

N9500001426

Law Offices

Bing & Associates, P.A.

100 N. Ashley Dr. 2100 N.
Tampa, FL 33612
(813) 223-2900

P. O. Box 20321
Tampa, FL 33622-0321
Tel (813) 273-9157

February 7, 1995

Florida Department Of State
Division Of Corporations
P. O. Box 6327
Tallahassee, Florida 32301

9000001407289
-02/15/95--01112--004
***122.50 ***122.50

Re: Mission Corps International, Inc.

Dear Madam/Sir:

Enclosed are an original and a copy of the Articles Of Incorporation of the above referenced corporation. Also enclosed is a check covering the fees and charges in the amount of \$122.50.

Please file the original, indicate the filing date on the copy, and return a certified copy to me. Please return the above mentioned items in the enclosed express mail envelope. If you require additional information, please do not hesitate to call me at 800-543-4940.

Thank you for your assistance in this matter.

Sincerely,

Anita K. Bing

Anita K. Bing, Esq.
BING & ASSOCIATES, P.A.

AKB/cg

Enclosures:

Orig. Articles of Incorporation
Copy Articles of Incorporation
Check for Filing Fee [\$122.50]
Self-addressed, stamped Express Mail Envelope

name is sufficient
in the heading
called 4:21 p.m.
Thursday morning
at 2/16/95

A:\MISSION\020795.COV

B. REGISTER FEB 16 1995

984,514,226,697
295,5672

T. BROWN MAR 24 1995

Law Office
Bing & Associates, P. A.

100 S. Ashley Dr. 212 R
Tampa, FL 33602
(813) 223-2900

P. O. Box 20361
Tampa, FL 33622-0361
Fax (813) 273-9157

March 23, 1995

Florida Department Of State
Division Of Corporations
P. O. Box 6327
Tallahassee, Florida 32301

Re: Mission Corps International, Inc.
Ref. No.: W95000003613

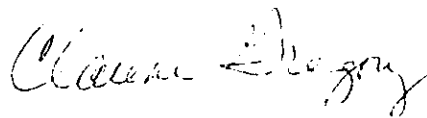
Dear Sir/Madam:

Enclosed are an original and copy of the Articles Of Incorporation on the above referenced corporation. You already have a check in the amount of \$122.50 for filing fees.

Please file the original, indicate the filing date on the copy, and return a certified copy to me. If you require additional information, please do not hesitate to call me at (800) 543-4940.

Thank you for your assistance in this matter.

Sincerely,



Clarene Gregory
Secretary to Anita K. Bing, Esq.

/cg

Enclosures: Orig. plus 1 copy Articles of Incorporation



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 16, 1995

ANITA K BING, ESQUIRE
PO BOX 20341
TAMPA, FL 33622-0341

SUBJECT: MISSION CORPS INTERNATIONAL, INC.
Ref. Number: W95000003613

We have received your document for MISSION CORPS INTERNATIONAL, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must be identical throughout the document.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6919.

Beth Register
Corporate Specialist Supervisor

Letter Number: 495A00007068

**ARTICLES OF INCORPORATION
OF
MISSION CORPS INTERNATIONAL, INC.**

FILED
95 MAR 24 PM 1:43
SECRET

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned residents and citizens of the United States of America of full age of majority, have for the purpose of forming a not for profit religious corporation pursuant to Chapter 617 of the Florida Not for Profit Corporation Act, for the purposes expressed in Article III hereof, adopted the following Articles of Incorporation:

ARTICLE I

The name of the Corporation is MISSION CORPS INTERNATIONAL, INC. and its duration is to be perpetual, effective with the filing with the Secretary of State.

ARTICLE II

The name of the registered agent and the location and address of the Corporation's registered office in the State of Florida is:

*Anita Bing, Esquire
100 S. Ashley Dr., Suite 2100
Tampa, Florida, 33602*

and the mailing address of the principal office of the Corporation is:

*1578 Lamar Avenue
Memphis, TN 38114*

ARTICLE III

This Corporation is organized not for profit and is organized and operated exclusively for exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986

as amended, including the following purposes:

- A. Religious;*
- B. Minister the Word of God to the faithful;*
- C. Conduct a religious worship service through various forms of ministry;*
- D. Promote and encourage, through the ministry of the organization, cooperation with other organizations ministering within the community;*
- E. Spread the Word of the Gospel through seminars, television, radio and other forms of mass media for the purpose of educating the individual in the Word of God;*
- F. To acquire and hold such property, either real or personal, for Church purposes as may be necessary for its membership in the worship of God;*
- G. To provide educational services;*
- H. 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 Corporation Code.*

ARTICLE IV

This Corporation shall have no membership. The governing body of the Corporation shall be its Board of Trustees. The manner in which the Trustees shall be elected or appointed shall be fixed by the Bylaws.

ARTICLE V

This nonprofit Corporation is formed without any purpose of pecuniary profit and shall have no capital stock.

