

TRANSMITTAL LETTER

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

SUBJECT: THE MASTER'S MINISTRIES, INTERNATIONAL, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

<input type="checkbox"/> \$70.00 Filing Fee	<input type="checkbox"/> \$78.75 Filing Fee & Certificate	<input type="checkbox"/> \$122.50 Filing Fee & Certified Copy	<input checked="" type="checkbox"/> \$131.25 Filing Fee, Certified Copy & Certificate
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FROM: Joseph DeAngelis
Name (Printed or typed)

400001508834
-06/08/95--01088--006
****131.25 ****131.25

P.O. Box 487
Address

Harold, FL 32563-0487
City, State & Zip

904-623-9736
Daytime Telephone number

JUN 13 1995

BSB

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TALLAHASSEE, FLORIDA

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NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF**

THE MASTER'S MINISTRIES, INTERNATIONAL, INC.

*The undersigned, acting as incorporator of a corporation pursuant to chapter 617,
Florida Statutes, adopt the following Articles of Incorporation:*

**Article I
Name**

The name of this not-for-profit missionary corporation shall be:

"THE MASTER'S MINISTRIES, INTERNATIONAL, INC."

**Article II
Principal place of business and mailing address**

The principal office of this corporation shall be maintained and located in Santa Rosa County, Florida, and other offices may be opened in diverse places from time to time.

Physical Address:
5764 Bingham Road
Milton, FL 32583

Mailing Address:
P.O. Box 487
Harold, FL 32563-0487

**Article III
Purposes**

(a) The primary and specific purpose of this missionary corporation is to bring the Gospel of our Lord Jesus Christ to all people of the world.

(b) The general purposes are to assist missionaries in the foreign and domestic fields of the world, to propagate the Gospel of our blessed Lord Jesus Christ by every means including but not limited to chalk art ministry, speaking ministry, music ministry and evangelism, to establish New Testament Baptist Churches in every land, to license and ordain ministers of the Gospel, to organize and support Bible camps, to establish and maintain facilities for the care of the needy, to organize church services and music ministry at private campgrounds, to

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TALLAHASSEE, FLORIDA

purchase and distribute food, clothing and other essentials of life to the homeless, hungry and needy, to rehabilitate and train homeless, and ex-convicts to become useful to society, to minister to juveniles in state and other facilities, to assist local churches in services, Bible meetings, campmeetings, mission conferences, and fellowship meetings, and to engage in the publication of biblical, scriptural material.

Article IV **Manner of election of directors**

The manner in which the directors are elected or appointed is as follows:

The officers are to be appointed by the founders of this corporation, who are Joseph DeAngelis and Lorelei DeAngelis. These appointees will be known as trustees, and will meet the requirements set forth in the bylaws. The membership of this nonprofit missionary corporation may from time to time by appropriate by-law action change the number of directors and/or trustees.

Article V **Limitation of corporate powers**

This non-profit, religious corporation shall have the power to acquire property by purchase, gift, devise or bequest, and it shall have the power to hold said property, to mortgage, lease, sell and/or convey such property, regardless of its kind, nature, or description. This non-profit, religious corporation shall also have the power to borrow money, to enter into contracts and is shall possess all other powers requisite to its primary and specific purpose set forth above. Notwithstanding the powers expressed above, this non-profit, religious corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purpose of this non-profit

religious corporation. The provisions listed in section 617.0302, chapter 617 of the Florida Statute shall apply.

Article VI
Initial registered agent and street address

The name and the street address of the initial registered agent is:

Joseph DeAngelis
5764 Bingham Road
Milton, FL 32583

Article VII
Incorporators

The following three persons shall, until their successors are named, serve as directors, but shall be known as trustees:

Joseph DeAngelis
5764 Bingham Road
Milton, FL 32583

Lorelei DeAngelis
5764 Bingham Road
Milton, FL 32583

Reuben Algazy
3911 Sunny Place
Cheyenne, WY 82001

Article VIII
Private Property

The private property of the members and officers and governing board of this religious corporation shall be exempt from all corporate debts and obligations whatsoever.

Article IX

This religious, not-for-profit corporation, is organized pursuant to the General Nonprofit Corporation Law of the State of Florida, and it does not contemplate pecuniary gain or profit to the members thereof, and it is organized for non-profit purposes, which basically is to evangelize the people of the world in the name of our blessed Lord and Saviour, the Lord Jesus Christ.

Article X

No part of the activities of this non-profit, religious corporation shall consist of carrying on propaganda or otherwise attempting, in any manner whatsoever, to influence legislation of whatever nature, kind or description on whatsoever subject matter; and this non-profit, religious corporation shall not participate or intervene in any; political campaign (including the publishing or distribution of statements) on behalf of any candidate for any public office and/or referendums, proposition or issue placed before the voting public by any governmental agency within the confines of the State of Florida.

