

N/96000000633

TRANSMITTAL LETTER

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

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*****78.75 *****78.75

SUBJECT: KINGSWAY CHRISTIAN MINISTRIES, INCORPORATED
(Proposed corporate name - must include suffix)

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

- \$70.00
Filing Fee
- \$78.75
Filing Fee
& Certificate
- \$122.50
Filing Fee
& Certified Copy
- \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM: DANIEL M. TRUE
Name (Printed or typed)

3930 NEWPORT STREET
Address

COCOA, FL 32927
City, State & Zip

(407) 636-1956 OR (407) 867-3234
Daytime Telephone number

FILED
 96 FEB - 1 PM 12: 15
 TALLAHASSEE, FLORIDA
 DEPARTMENT OF STATE

FEB 6 1996 BSB

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

ARTICLES OF INCORPORATION
OF
KINGSWAY CHRISTIAN MINISTRIES, INCORPORATED

FILED
96 FEB -1 PM 12:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned corporation, by and through the undersigned directors, hereby executes the following Articles of Incorporation:

ARTICLE I

The name of the corporation is KingsWay Christian Ministries, Incorporated.

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The name and address of the registered agent and registered office is: Daniel M. True, I, 3930 Newport Street, Cocon, FL 32927

ARTICLE IV

The Board of Directors shall be three in number, their current names and addresses being as follows: John L. Humphreys, 508 Landis Drive, Johnson City, TN, Daniel M. True, 3930 Newport Street, Cocon, FL and Teresa B. True, 3930 Newport Street, Cocon, FL.

ARTICLE V

The purpose for which the corporation is organized is to operate exclusively for religious, charitable, educational and distinct ecclesiastical purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or any superseding statute thereto, and such purpose shall include the following:

(a) Religious

(b) To conduct a local church Fellowship by the direction of the Lord Jesus Christ and under the leadership of the Holy Spirit in accordance with the irrevocable Word of God. Pursuant thereto, the following activities and guidelines shall be established:

- (i) A recognized Creed, Code of Doctrine, discipline and form of worship shall be established.
- (ii) An ecclesiastical form of government shall be established.
- (iii) Ordination of ministers upon completion of a prescribed course of study, designated by this ministry.
- (iv) An organization of ministers shall be established to minister to the congregation of KingsWay Christian Ministries, Incorporated.

- (v) Establishment of a fellowship membership based upon a recognized creed and belief and support of the fellowship.
 - (vi) Spread the Word of the Gospel through seminars, radio, establishment of literature and other forms of mass media for the purpose of educating the individual in the Word of God.
 - (vii) Establishment of various religious services pursuant to the recognized Creed, form of worship, code of doctrine and discipline of the fellowship and the establishment of Sunday Schools and religious schools for Christians and educational instruction to the young and the old.
 - (viii) Establishing a Bible Training School or School of Theology (not considered secondary educational institutions) for the preparation of ministers who minister to KingsWay Christian Ministries, Incorporated.
 - (vix) Settling aside, ordaining, commissioning and dispatching Apostles to the uttermost parts of the World for the purpose of founding similar fellowships.
- (c) Minister the Word of God to the faithful, and all others.
 - (d) Promote and encourage, through the ministry of the organization, cooperation with other organizations ministering within the community, State, Nation and the Nations.
 - (e) To acquire and hold such property, either real or personal, for ministry purposes, as may be necessary for its membership and the worship of God.

ARTICLE VI

In accordance with and in addition to the powers conferred by the laws of the State of Florida, the Non-Profit Corporation shall have the following powers:

- (a) To receive and accept gifts of money and property and to hold the same for any of the purposes of the corporation and its work.
- (b) To raise and assist in raising funds for the purposes herein set forth, including the issuance of bonds or other instruments of credit.
- (c) To acquire, own, lease, mortgage and dispose of property, both real and personal.
- (d) To conduct and carry on religious services and instruction through the public media, including, but not limited to, electronic broadcasting, AM and FM radio, telecasting, microwave distribution, closed circuit transmission, satellite transmission, computer networks and cable television.
- (e) To acquire, own and operate such broadcasting and/or telecasting facilities.
- (f) To issue annuities and to enter into gift-annuity contracts.
- (g) To accept property and donations in trust for religious charitable purposes.
- (h) To acquire, hold, own, sell, assign, transfer, mortgage, pledge, or otherwise dispose of shares of the capital stock, bonds, obligations or other securities of other corporations, domestic or foreign, as investments or otherwise, in carrying out any of the purposes of the Corporation and, while the owner thereof, to exercise all rights, powers and privileges of ownership, including the power to vote thereon.

