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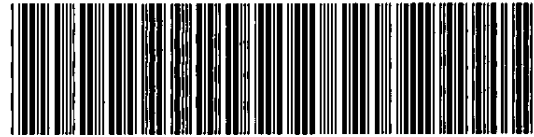
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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

MRB  
8/20

**EUGENE PORTER, JR. & ASSOCIATES, LLC**  
**A PROFESSIONAL FINANCIAL SERVICE**  
**ORGANIZATION**

(Retired)  
Certified Public Accountant (CPA)

MASTER BUSINESS  
ADMINISTRATION(MBA)

August 17, 2010


Department of State  
Division of Corporations  
Corporate Filing  
P.O. Box 6327  
Tallahassee, Florida 32314

Dear State:

Please find the information concerning the enclosed corporations for our non-profit organization. We need certified copies of the filing as soon as possible. Thank you in advance for your timely consideration to our request.

If there are any questions, do not hesitate to give me a call at 352-505-9701 or 352-553-987 or you can email me at [eportermba@aol.com](mailto:eportermba@aol.com).

Sincerely,

  
Eugene Porter, Jr., MBA  
For The Firm

# ARTICLES OF INCORPORATION

**SOUL HARVEST MINISTRIES, INC.**

**A NONPROFIT CORPORATION**

## ARTICLE I. NAME

The name of the corporation is:

Soul Harvest Ministries, Inc.  
2626 N.E. 10<sup>th</sup> Street  
Ocala, Florida 34470

## ARTICLE II. AUTHORITY

This is a nonprofit corporation, organized solely for general religious purposes pursuant to the Florida Corporations Not for Profit Law set forth in Chapter 617 of the Florida Statutes.

## ARTICLE III. PURPOSES

The corporation is organized exclusively as a church for religious, charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States internal revenue law), including leading people into a growing relationship with Jesus Christ and the making of distributions to organizations exempt at the time under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States internal revenue law).

## ARTICLE IV. DURATION

The corporation shall have perpetual duration.

## ARTICLE V. RESTRICTIONS

Section 1. No Private Inurement. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its Directors, 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 the purposes set forth in Article III hereof. The corporation shall not have capital stock or shareholders.

Section 2. No Substantial Lobbying. No substantial part of the activities of the corporation shall be to influence legislation.

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**TALLAHASSEE FLORIDA**

Section 3. No Political Campaigning. The corporation shall not participate in, or intervene in any political campaign on behalf of any candidate for public office.

## **ARTICLE VI. MANAGEMENT OF CORPORALS AFFAIRS**

Section 1. Number. The Board of Directors shall consist of not fewer than three (3) members, and of not more than a maximum number determined by the Constitution or By-Laws of the corporation as amended from time to time.

Section 2. Powers. The Board of Directors shall govern the corporation and, even though designated as "Directors," shall have all the rights and powers of a board of directors under the laws of the State of Florida and of the United States, *as* well as such other rights and authority as are herein granted. Such rights and powers shall include, but not be limited to, the power to amend the Articles of Incorporation and the power to adopt and amend the Constitution or By-Laws and other corporate governing documents by a majority vote (unless a larger than majority vote is required herein or in the Constitution or By-Laws), in any way not inconsistent with the Articles of Incorporation, the laws of the State of Florida or the laws of the United States; provided, however, that such rights and powers shall include the right to transfer and relinquish all, or part of, these rights and powers to any governing Board or Body that might be established by the Director(s) in the initial Constitution or By-Laws adopted by the Director's.

Section 3. Term. The term of each member of the Board of Director's shall be as established in the Constitution or By-Laws.

Section 4. Election. Unless the Constitution or By-Laws provide differently (in which case such Constitution or By-Laws shall control), Director shall be elected by the remaining Director's by a majority vote upon the expiration of a Director's term or a vacancy for any reason (including positions created by an increase in the number of Directors). If the Board of Director is unable to select a successor Director (s), such successor(s) shall be appointed by the appropriate court of the county in which the principal Florida office (or if none the Florida registered office) of the corporation is then located.

