

N9500002272

HILLIARD R. REDDICK
ATTORNEY AT LAW
100A NORTH ADAMS STREET
QUINCY, FLORIDA 32351

TELEPHONE
(904) 927-0883

RECEIVED
MAY -9 AM 10:07
TALLAHASSEE, FLORIDA
STATE
HILLIARD R. REDDICK
(904) 927-0883

April 26, 1995

Department of State
Secretary of State
Post Office Box 6327
Tallahassee, FL 32314

400001468884
05/01/95--01028--000
***122.50 ***122.50

Re: The Whole Life Ministries, Inc.

Dear Sir:

Enclosed for filing are Articles of Incorporation of The Whole Life Ministries, Inc. Also enclosed is a Certificate of Designation Registered Agent/Registered Office, along with a check in the amount of \$122.50 for filing fees in the above-referenced matter. Please provide me with a Certificate of Incorporation once same has been filed.

Thank you for your attention to this matter. If you should have any questions or comments, please do not hesitate to contact this office.

Sincerely,

Hilliard R. Reddick
Hilliard R. Reddick

HRR/ao
enclosures

W95-9419
5/4/95
cc 78
cc 26
cc 67
1 (TB)



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 4, 1995

HILLIARD R. REDDICK
104-A NO. ADAMS STREET
QUINCY, FL 32351

SUBJECT: THE WHOLE LIFE MINISTRIES, INC.
Ref. Number: W95000009419

We have received your document for THE WHOLE LIFE MINISTRIES, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation. A statement making reference to the bylaws is acceptable.

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) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 695A00021671

ARTICLES OF INCORPORATION
OF
THE WHOLE LIFE MINISTRIES, INC.
A Nonprofit Corporation

RECEIVED
MAY -9 AM 7:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name

The name of the corporation shall be THE WHOLE LIFE MINISTRIES, INC.

ARTICLE II

Principal Office

The principal office shall be 734 South Madison Street, Quincy, Florida 32351.

ARTICLE III

Corporate nature

This is a nonprofit corporation, organized solely for general religious purposes pursuant to the Florida Corporations Not for Profit law set forth in Section 617 of the Florida Statutes.

ARTICLE IV

Duration

The term of existence of this corporation shall be perpetual unless dissolved according to law.

ARTICLE V

General and Specific Purposes

The specific and primary purposes for which this corporation is formed are:

to take the inspired work of *The Holy Bible* along as the authority by which all matters of belief and conduct are to be decided.

ARTICLE VII

Membership

1. Qualification of Members. Membership may be achieved in any of the following ways:

(a) By confession of faith in Jesus Christ as Savior and commitment to His spirit by assenting to baptism by immersion and by assenting to the Covenant of the Church.

(b) By letter from another of like faith and order.

(c) By Christian experience, in cases where the church letter has been lost or other circumstance prevent in the presentation of a letter and the ordinance of baptism has been adhered to.

(d) By restoration to the active list, after demonstration or statement of the intention to re-establish regular habits of attendance at public worship, service on behalf of the church corporation, and contribution to the support of the church corporation.

(e) Members of sister churches in good standing but absent from their church may be received under watch-care of the church corporation. Persons so received must confirm to the rules and customs of this corporation.

(f) Membership shall not become effective until the persons concerned have received the hand of fellowship as set forth in the By-Laws.

1. The general purposes and objects of this corporation shall be to conduct for religious worship and instruction churches, schools, pastoriums and other institutions connected therewith of a religious, educational, charitable and benevolent character; to promote home and foreign missions; to aid in the spread of the Gospel of Jesus Christ to the ends of the earth; and to educate, prepare and ordain Christians for the ministry of the Gospel of Jesus Christ.

2. For the advancement of religion and any other related or corresponding religious purposes by the distribution of its funds for such purposes.

3. To operate exclusively in any other manner for such religious and charitable purposes as will qualify it as an exemption organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provision of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, including private foundations and private operating foundations.

ARTICLE VI

Statement of Faith

This corporation is a congregation of baptized believers in Christ, united by covenant for the worship of Almighty God, for the extension of His kingdom throughout the earth; associated in the faith and fellowship of the Gospel, to practice its precepts, to recognize and acknowledge Jesus Christ as our Savior and Lord, and

2. Authority of Membership. Every member in good standing is entitled to vote in all elections and on questions submitted to the church corporation in business meetings as may be set forth in the By-Laws. Any member who is absent for a period of ninety (90) days shall automatically lose all voting rights and privileges. Except as may be provided for under the By-Laws, every member in good standing is eligible for consideration by the Pastor and membership as a candidate for elective office in the Church Corporation; however, only men are eligible for election of the office of deaconship.

