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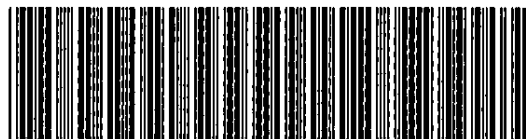
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STATE OF ALA.
SECRETARY OF STATE
DIVISION OF CORPORATIONS
14 MAR 13 PM 11:55

[Handwritten signature]
3-17-14

COVER LETTER

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

SUBJECT: Gospel Systems, 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: Stephen S. Kao, Esq.

Name (Printed or typed)

8280 Greensboro Drive, 7th Floor

Address

McLean, VA 22102

City, State & Zip

(703) 761-5009

Daytime Telephone number

SSK@GG-Law.com

E-mail address: (to be used for future annual report notification)

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

PHIL
SECRETARY OF STATE
DIVISION OF CORPORATIONS

14 MAR 13 AM 11:56

ARTICLES OF INCORPORATION

of

GOSPEL SYSTEMS, INC.

In compliance with Chapter 617, F.S., (Not-for-Profit):

ARTICLE I NAME

The name of the corporation is **Gospel Systems, Inc.** (hereinafter referred to as "the Corporation").

ARTICLE II PRINCIPAL OFFICE

The principal street address of the Corporation is 231 NW 27th Place, Cape Coral, Florida 33993. The mailing address of the Corporation is P.O. Box 152521, Cape Coral, Florida 33915.

ARTICLE III PURPOSE

The purpose for which the Corporation is organized is to serve religious, educational, and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or a related section of a successor statute (hereinafter "Code"). Among these purposes, the Corporation shall endeavor to do Christ-modeled good within a world of Gospel needed service, by working with indigenous people to implement sustainable services, businesses, and self-sufficiency education. More specifically:

- Christ-centered -- Being a vessel for God to use in doing Christ-centered Missions work. Praying that God will use this organization to accomplish much in His Name and for His Glory.
- Sustainable -- Initiating and facilitating sustainable missions' efforts. Our efforts focus on "seeding" by initial funding, training, initial implementations of help and service, and then cultivating, training, and embracing work by indigenous peoples to become long-term sustaining (and further propagating) missions efforts.
- Self-sufficient -- Creating the expectation, exposure, training, and guideposts that allow the service recipient(s) to be self-sufficient.
- Partners -- Understanding the missions' community and partnering with foundations, churches, schools, universities, individuals, and other missions-focused organizations.
- Longer-term and Implementation Focused -- Applying resources to actually perform missions' efforts.
- Passion Focused on the Needy, Poor, and Underserved -- Defining our passions to focus on the needy, poor, and underserved (e.g., widows, orphans, malnourished, hungry, and job-less/under-utilized) within our world. Understand and emphasize our "personal involvement", so that where our hearts are, so too our treasure will be -- and this offers the best way to determine if our charitable investments are being put to good use. A key organizational/corporate Guidepost includes this question: Is the Gospel being introduced and spread as a result of the missions effort.

To carry out these stated purposes, the Corporation may act on its own and also may serve as a

central organization overseeing one or more affiliates that serve the Corporation's mission on a more regional or localized level.

The Corporation may do any and all lawful acts which may be necessary or useful for the furtherance of said purposes.

Provided no jeopardy is created to its status as a corporation exempt from federal income tax under Section 501(c)(3) of the Code, the Corporation further shall be authorized to do any and all lawful acts which may be necessary and useful, suitable, or proper for the furtherance of the purposes of the Corporation; to engage in any lawful business or activities related thereto; and to engage in any lawful act or activity for which corporations may be organized under the Florida Statutes.

ARTICLE IV ADDITIONAL TAX-EXEMPT PROVISIONS

The following provisions are hereby adopted for the purpose of defining, limiting, and regulating the power of the Corporation and its directors:

4.1 The property of this Corporation is irrevocably dedicated to religious, educational, and charitable purposes, as set forth above, and no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its incorporators, directors, officers, or other 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 as set forth in these Articles. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (by the publication or distribution of statements or otherwise) any political campaign on behalf of (or in opposition to) any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by: (1) a corporation exempt from federal income tax under Section 501(c)(3) of the Code or (2) a corporation, contributions to which are deductible under Section 170 of the Code.

4.2 The Corporation shall seek such sources of support, including the solicitation of grants and loans from government bodies, and other public and private sources, and direct or indirect contributions from the general public, as may be necessary to enable it to qualify as a publicly supported organization. In the event this Corporation is in any one year determined to be a "private foundation" as defined by Section 509(a) of the Code, it shall:

4.2.1 Distribute its income for each tax year at such time and in such manner so that it will not become subject to the tax on undistributed income imposed by Section 4942 of the Code.

4.2.2 Not engage in any act of self-dealing as defined in Section 4941(d) of the Code.

4.2.3 Not retain any excess business holdings as defined in Section 4943(c) of the Code.

4.2.4 Not make any taxable investments as defined in Section 4944 of the Code.

4.2.5 Not make any taxable expenditures as defined in Section 4945(d) of the Code.

4.3 The Corporation may receive property by gift, devise or bequest, invest and reinvest the same, and apply the income and principal thereof, as the Board of Directors may from time to time determine, either directly or through contributions to any charitable organization or organizations, exclusively for religious, charitable, or educational purposes. No gift or grant will be accepted if it contains major conditions which would restrict or violate any of the Corporation's religious, educational, and charitable purposes or if it would require serving a private as opposed to a public interest.

4.4 Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the Corporation, distribute all assets remaining to Grace Baptist Church of Cape Coral, Florida, Inc., a local church and Florida not-for-profit corporation exempt from tax pursuant to Section 501(c)(3) of the Code. However, if the named recipient is not then in existence, is no longer a qualified distributee, or is unwilling or unable to accept the distribution, then the assets of this Corporation shall be distributed in furtherance of religious, charitable, or educational purposes within the meaning of Section 501(c)(3) of the Code in such manner, or to such organization or organizations organized and operated exclusively for religious, charitable, or educational purposes, that at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code (or corresponding section of any future Federal tax code), as the Board of Directors shall determine. Any such asset not so disposed 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 said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE V MANNER OF ELECTION

The directors of the Corporation shall elect and appoint their successors by the vote of a majority at a regular meeting or special meeting duly convened for that purpose.

ARTICLE VI INITIAL DIRECTORS

The names and addresses of the initial directors are as follows:

<u>Name</u>	<u>Address</u>
Timothy N. Brister	231 NW 27 th Place, Cape Coral, Florida 33993
Johnny Grimes	141 Caliente Drive, Birmingham, Alabama 35226
Brannon MacAllister	189 Kent Street, Apt. 3L, Brooklyn, New York 11222
Tim Marks	3828 Surfside Boulevard, Cape Coral, Florida 33914

ARTICLE VII REGISTERED AGENT

The name and Florida street address of the registered agent in Florida is:

NRAI Services, Inc.
1200 South Pine Island Road
Plantation, Florida 33324.

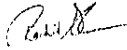
ARTICLE VIII INCORPORATOR

The name and address of the Incorporator is:

Stephen S. Kao, Esq.
Gammon & Grange, P.C.
8280 Greensboro Drive, Seventh Floor
McLean, Virginia 22102.

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 agree to act in this capacity

By:



Rachel Glasheen, VP & Assistant Secretary

03/11/2014

Required Signature of Registered Agent
National Registered Agents, Inc.

Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.



Required Signature of Incorporator

3/11/2014

Date