Section 5. Initial Directors. The initial Board of Directors shall consist of three (3) members, whose names and addresses are set forth below.

Section 6. Limitation of Liability. No Director shall have any personal liability to the corporation for monetary damages for breach of duty of care or other duty as a Director, by reason of any act or omission occurring subsequent to the date when this provision becomes effective, except that this provision shall not eliminate or limit the liability of a Director for (a) any appropriation, in violation of his duties, of any business opportunity of the corporation; (b) acts or omissions which involve intentional misconduct or knowing violation of law; or (c) any transaction from which the Director derived an improper personal benefit.

## **ARTICLE VII. POWERS**

Section 1. General. The corporation shall have all the rights and powers customary and proper for tax-exempt nonprofit corporations, including the powers specifically enumerated in Section 617 of the Florida Code.

Section 2. Restrictions. Notwithstanding any other provisions of these Articles of Incorporation, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c) (3) of the Internal Revenue Code, or by a corporation to which contributions are deductible under Sections 170(b) (1) (A) and 170(c) (2) of the Internal Revenue Code (or the corresponding provisions of any future United States internal revenue law).

Section 3. Charitable Directorship Etc. The corporation shall be empowered to hold or administer property for the purposes stated in Article III, including the power to act as Director.

## **ARTICLE VIII. DISSOLUTION**

Section 1. Dissolution. The Board of Directors (unless this power has been transferred by the Constitution or By-Laws) may cease corporate activities and dissolve and liquidate the corporation, by a two-thirds vote.

Section 2. Liquidation. Upon the dissolution of the corporation, the Board of Directors shall pay or make provision for the payment of all of the liabilities of the corporation, and shall thereafter dispose of all of the assets of the corporation exclusively for the purposes stated in Article III hereof in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, literary 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 (or the corresponding provision of any future United States internal revenue law), as the Board of Directors shall determine.

Section 3. Contingent Provision. If any such assets are not so disposed of, the appropriate court of the county in which the principal Florida office (or if none the Florida registered office) of the corporation is then located shall dispose of such assets exclusively for the purposes stated in Article III herein, and exclusively to such organization or organizations which are organized and operated exclusively for such purposes and at the time qualify as an exempt organization or organizations under such Section 501(c)(3), as said court shall determine.

## **ARTICLE IX. INITIAL REGISTERED OFFICE AND AGENT**

Section 1. Office. The initial registered office of the corporation shall be at 416 Cypress Road, Ocala, Florida 34472.

Section 2. Agent. The initial registered agent of the corporation at-such address shall be: Dr. Estella L. Ford,

## ARTICLE X. INCORPORATOR(S)

Section 1. Incorporators. The name and address of the incorporators, who are citizens of the United States, are:

Dr. Estella L. Ford  
President/Director  
416 Cypress Road  
Ocala, Florida 34472

Jaime Alford  
Secretary/Director  
416 Cypress Road  
Ocala, Florida 34472

Dr. Cora L. Palmer  
Treasurer/Director  
416 Cypress Road  
Ocala, Florida 34472

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned Director for and representative of the incorporators has executed these Articles of Incorporation, pursuant to Florida Code Section 617.

Dr. Estella L. Ford

Incorporator

8/17/2010

Date

## **CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION (STATE STATUTES), THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF (NAME OF STATE), SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF (NAME OF (NAME OF STATE)).

1. The name of the Corporation is Soul Harvest Ministries, Inc.

2. The name and address of the registered agent and office is: 416 Cypress Road  
Ocala, Florida 34472

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TALLAHASSEE FLORIDA

Dr. Estella L. Ford

Name

416 Cypress Road

Address of Registered Agent

Ocala, FL 34472

City, State/Zip

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENTS AS REGISTERED AGENT AND AGREE TO ACT IN THIS 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

Dr. Estelle L. Ford      8/17/2010

SIGNATURE

DATE

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