ARTICLE VII

KingsWay Christian Ministries, Incorporated is not organized for pecuniary gain or profit, nor shall it have any power to issue certificates of stock or declare dividends, and no part of its net earnings shall inure to the benefit of any members, directors, trustees or individuals, except that KingsWay Christian Ministries, Incorporated shall be authorized and empowered to pay and to be paid a reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article V hereof. No substantial part of the activities of KingsWay Christian Ministries, Incorporated shall be the carrying on of propaganda or otherwise attempting to influence legislation, and KingsWay Christian Ministries, Incorporated shall not participate in or intervene in (including the publishing or distribution of statements) a political campaign. Notwithstanding any other provision of these Articles, KingsWay Christian Ministries, Incorporated shall not carry on any other activities not permitted to be carried on by:

(a) A corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law) or

(b) A corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or any corresponding provision of any future United States Internal Revenue law)

(c) In the event of the dissolution of this Corporation, or in the event it shall cease to carry out the objects and purposes herein set forth, all of the business, property and assets will be distributed to a corporation qualifying as an organization exempt under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or any superseding statute thereof, as the Directors or Trustees of this Corporation may select and designate; and in no event shall any of said assets or property, in the event of dissolution thereof, go or be distributed to members, either for the reimbursement of any sum subscribed, donated or contributed by such members, or for any other such purpose.

ARTICLE VIII

This corporation is organized pursuant to the provisions of "Corporations Not for Profit", Chapter 617, Florida Statutes. All trustees of this corporation, now in good and regular standing, and such other members as the Board of Trustees shall from time to time admit to membership, shall be members of the Corporation.

ARTICLE IX

The business and property of the Corporation shall be managed by a Board of three (3) Directors (Trustees). The number of trustees may be increased or decreased from time to time by the members, but shall never be less than three (3). The present Trustees now duly constituted and elected shall constitute the Board of Trustees and they shall hold their offices until other of further election. Election of the Board of Trustees shall be provided by the By-Laws. The following shall apply to the Board of Trustees:

(a) The Trustees in their collective capacity shall be known as the Board of Trustees and under that name shall constitute the governing body, and shall conduct and transact all business of the Corporation.

(b) The Trustees shall have power and authority to hold annual meetings of the Board of Trustees and may likewise hold special meetings as may be provided by the By-Laws.

(c) The Board of Trustees shall have authority and power, which is hereby given, to provide suitable and proper means and religious ceremony and required tests and qualifications for entrance into the ministry of the fellowship, hereby being established and organized and by and through the means as established and administered, that any and all applicants may be inducted into the ministry thereby license, commission, or full ordination with all fellowship authority possible for any church or ecclesiastical body to be given or to possess or to administer, giving therein authority to administer all sacred services of ecclesiastical bodies and to include all sacred and sacramental services, and to further include the marriage services and together with the sacred services of baptism, any and all such additional departments, associations, institutions, schools, mission stations, programs, and/or any and all such other vehicles as may be deemed appropriate and advisable by said Board of Trustees for the propagation of the Gospel and Christian and religious worship and wherever within the United States of America and/or in any other country.

(d) The Board of Trustees of the Corporation shall have power and authority which is hereby given, to negotiate or designate agents to negotiate all of the business transactions, all receipts and all disbursements, for any stations, programs and/or any and all such other vehicles established or instituted by this Corporation.

(e) A majority of the Trustees shall constitute a quorum for the transaction by the Board of Trustees of any and all business, in accordance to the laws of the State of Florida, and all actions taken by the Board of Trustees shall be by majority vote.

ARTICLE X

There shall be only one class of membership in this Corporation. The subscribers to these Articles of Incorporation and the initial Trustees of this Corporation shall constitute the initial members of the Corporation. Further membership of the Corporation and voting of members shall be as provided by the "By-Laws of the Corporation."

ARTICLE XI

The principal office of the Corporation shall be at 3930 Newport Street, Cocoa, FL, or such other place designated by the Trustees. These Articles of Incorporation may be amended from time to time as provided by general law.

These Articles of Incorporation were duly adopted by the Trustees of the Corporation on the 19th day of December, 1995 by consent in writing adopted by all of the directors, managers, and trustees pursuant to Section 617 of the Florida Statutes.

KINGSWAY CHRISTIAN MINISTRIES,
INCORPORATED

By: Daniel M. True
Daniel M. True, President

Attest: Teresa B. True
Teresa B. True, Secretary

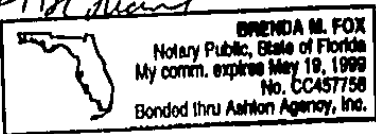
STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the state and county aforesaid to take acknowledgments, personally appeared Daniel M. True, President, to me well known and known to be the person who executed the foregoing instrument and he acknowledged before me that he executed the same.

Brenda M. Fox 1-26-96

NOTARY PUBLIC

My Commission Expires:


B.M. Fox


STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the state and county aforesaid to take acknowledgments, personally appeared Teresa B. True, Secretary, to me well known and known to be the person who executed the foregoing instrument and she acknowledged before me that she executed the same.

Gail E. Cisco
GAIL E. CISO 1-26-96
NOTARY PUBLIC

My Commission Expires:


GAIL E CISO
My Commission CC509487
Expires Nov. 13, 1998

BOARD OF TRUSTEES

Daniel M. True 12-19-95
Daniel M. True

John L. Humphreys 12/19/95
John L. Humphreys

Teresa B. True 12-19-95
Teresa B. True

**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:

KINGSWAY CHRISTIAN MINISTRIES, INCORPORATED
(must include suffix)

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

DANIEL M. TRUE, I
(NAME)
3930 NEWPORT STREET
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)
COCOA, FL 32927
(CITY/STATE/ZIP)

FILED
96 FEB -1 PM 12:15
SECRETARY OF STATE
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.

Daniel M. True
(SIGNATURE)

1-24-96
(DATE)