ARTICLE VI

A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officer, or other private persons, except that the

Corporation shall be authorized and empowered to be paid reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. 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 publishing or distribution of statements) any political campaign on behalf of 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 Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law); or*
- (2) By a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law).*

B. The Board of Trustees may cause the Corporation to solicit, collect, receive, accumulate, administer and disburse funds in such manner as will, in the sole discretion of the Board of Trustees, most effectively operate to further the purposes of the Corporation.

C. Upon the dissolution of the Corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the 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 a religious organization and a "Public Charity" under Sections 501(c)(3) and 509 (a)(1) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal

Revenue Law), or to an organization contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as they now exist or as they may hereafter be amended, as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the District Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to an organization or organizations as said Court shall determine, which are organized and operated exclusively for purposes described in Section 501(c)(3) of the Code (or any corresponding future provisions).

ARTICLE VII

These Articles may be amended at any regular meeting of the Board of Trustees, or at a special meeting called for that purpose, by a two-thirds (2/3) majority.

ARTICLE VIII

The name and address of the incorporator is:

*Anita Bing
100 S. Ashley Dr.
Suite 2100
Tampa, FL 33602*

ARTICLE IX

The initial Board of Trustees shall consist of three (3) members, the name and address of each is as follows:

Hilton Mansfield

*29 Little St. S.E.
Atlanta, GA 30315*

Michael Parker

*1578 Lamar Ave.
Memphis, TN 38114*

Robert Cook

*4311 Bryan St.
Dallas, TX 75204*

The manner of election of the Board of Trustees shall be specified in the Bylaws.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8 day of March 1995.

Anita K. Bing
Anita K. Bing

REGISTERED AGENT DESIGNATION

I hereby accept my designation as resident agent and agree to serve as the resident agent of Mission Corps International, Inc. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for Mission Corps International, Inc.

Anita K. Bing
Anita K. Bing

STATE OF FLORIDA §

COUNTY OF Hillsborough §

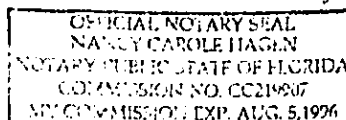
BEFORE ME, a Notary Public in and for said County and State, personally appeared Anita Bing, who is known to me to be the same person who executed the foregoing Articles of Incorporation and duly acknowledged the execution of the same.

In Witness Whereof, I have hereunto subscribed by official seal, this 8th day of March 1995.

Nancy Carole Hagen
Notary Public in and for the
State of Florida

My Commission Expires: _____

C:\WPFILES\MISSION\FLORIDA\DOC\ARTICLES



Michael J. Wigton and Associates, P.C.

*Attorneys and Counselors at Law
A Professional Corporation*

Michael J. Wigton**

One McKinney Plaza

214-871-7855

3232 McKinney Ave., Ste. 850

Kirk R. Boersma**

Dallas, TX 75204

Fax 214-871-7858

Licensed in:
State of Texas
State of Oklahoma

N95000001426
April 27, 1995

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

RE: Article of Amendment to the Articles of Incorporation for
MISSION CORPS INTERNATIONAL, INC., Document No. N9500001426
Our File Number 229-03

Dear Sirs:

Enclosed are five copies of Articles of Amendment for the referenced nonprofit corporation, together with a check in the amount of \$35.00 to cover filing fees.

Please process this amendment and return the file-stamped copies to me at the address shown above. Should you have any questions, please do not hesitate to contact me.

Very truly yours,

Kirk R. Boersma
Kirk R. Boersma

KRB/sll
Enclosures

pc: Michael Parker

c:\wpfiles\mission\florida\cor\sos41795.krb

300001465943
-04/27/95--01008--004
*****35.00 *****35.00

CM
N9500001426
Michael
4-27-95

FILED
95 APR 27 PM 12:56
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
MISSION CORPS INTERNATIONAL, INC.
Document Number N95000001426**

Pursuant to the authority of Article 617.016 of the Florida Not For Profit Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE ONE

The name of the corporation is: MISSION CORPS INTERNATIONAL, INC.

ARTICLE TWO

The following amendment to the Articles of Incorporation was adopted by the Board of Trustees of the corporation on the 10 day of April, 1995:

Article I. is amended to read:

The name of this corporation is: MISSION CORPS INTERNATIONAL OF TAMPA, INC., and its duration is to be perpetual, effective with the filing with the Secretary of State.

ARTICLE THREE

This corporation has no voting members, but rather all corporate authority, including the authority to amend the Articles of Incorporation, is vested in the Board of Trustees. These Articles of Amendment were adopted by the affirmative vote of a majority of the Trustees at the meeting referred to above.

FILED
55 APR 27 PM 12:56
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF the undersigned officers of the corporation have executed these Articles of Amendment this 10 day of April, 1995, on behalf of the corporation and do hereby acknowledge the same.

MISSION CORPS INTERNATIONAL, INC.,
a Florida not for profit corporation

By: Hilton Mansfield
Hilton Mansfield, President

and: Michael Parker
Michael Parker, Secretary

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