

N96000000867

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME _____
FIRM _____
ADDRESS _____
PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

OK 2/19/96

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	_____	_____	_____
TIME	_____	_____	CK No. _____
BY	NC	_____	_____

WALK-IN 2/19 11:00
Will Pick Up

No. 52280

RE: Worship Equipppers
Ministries, Inc.

C.C. FEE. DISBURSED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

<input checked="" type="checkbox"/> Capital Express™	_____	_____
<input checked="" type="checkbox"/> Art. of Inc. File	_____	_____
<input type="checkbox"/> Corp. Record Search	_____	_____
<input type="checkbox"/> Ltd. Partnership File	_____	_____
<input type="checkbox"/> Foreign Corp. File	_____	_____
<input checked="" type="checkbox"/> () Cert. Copy(s) - photo	_____	_____
<input type="checkbox"/> Art. of Amend. File	_____	_____
<input type="checkbox"/> Dissolution/Withdrawal	_____	_____
<input type="checkbox"/> C U S -	_____	_____
<input type="checkbox"/> Fictitious Name File	_____	_____
<input type="checkbox"/> Name Reservation	_____	_____
<input type="checkbox"/> Annual Report/Finstatement	_____	_____
<input type="checkbox"/> Reg. Agent Service	_____	_____
<input type="checkbox"/> Document Filing	_____	_____
<input type="checkbox"/> Corporate Kit	_____	_____
<input type="checkbox"/> Vehicle Search	_____	_____
<input type="checkbox"/> Driving Record	_____	_____
<input type="checkbox"/> Document Retrieval	_____	_____
<input type="checkbox"/> UCC 1 or 3 File	_____	_____
<input type="checkbox"/> UCC 11 Search	_____	_____
<input type="checkbox"/> UCC 11 Retrieval	_____	_____
<input type="checkbox"/> File No.'s, _____ Copies	_____	_____
<input type="checkbox"/> Courier Service	_____	_____
<input type="checkbox"/> Shipping/Handling	_____	_____
<input type="checkbox"/> Phone ()	_____	_____
<input type="checkbox"/> Top Priority	_____	_____
<input type="checkbox"/> Express Mail Prop.	_____	_____
<input type="checkbox"/> FAX () pgs.	_____	_____

200001-717882
-02/19/96-01010-019
*****20.00 *****20.00

96 FEB 19 PM 9 43
DIVISION OF CORPORATION
RECEIVED

SUBTOTALS	
FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____
	\$ _____

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

ARTICLES OF INCORPORATION
OF
WORSHIP EQUIPPERS MINISTRIES, INC.
(A Corporation Not for Profit)

FILED
96 FEB 19 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME:

The name of this Corporation shall be WORSHIP EQUIPPERS MINISTRIES, INC., a Florida Corporation Not For Profit.

ARTICLE II

ADDRESS:

The initial post office address of the principal office of the Corporation in the State of Florida shall be 6728 N.W. 34th Way, Gainesville, FL 32653. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE III

PURPOSE:

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

(a) Serving for the glory of God, Worship Equippers is a non-profit Christian ministry that seeks to equip the Body of Christ in the areas of personal and corporate worship through the conducting of Christian worship, seminars, schools, conferences, retreats, crusades, radio, television programming, the printed page, the producing and distributing of multi-media and video presentations, books, tapes and other worship, evangelism and discipleship related materials and/or products that promote the gospel of Jesus Christ.

(b) Said corporation is organized exclusively for charitable, religious and educational purposes.

(c) To receive voluntary contributions, gifts, grants of money and property of every kind, or other forms of gifts and to administer the same for the charitable purposes and goals of the corporation.

(d) To make distributions to organizations which qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law.)

(c) No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, officers or other private persons, except that the corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes herein set forth. 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 (i) by 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 (ii) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law.)

(f) Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all 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 operating exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law), as the Board of Directors shall determine.

(g) To construct, maintain, and operate buildings, and other appropriate facilities; to establish and maintain suitable grounds for the operation of the corporation; and, to perform all other acts necessary or convenient for fully accomplishing the purposes and goals of the corporation.

