

N95000000082
HARLEE, PORGES, HAMLIN & HAMRICK, P.A.
ATTORNEYS AT LAW

KIMBERLY ALARIO BALD
BARRETT S. BELL
CURTIS D. HAMLIN*
MICHAEL M. HAMRICK
JOHN D. HARLEE, III
TIMOTHY A. KNOWLES
JOSEPH L. NAJMY
MARK A. NELSON
GREGORY J. PORGES**
STEVEN W. PROUTY
STEPHEN W. THOMPSON

1208 MANATEE AVE. W.
BRADENTON, FLORIDA 34205

MAILING ADDRESS: P. O. BOX 6327
BRADENTON, FLORIDA 34208
TELEPHONE (813) 748-3770
TELECOMPER (813) 748-4180

January 3, 1995

*BOARD CERTIFIED REAL ESTATE LAWYER
**ALSO ADMITTED IN NEW YORK

FILED
STATE
DIVISION OF CORPORATIONS

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

Re: Saints Equipped to Evangelize, Inc.
OFN: 9999-06

000001371620
-01/05/95--01088--012
***122.50 ***122.50

Dear Sirs:

Enclosed is the original and one copy of the Articles of Incorporation of the above referenced corporation. We have also enclosed our client's check in the amount of \$122.50 for the filing and certified copy fees.

Please process this at your earliest opportunity and return the certified copy of the Articles to this office.

Thank you for your assistance. If you have any questions, please do not hesitate to call us.

Very truly yours,

HARLEE, PORGES, HAMLIN
& HAMRICK, P.A.

Claravella M. Chauncey
Claravella M. Chauncey
Corporate Paralegal

/cmc
Enclosures

FILED
STATE
DIVISION OF CORPORATIONS
55 JAN -5 AM 8:45

KAN 1-9

ARTICLES OF INCORPORATION
OF
SAINTS EQUIPPED TO EVANGELIZE, INC.
A Florida Not for Profit Corporation

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

The undersigned, acting as incorporator of a Corporation, pursuant to the provisions of Chapter 617, Florida Statutes, hereby adopts the following Articles of Incorporation of such Corporation:

ARTICLE I.
NAME

The name of the Corporation shall be:

Saints Equipped to Evangelize, Inc.

ARTICLE II.
PRINCIPAL OFFICE ADDRESS

The principal place of business is: 814 6th Avenue West, Site #5, Bradenton, Florida 34205 and the mailing address of the Corporation shall be: P. O. Box 587, Bradenton, FL 34206-0587.

ARTICLE III.
TERM OF EXISTENCE

The Corporation shall exist perpetually unless sooner dissolved as authorized by law. Existence shall commence upon filing of these Articles.

ARTICLE IV.
PURPOSES AND POWERS

S.E.E. is committed to apostolic church planting, and is aiding in this effort through short term evangelistic teams, which go into the field and minister alongside career missionaries and local church workers.

Through these means, short termers are gaining experience and training on the mission field, while being used to fulfill The Great Commission.

- * To get people involved in Evangelism and Missions (Short and long Term).
- * To aid the missionaries and local churches in the field to fulfill The Great Commission.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
55 JAN -5 AM 8:45

- * To increase the vision for the lost, and for missions in the U.S. churches.

This Corporation is a not-for-profit Corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. In carrying out such purpose, the Corporation shall have the power to exercise all rights conferred by the laws of the State of Florida upon nonprofit corporations.

ARTICLE V.
EARNINGS AND ACTIVITIES OF CORPORATION

The earnings and activities of the Corporation are subject to the following restrictions and limitations:

(1) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Director of the Corporation or any member of the Corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no Director of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

(2) 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 (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

(3) Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.

ARTICLE VI.
INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's initial registered office shall be: 5314 19th Avenue West, Bradenton, FL 34209.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: SALVATORE A. SPATOLA.

ARTICLE VII.
INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is: SALVATORE A. SPATOLA, 5314 19th Avenue West, Bradenton, FL 34209.

ARTICLE VIII.
DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all 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 provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of Manatee County, Florida, 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 IX.
MEMBERSHIP

The Corporation is organized upon a non-stock basis. The qualifications for members and the manner of their admission shall be as regulated by the bylaws of the Corporation.

ARTICLE X.
MANAGEMENT OF CORPORATION BY DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business of the Corporation shall be managed under the direction of, a Board of Directors consisting of no less than three (3) persons, and no more than seven (7) persons. The method of election of directors and their terms of holding office shall be as regulated by the bylaws of the corporation.

ARTICLE XI.
OFFICERS

The officers of the Corporation shall consist of a Director of Ministry, a Secretary, and a Treasurer, each of whom shall be elected by the Board of Directors at such time and in such manner as regulated by the bylaws of the Corporation. Such other officers and assistant officers and agents as may be deemed necessary may be elected or appointed by the Board of Directors or chosen in such other manner as regulated by the bylaws of the Corporation.

ARTICLE XII.
AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended by the Directors of the Corporation at any regular or special business meeting called for that purpose, provided that notice of the proposed amendment has been given to each member of the Board of Directors no more than sixty (60) nor less than ten (10) days prior to the meeting. Any action of the Board of Directors to amend these Articles shall require an affirmative vote of one hundred percent (100%) of the then elected and qualified Directors of the Corporation.

ARTICLE XIII.
BY-LAWS

The by-laws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or these Articles of Incorporation. The power to adopt and amend by-laws shall be vested in the Board of Directors. By-laws may be adopted or amended by the Directors of the Corporation at any regular or special business meeting called for that purpose, provided that notice of said meeting has been given to each member of the Board of Directors no more than sixty (60) nor less than ten (10) days prior to the meeting. Any action of the Board of Directors to adopt or amend by-laws shall require an affirmative vote of one hundred percent (100%) of the then elected and qualified Directors of the Corporation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 13 day of December, 1994.

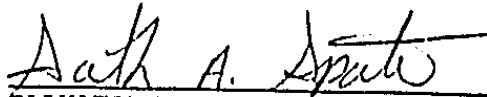


SALVATORE A. SPATOLA

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Saints Equipped to Evangelize, Inc., which is contained in the foregoing Articles of Incorporation. Pursuant to Section 617.0501, Florida Statutes (1991), I hereby state that I am familiar with and accept the duties, obligations and responsibilities as Registered Agent for said corporation.

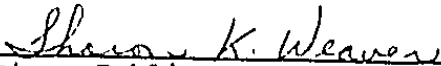
DATED this 13 day of December, 1994.



SALVATORE A. SPATOLA, Registered Agent

STATE OF FLORIDA
COUNTY OF MANATEE

On December 13, 1994, SALVATORE A. SPATOLA, designated above as the individual who shall serve as this corporation's initial registered agent and incorporator, personally appeared before me and signed and acknowledged signing these Articles of Incorporation of Saints Equipped To Evangelize, Inc.


Notary Public

Sharon K. Weaver
(Type or Print Notary name)

