that such number may be changed by a By-Law duly adopted by the members.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of the Directors at which time an election of Directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of two (2) years or until the annual meeting of Directors and until the qualification of the successors in office. Annual meetings shall be held at its principal place of business or at any other location selected by the Board of Directors between March 15 and April 15 of each year, or at such other place or places as the Board of Directors may designate from time to time by resolution.

The names of such initial members of the Board of Directors are as follows: Gaye A. King, Thomas L. King, Yvonne de Cheubell, Kathleen Ruth Sullivan and Charles Douglas Vitunac.

B. Corporate Officers. The Board of Directors shall elect the following officers: President, Vice President, Secretary and Treasurer, and such other officers as the By-Laws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first

annual meeting of the Board of Directors.

ARTICLE VI

EARNINGS AND ACTIVITIES OF CORPORATION

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers or other interested 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 IV hereof.

B. 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.

C. 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 Law) or (b) by a corporation, 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 Internal Revenue Law).

D. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VII

DISTRIBUTION OF ASSETS

Upon 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 of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific

purposes 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 Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII MEMBERSHIP

The qualification for members and the manner of their admission shall be regulated by the By-Laws for this corporation.

ARTICLE IX AMENDMENT OF BY-LAWS

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporation action that must be authorized or approved by the members of the corporation, By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefor in the By-Laws.

ARTICLE X DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to religious, educational, 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 thereof, or to the benefit of any private individual.

ARTICLE XI REGISTERED AGENT AND OFFICE

The address of the corporation's registered office shall be 819 Beachland Boulevard, Vero

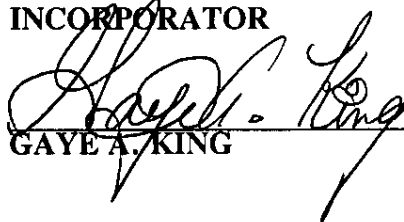
Beach, Florida 32963 and the name of its registered agent at said address shall be Charles E. Garris.

**ARTICLE XII
AMENDMENT OF ARTICLES**

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to the members for their vote in the manner set forth in the By-Laws of this corporation.

IN WITNESS WHEREOF, the undersigned incorporator of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, has executed these Articles of Incorporation, this 11 day of March, 2010.

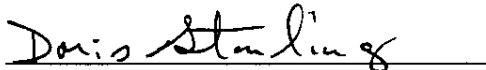
INCORPORATOR



GAYE A. KING

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

Acknowledged before by **GAYE A. KING** this 11th day of March, 2010.





(Print, type, or stamp the name of notary public)

Personally known _____ or produced identification ☒

Type of identification produced DL

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CONSENT OF REGISTERED AGENT

Having been named as registered agent for this corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.

Dated this 11 day of March, 2010.



CHARLES E. GARRIS, Registered Agent

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