ARTICLE IV

GENERAL POWERS:

The general powers that the corporation shall have are as follows:

(a) To hold funds solely and exclusively for the purposes as set forth in these Articles of Incorporation.

(b) To delegate power or powers where such is deemed in the interest of the corporation.

(c) To purchase, lease, hold, sell, mortgage or otherwise acquire or dispose of, real or personal property; to enter into, make, perform or carry out contracts of every kind with any person, firm, corporation or association; to do any and all acts necessary or expedient for carrying on any and all of the activities and pursuing any and all of the objects and purposes set forth in the Articles of Incorporation and not forbidden by the laws of the State of Florida.

(d) To pay taxes and other charges, if any, on or against property owned or accepted by the corporation.

(e) To borrow money and, from time to time, to make, accept, endorse, execute and issue debentures, promissory notes or other obligations of the corporation for monies borrowed or in payment for property acquired or for any of the other purposes of the corporation and to secure the payment of such obligation by mortgage, pledge or other instrument of trust; or by lien upon, assignment of or agreement in regard to all or any part of the property rights or privileges of the corporation wherever situated.

(f) In general, to have all powers conferred upon a corporation not for profit by the laws of Florida, except as prohibited herein.

ARTICLE V

MEMBERSHIP:

Classes of membership of this corporation shall be set out in the Bylaws.

ARTICLE VI

EXISTENCE:

The corporation shall have perpetual existence.

ARTICLE VII

BOARD OF DIRECTORS:

Section 1. The affairs and property of this corporation shall be managed and governed

by a Board of Directors.

Section 2. The number of Directors of this corporation shall be not less than three (3).

Section 3. The following persons shall constitute the first Board of Directors until the first election of the Board of Directors at the first annual meeting of the members:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
DEAN F. SCHULTZ	6728 N.W. 34th Way Gainesville, FL 32653
GLORIANNE SCHULTZ	6728 N.W. 34th Way Gainesville, FL 32653
HANS DEMILDT	1900 Snook Drive Deltona, FL 32738

ARTICLE VIII

OFFICERS:

Section 1. All officers shall be elected by the membership in accordance with the Bylaws at the regular annual meeting of the Membership. The members shall elect from among the members a President, Vice-President, Secretary and Treasurer.

Section 2. The following persons shall constitute the first officers of the corporation until the first election of the officers at the first annual meeting of the members:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
DEAN F. SCHULTZ President	6728 N.W. 34th Way Gainesville, FL 32653
GLORIANNE SCHULTZ Secretary/Treasurer	6728 N.W. 34th Way Gainesville, FL 32653
HANS DEMILDT Vice-President	1900 Snook Drive Deltona, FL 32738

ARTICLE IX

INCORPORATORS:

The name and post office address of each incorporator of these Articles of Incorporation is as follows:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
DEAN F. SCHULTZ	6728 N.W. 34th Way Gainesville, FL 32653

ARTICLE X

INITIAL REGISTERED OFFICE AND AGENT:

The street address of the initial registered office of this corporation is 6728 N.W. 34th Way, Gainesville, FL 32653, and the name of the initial registered agent of the corporation at that address is DEAN F. SCHULTZ.

ARTICLE XI

BYLAWS:

The Board of Directors shall adopt Bylaws consistent with these Articles. The Board of Directors, by a two-thirds majority vote, shall also have the power to make, alter or rescind any Bylaws on behalf of the corporation.

ARTICLE XII

AMENDMENT TO ARTICLES OF INCORPORATION:

These Articles may be altered, amended or repealed by resolution of the Board of Directors.