Article XI

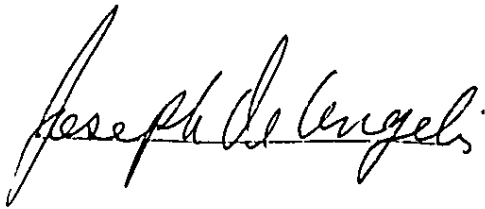
Disposition of property

The property of the non-profit, religious corporation is irrevocably dedicated to religious purposes and no part of the net income or assets of this non-profit, religious corporation shall ever inure to the personal benefit of any director, officer or member thereof or to the personal benefit of any private persons. Upon the dissolution or winding up of this non-profit, religious corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities

of this non-profit, religious corporation, shall be distributed to the founders Joseph DeAngelis and Lorelei DeAngelis or their estate to be used as they see fit.

The undersigned incorporator has executed these Articles of Incorporation this 6th day of June, 1995.

Signature of Incorporator:

A handwritten signature in cursive script that reads "Joseph DeAngelis". The signature is written in dark ink and is positioned to the left of the typed name.

Joseph DeAngelis
Typed name of incorporator signing

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

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

THE MASTER'S MINISTRIES, INTERNATIONAL, INC.
(must include suffix)

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

Joseph DeAngelis
(NAME)

5764 Bingham Road
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

Milton, FL 32583
(CITY/STATE/ZIP)

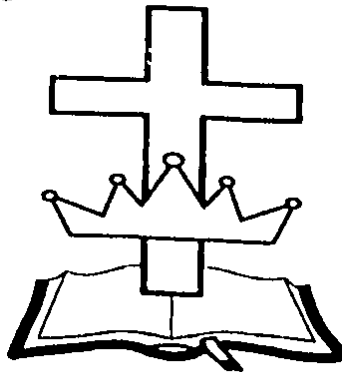
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TALLAHASSEE, FLORIDA

Having been named as registered 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 the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Joseph DeAngelis
(SIGNATURE)

June 6, 1995
(DATE)

N95000002791



THE MASTER'S MINISTRIES INT'L, INC.
P.O. Box 772
BAGDAD, FL 32530

December 20, 1995

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

Re: N95000002791

Attention Brenda Baker, Corporate Specialist

DEC 26 1995 BSB

Dear Brenda:

This letter is to inform you that the mailing address of THE MASTER'S MINISTRIES INTERNATIONAL, INC., has changed from Harold, FL. The new address is:

THE MASTER'S MINISTRIES, INTERNATIONAL, INC.
P.O. Box 772
Bagdad, FL 32530-0772

Thank you for seeing that this change is properly entered to our file.
Sincerely,

Lorelei DeAngelis
Lorelei DeAngelis

N95000002791

THE MASTER'S MINISTRIES

International, Inc.

P.O. Box 772

Bagdad, FL 32530-0772

April 12, 1996

Florida Department of State
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Re: THE MASTER'S MINISTRIES, INTERNATIONAL, INC.
N95000002791

Enclosed please find a copy of our Articles of Amendment to our Articles of Incorporation of THE MASTER'S MINISTRIES, INTERNATIONAL, INC. Also enclosed is a check in the amount of \$35.00 for the filing fee. Please file this as soon as possible and return a copy to us in the enclosed Priority Mail envelope.

We are a traveling ministry, and are presently at the First Baptist Church, Combes, Texas. The telephone number where we may be reached is: 210-425-5856 or our message phone number 904-623-9736. Please return this document to us c/First Baptist Church, P.O. Box 246, Combes, TX 78535, before May 5, 1996. If you are returning it to us after May 5th, return to P.O. Box 772, Bagdad, FL 32530.

Thank you in advance for your prompt handling of our paperwork, it is much appreciated.

Sincerely,

Lorelei DeAngelis
Lorelei DeAngelis

Amend

VS APR 23 1996

ARTICLES OF AMENDMENT
to
THE ARTICLES OF INCORPORATION
of

THE MASTER'S MINISTRIES, INTERNATIONAL, INC

Pursuant to the provision of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation

First: Amendments adopted Article III
Purposes

(add the following paragraphs)

(c) The purposes for which this corporation is organized are exclusively religious, charitable and educational within the meaning of Section 501(C)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

(d) Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization 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.

Article XI

Disposition of property

(amend this article to read as follows)

The property of this non-profit corporation is irrevocably dedicated to religious, charitable and educational purposes and no part of the net income or assets of this non-profit corporation shall ever inure to the personal benefit of any director, officer, member or private person.

(a) Upon the dissolution of the organization, assets shall be distributed to one or more qualified exempt organizations within the meaning of Section 501(C)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal income tax code, or they shall be distributed to a state or local government agency for public purposes. They could also be distributed to a Federal agency for public purposes. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes.

SECOND: The date of adoption of the amendments was: April 12, 1996

THIRD Adoption of Amendments. The amendments were adopted by the members and the number of votes cast for the amendment was sufficient for approval.
The Master's Ministries, International, Inc.

Joseph DeAngelis
Joseph DeAngelis, President

Lorelei DeAngelis
Lorelei DeAngelis, Sect. Treas

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