

LAWRENCE & MUTCH, P.A.

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Samuel A. Mutch, AICP
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February 24, 1995
N95000001002

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Bridges to Russia, Inc.

000001417920
-03/01/95--01014--001
*****75.00 *****75.00

Gentlemen:

Enclosed please find the following on the above captioned:

- 1 Articles of Incorporation for Bridges to Russia, Inc.
- 2 Letter number 995A00005116 from the Florida Department of State reserving the name for 30 days.
- 3 Certificate of Acceptance of Designation of Registered Agent.
- 3 Check No. 249 from Trinity United Methodist Church in the amount of \$75.00

This represents the cost of the filing fees for the Articles of Incorporation and fee for Registered Agent Designation for the above-named corporation.

Sincerely,

LAWRENCE & MUTCH, P.A.

Samuel A. Mutch
SAMUEL A. MUTCH

SAMPe

Enclosures

N.P.
3/01/95
634 N95-1002

3/02/95

Per Mr. Mutch, P/O
address is same as
R/A (add to Art. VII.
SDB

FILED
1995 FEB 27 11:30



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 7, 1995

MERRY LYNNE WILSON
P. O. BOX 7009
GAINESVILLE, FL 32605

The name BRIDGES TO RUSSIA, INC. has been reserved for 120 days beginning February 7, 1995. The reservation number is R9500000519 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Tammy Hampton

Letter number: 995A00005116

2/10/95

ARTICLES OF INCORPORATION
OF
BRIDGES TO RUSSIA, INC.

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ARTICLE I - NAME

The name of the Corporation is BRIDGES TO RUSSIA, INC.

ARTICLE II - STATEMENT OF CORPORATE NATURE

This is a non-profit Corporation organized solely for the general charitable purposes pursuant to the Florida Corporation Not-for-Profit law set forth in Part I, Chapter 617, *Florida Statutes*.

ARTICLE III - GENERAL AND SPECIFIC PURPOSES

A. The specific and primary purposes for which this Corporation is formed to operate missions and other evangelical services to further the belief in Jesus Christ in Russia, to promote the worship of Jesus Christ in Russia, to provide religious educational activities for members of the mission and friends, to evangelize in Russia in the name of Jesus Christ, and for other charitable purposes both in the United States of America and Russia. The mission work shall be based in the Russian Republic. Funding shall be provided by Christians in the United States of America.

B. The general purposes for which this Corporation are formed are to operate exclusively for such religious, charitable, and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the *Internal Revenue Code* of 1954 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

ARTICLE IV. - TERM

This Corporation shall have a perpetual existence.

ARTICLE V. - MEMBERSHIP

The Corporation shall have a membership distinct from the Board of Directors. The qualifications for members and the manner of their admission shall be regulated by the Bylaws of BRIDGES TO RUSSIA, INC.

ARTICLE VI - 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. The number of Directors of the Corporation shall be not less than three provided, however, that such number may be changed by a bylaw duly adopted by the Board.

The Directors elected at the first annual meeting, and at all times thereafter, shall serve a term of three years until the annual meeting of the members following the election of Trustees and until the qualification of the successors in office. Annual meetings shall be held at noon on the 2nd Sunday of January of each year at the principal office of the Corporation, or at such other place or places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent will have the force and effect as if taken by unanimous written consent of the Board of Directors without a meeting and that Articles of Incorporation and Bylaws of this Corporation authorize the Trustees to so act. Such a statement shall be *prima facie* evidence of such authority.

B. Corporate Officers. The Board of Directors shall elect the following officers: president, vice president, treasurer, and secretary and such other officers as the Bylaws of this Corporation may authorize the Trustees to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

President - George C. Steele

Vice President - Robert Dickinson

Secretary Treasurer - Merry Lynne Wilson

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT
AND PRINCIPAL OFFICE

The street address of initial Registered Office is Offices of M.L. Wilson, C.P.A., 2630 NW 41st

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St., Suite B, Gainesville, Florida 32605, and the name of the initial registered agent is: Merry Lynne Wilson.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The names and address of the three people constituting the initial Board of Directors are:

George C. Steele
P.O. Box 2291
Hawthorne, FL 32640

Robert Dickinson
3536 NW 8th Ave.
Gainesville, FL 32607

Merry Lynne Wilson
2630 NW 41st St., Suite B
Gainesville, FL 32605

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator is:

GEORGE C. STEELE
P.O. BOX 2291
HAWTHORNE FL 32640

ARTICLE X - DEDICATION OF ASSETS

In the event of the dissolution, the residual assets of the organization will be turned over by the Board of Directors to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the *Internal Revenue Code* of 1954 or the corresponding sections of any prior or future laws and which promote mission work in the name of Jesus Christ.

ARTICLE XI - AMENDMENTS OF ARTICLES

The Articles of the Incorporation may be amended by a vote of two-thirds (2/3) of all Directors present at any regular meeting of the Board of Directors or at any special meeting of the Board of Directors called for that purpose.

ARTICLE XII - BYLAWS

Subject to limitations contained in the Bylaws, and any limitations set forth in the Corporations Not-for-Profit law of Florida, concerning corporate action that must be authorized or approved by the members of the Corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by a resolution approved by a two-thirds (2/3) vote of all the Directors present of any meeting of the Board of Directors or by following the procedure set forth therefor in the Bylaws.

ARTICLE XIII - INDEMNIFICATIONS

The Corporation shall indemnify and hold harmless the Officers and Directors of this Corporation from and against any and all cause and causes of action, liabilities, losses and damages of any kind or nature, including any reasonable attorney's fees and expenses incurred in connection with the execution of their duties or the exercise of their discretion taken on behalf of the Corporation, except when the same is judicially determined to be due to the gross negligence or willful misconduct of such persons. Nevertheless, the Corporation shall be given reasonable notice by such persons of any such action and be given reasonable opportunity to assume the defense against the same and to indemnify and hold harmless said persons therefrom.

I, the undersigned, being the Incorporator of the Corporation, for the purpose of forming this nonprofit, charitable corporation under the laws of the State of Florida have executed these Articles of Incorporation on this 22nd day of February, 1995.



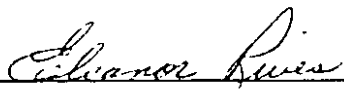
GEORGE C. STEELE

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STATE OF FLORIDA
COUNTY OF ALACHUA

BEFORE me, the undersigned authority, personally appeared **GEORGE C. STEELE** who, being by me first duly cautioned and sworn, deposes and says that he is the individual who executed the foregoing instrument and acknowledged to and before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 22nd day of February, 1995.



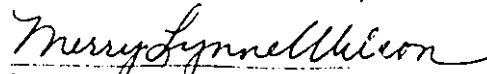
NOTARY PUBLIC, State of Florida
ELEANOR RIVERS

PC
P
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**CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT
OF BRIDGES TO RUSSIA, INC.**

Pursuant to §§ 48.091 and 617.0501, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon BRIDGES TO RUSSIA, INC., A Corporation Not-for-Profit, organized under the laws of the State of Florida, does hereby accept the appointment of Registered Agent for the above-named Corporation and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said Corporation, which Registered Office is located at Offices of M.L. Wilson, C.P.A., 2630 NW 41st St., Suite B, Gainesville, Florida 32606

IN WITNESS WHEREOF, I, the said Registered Agent have hereunto set my hand and seal at Gainesville, Alachua County, Florida, on this 22nd day of February, 1995


MERRY LYNN WILSON

1995 FEB 27 PM 9:30

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