3. Termination of Membership. Except as otherwise provided for in the By-laws, membership shall be terminated by one of the following:

- (a) Death of the member, or
- (b) Dismissal recommendation to another Baptist Church of like faith and order, or
- (c) Expulsion by action of the Past or Church Corporation, or
- (d) Erasure upon request of the member of proof of membership in another church.
- (e) Any member who is absent for a period of ninety (90) days automatically loses active member status.

ARTICLE VIII

Church Officers

The officers of the Church Corporation shall consist of the Pastor, Deacons and Trustees and such other officers as may be

provided in the By-Laws. All officers and directors shall be elected and perform such duties and functions as provided in the Bylaws.

ARTICLES IX

Church Meetings

Meetings of the members of the Church Corporation, whether annual, regular or special, shall be called and conducted as may be provided in the Bylaws.

ARTICLE X

Church Committees

The Church Corporation shall have such committees, and the members of such committees shall be appointed and/or elected and be responsible for performing such functions and duties, as may be provided in the Bylaws.

ARTICLE XI

Bylaws

The members of the Church Corporation shall have the right to make and adopt such Bylaws not inconsistent with the provisions of these Articles of Incorporation as they shall deem proper and advisable, and such Bylaws shall be made, altered or rescinded by a majority vote of the members present and voting at any annual, regular or special business meeting of the Church Corporation called for that purpose, after such notice as provided in the Bylaws.

ARTICLE XII

Amendments to Articles of Incorporation

The members of the Church Corporation shall have the right to make and adopt such Articles of Incorporation as they shall deem proper and advisable and such Articles shall be made, altered or rescinded by a majority vote of the members present and voting at any annual, regular or special business meeting of the Church Corporation called for that purpose, after such notice as provided in the Bylaws.

ARTICLE XIII

Distribution Upon Dissolution

The Church Corporation is not organized for profit and no part of the net earnings of the corporation shall inure to the benefit of any private individual. In the event of the liquidation or dissolution of this Church Corporation, whether voluntary or involuntary, no individual member shall be entitled to any distribution or division of its remaining property or its proceeds, and the balance of all money and other property received by the corporation from any source, after the payment of all debts and obligations of the corporation, shall be used or distributed subject to the order of the appropriate circuit court as provided by law, as nearly as may be for purposes related to those set forth in Article V herein, but within the intendment of Section 501(c) of the Internal Revenue Code of 1954, the Tax Reform Act of 1969, and its regulations as the same now exists or as they may be hereafter amended from time to time.

ARTICLE XVI

Incorporators

The name and residence address of the Incorporator of this corporation is as follows:

VERLON BENFORD FRIAR II
734 South Madison Street
Quincy, FL 32351

ARTICLE XV

Initial Registered Agent and Address

The address of the corporation's registered office shall be 734 South Madison Street, Quincy, Florida 32351, and the name of its registered agent at said address shall be VERLON BENFORD FRIAR II.

IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, have hereunto set my hand and seal this 4th day of February, A.D. 1995, for the purpose of forming this corporation not for profit under the laws of the state of Florida.

Verlon Benford Friar II
VERLON BENFORD FRIAR II
Incorporator

STATE OF FLORIDA,
COUNTY OF GADSDEN.

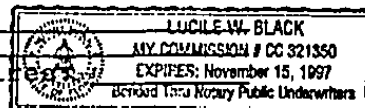
4th The foregoing instrument was acknowledged before me on this day of December, 1994, by VERLON BENFORD FRIAR II, who is personally known to me or has produced as identification February 1995.

Lucile W. Black
NOTARY PUBLIC

Name Printed:

Commission No.:

My Commission Expires



**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the Florida office/registered agent in the state of Florida.

1. The name of the corporation is THE WHOLE LIFE MINISTRIES, INC.

2. The name and address of the registered agent and office is:

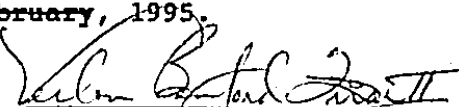
VERLON BENFORD FRIAR II
734 South Madison Street
Quincy, FL 32351

Dated this 24th day of April, 1995.


VERLON BENFORD FRIAR II
Incorporator

Having been named as agent and to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to and complete performance of my duties, and I am familiar with and accept the obligations of my position as agent.

Dated this 24th day of April, 1995.


VERLON BENFORD FRIAR II
734 South Madison Street
Quincy, FL 32351

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
MAY -9 AM 7:37