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TALLAHASSEE, FLORIDA

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Anthony M. Nardella, Jr., Esq. anardella@nardellalaw.com Direct Line: (407)966-2674

May 8, 2017

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

Re: CROSSPOINTE ODESSA, INC.

Dear Sir or Madame:

Enclosed please find an original and a copy of the Articles of Incorporation for the above-referenced corporation. Also enclosed please find this firm's check no. **[056]** made payable to the Florida Department of State in the amount of \$70.00 for the filing fee.

Please provide a stamped copy of the Articles of Incorporation to the undersigned at your earliest convenience.

If you should have any questions, please feel free to contact the undersigned.

Very sincerely yours,

Anthony M. Nardella, Jr.

AMN/af Enclosures

cc: Pastor Ken McDuffie, Sr.

ARTICLES OF INCORPORATION

OF

CROSSPOINTE ODESSA, INC.

In compliance with the requirements of F.S. Chapter 617, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a not-for-profit corporation.

ARTICLE I

The name of the corporation ("corporation") is CROSSPOINTE ODESSA, INC.

ARTICLE II

The existence of the corporation shall begin immediately upon filing with the Florida Department of State.

ARTICLE III

The purpose for the corporation is to form a local body of believers, a church, and to proclaim redemption and transformation in our communities, through the gospel of Jesus Christ. This mission will be fulfilled as we pursue the Presence of God encountering God in & through worship, as we equip each believer for service in the kingdom of God, and as we encourage believers to live for the Glory of God.

The corporation shall operate exclusively for such religious, charitable and educational purposes as qualify it as a nonprofit, tax-exempt organization under federal and state law.

ARTICLE IV

The street address of the principal office of the corporation is 4496 Manica Drive, Tavares FL. 32778.

ARTICLE V

The initial street address of the corporation's registered office is 4496 Manica Drive, Tavares FL. 32778. The initial registered agent for the corporation at that address is Pastor Ken McDuffie, Sr.

ARTICLE VI

The initial board of directors shall consist of five (5) members. The method of election of directors shall be as stated in the bylaws. The number of directors may be either increased or diminished from time to time as provided in the bylaws provided that at no time shall the number of directors ever be less than three (3). The name and address of the persons who will serve on the initial board of directors are:

Name

Address

Pastor Ken McDuffie, Sr.

4496 Manica Drive, Tavares FL. 32778

Diane E. McDuffie Pastor Tim Finlayson Lemuel Miller Michael Alfeiri 4496 Manica Drive, Tavares FL. 32778 6825 Babcock St SE, Malabar, Florida 32950 PO Box 427, Wildwood, FL. 34785 18425 Dakota Road, Odessa, FL. 33536

ARTICLE VII

The name and street address of the person signing these articles of incorporation is:

Name

Address

Pastor Ken McDuffie, Sr.

4496 Manica Drive, Tavares FL. 32778

ARTICLE VIII

The members of the corporation shall be the directors and such other persons admitted to membership as regulated by the bylaws.

ARTICLE IX

Notwithstanding the provisions of Article III hereinabove, nothing herein shall be construed to permit the corporation to engage in any activity which would be inconsistent with its classification as an organization described in section 501(c)(3) of the Internal Revenue Code as amended from time to time, or any equivalent section of the Internal Revenue Code in effect at any time. As such, the corporation shall not allow any expenditure of any part of the net earnings of the corporation to inure to the benefit of any member, director, or officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation effecting one or more of its purposes), nor shall any member, director, or officer of the corporation, or any private individual, be entitled to share in a distribution of the corporation's assets on dissolution of the corporation nor shall a substantial part of the activities of the corporation be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene (including the publication and distribution of statements) in the political campaign on behalf of any candidate for public office. Provided, further, that if at any time the corporation is deemed to be a Private Foundation as defined by Section 509 of the Internal Revenue Code as amended from time to time, then for so long as the corporation is deemed a Private Foundation, the following provisions shall also be applicable:

- 1. The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.
- 2. The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.
- 3. The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.
- 4. The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

ARTICLE X

The corporation shall have all the powers, rights, and privileges of a corporation not for profit under

organizations which are then qualified under the provisions of Section 501(c)(3) of the Internal Revenue Code as amended from time to time, or any equivalent section of the Internal Revenue Code in effect at any time.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 4 day of May, 2017.

Name: Pastor Ken McDuffie, Sr.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for CROSSPOINTE ODESSA, Inc. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 617.0501(3).

Date: May 4, 2017.

Vame: Pastor Ken McDuffie, Sr.

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