

N9500000 2621

Bing & Associates, P. A.

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May 30, 1995

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

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Re: CITY OF LIFE INTERNATIONAL, INC.

Dear Madam/Sir:

Enclosed are an original and a copy of the Articles Of Incorporation of the above referenced corporation. Please file the original, indicate the filing date on the copy, and return a certified copy to me. Also enclosed is a check covering the filing fees and charges in the amount of \$122.50.

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.

pick up: 4

AKB/cg

Enclosures: Orig. Articles of Incorporation
Copy Articles of Incorporation
Check for Filing Fee [\$122.50]

NANCY HENDRICKS JUN - 6 1995

ARTICLES OF INCORPORATION
OF
CITY OF LIFE INTERNATIONAL CHRISTIAN FELLOWSHIP, INC.

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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 CITY OF LIFE INTERNATIONAL CHRISTIAN FELLOWSHIP, 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 K. Bing, Esquire, 100 S. Ashley Drive, Suite 2100, Tampa, Florida 33602, and the mailing address of the principal office of Corporation is 8787 Southside Blvd., Apt. 1016, Jacksonville, FL 32256.

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 religious worship services through various forms of ministry including, but not limited to the establishment of churches;
- 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 Not For Profit Corporation Act.

ARTICLE IV

This Corporation may have voting and nonvoting membership, the qualifications for which shall be set forth in the Bylaws. The sole voting members of the corporation shall be Rodney H. Seago and Janet D. Seago, for life. 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 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 Court of competent jurisdiction 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 meetings called for that purpose, by a two-thirds (2/3) majority.

ARTICLE VIII

The name and address of the incorporator is:

Anita K. Bing

100 S. Ashley Drive
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:

Rodney H. Seago

8787 Southside Blvd.
Apt. 1016
Jacksonville, FL 32256

Janet D. Seago

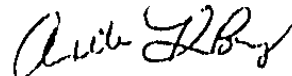
8787 Southside Blvd.
Apt. 1016
Jacksonville, FL 32256

Richard L. Godwin

14015 San Pedro Avenue
San Antonio, TX 78232-4337

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 30th day of May, 1995.



Anita K. Blag

REGISTERED AGENT DESIGNATION

I hereby accept my designation as resident agent and agree to serve as the resident agent of CITY OF LIFE INTERNATIONAL CHRISTIAN FELLOWSHIP, INC. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for CITY OF LIFE INTERNATIONAL CHRISTIAN FELLOWSHIP, INC..

Anita K. Bing

Anita K. Bing - Registered Agent

State Of Florida

County Of Hillsborough

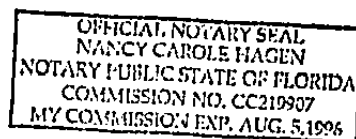
On May 31, 1995, Anita K. Bing, designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, who is personally known to me, or produced a Florida driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles of Incorporation of CITY OF LIFE INTERNATIONAL CHRISTIAN FELLOWSHIP, INC.

Nancy Carole Hagen
Notary Public

NANCY CAROLE HAGEN
(Notary Public - Printed Or Typed Name)

Commission Expiration Date:

Commission Number:



(SEAL)