ARTICLE XIII

INDEMNIFICATION OF OFFICERS AND DIRECTORS:

Section 1. The corporation hereby indemnifies any director or officer made a party or threatened to be made a party to any threatened, pending or completed action, suit or proceeding:

A. Whether civil, criminal, administrative or investigative, other than one by or in the right of the corporation to procure a judgment in its favor, brought to impose a liability or penalty on such person for an act alleged to have been committed by such person in his capacity as director or officer of the corporation, or in his capacity as director, officer, employee or agent of any other corporation, partnership, joint venture, trust or other enterprise which he served at the request of the corporation, against judgments, fines, amounts paid in settlement and reasonable expenses, including attorneys' fees, actually and necessarily incurred as a result of such action, suit or proceeding or any appeal therein, if such person acted in good faith in the reasonable belief that such action was in the best interests of the corporation, and in criminal

actions or proceedings, without reasonable ground for belief that such action was unlawful. The termination of any such action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of nolo contendere or its equivalent shall not in itself create a presumption that any such director or officer did not act in good faith in the reasonable belief that such action was in the best interests of the corporation or that he had reasonable grounds for belief that such action was unlawful.

B. By or in the right of the corporation or procure a judgment in its favor by reason of his being or having been a director or officer of the corporation, or by reason of his being or having been a director, officer, employee or agent of any other corporation, partnership, joint venture, trust or other enterprise which he served at the request of the corporation, against the reasonable expense, including attorney's fees, actually and necessarily incurred by him in connection with the defense or settlement of such action, or in connection with an appeal therein, if such person acted in good faith in the reasonable belief that such action was in the best interests of the corporation. Such persons shall not be entitled to indemnification in relation to matters as to which such person has been adjudged to have been guilty of negligence or misconduct in the court, administrative agency, or investigative body before which such action, proceeding is held shall determine upon application that, despite the adjudication of, but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnification for such expenses which such tribunal shall deem proper.

Section 2. The Board of Directors shall determine whether amounts for which a director or officer seeks indemnification were properly incurred and whether such director or officer acted in good faith and in a manner he reasonably believed to be in the best interests of the corporation, and whether, with respect to any criminal action or proceeding, he had no reasonable ground for belief that such action was unlawful. Such determination shall be made by the Board of Directors by a majority vote of a quorum of directors who were not parties to such action, suit or proceeding.

Section 3. The foregoing rights of indemnification shall not be deemed to limit in any way the powers of the corporation to indemnify under applicable law.

ARTICLE XIV

TRANSACTION IN WHICH DIRECTORS OR OFFICERS ARE INTERESTED:

Section 1. No contract or transaction between the corporation and one or more of its directors or officers, or between the corporation and any other corporation, partnership, association or other organization in which one or more of its directors or officers are directors or officers, or have a financial interest, shall be invalid, void or voidable solely for this reason, or solely because the director or officer is present at or participates in the meeting of the Board or committee thereof which authorized the contract or transaction, or solely because his or their votes are counted for such purpose. No director or officer of the corporation shall incur liability by reason of the fact that he is or may be interested in any such contract or transaction.

Section 2. Interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee which authorized the contract or transaction.

Section 3. Nothing herein shall preclude a director or officer of the corporation from also serving as a paid employee of the corporation.

IN WITNESS WHEREOF, the said subscriber has hereunto set his hand and seal this 24th day of January, 1996.

Signed, sealed and delivered
in our presence as witnesses:

Valarie Rockwell
VALARIE ROCKWELL
G. Gregory Hale
G. GREGORY HALE

Dean F. Schultz
DEAN F. SCHULTZ

STATE OF FLORIDA
COUNTY OF ALACHUA

The foregoing Articles of Incorporation was acknowledged before me this 24th day of January, 1996 by DEAN F. SCHULTZ.



G. Gregory Hale
Notary Public, State of Florida
at Large

My Commission Expires:

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED AND NAMES AND ADDRESSES OF THE DIRECTORS AND OFFICERS.

The following is submitted in compliance with Chapter 617/023, F.S.:

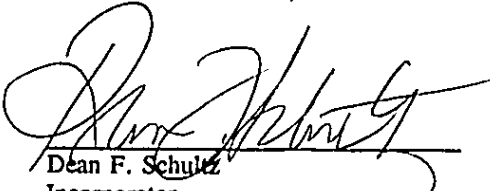
WORSHIP EQUIPPERS MINISTRIES, INC., a Corporation Not for Profit, organized under the laws of the State of Florida with its principal office at: 6728 N.W. 34th Way Gainesville, FL 32653, has named Dean F. Schultz located at 6728 N.W. 34th Way Gainesville, Florida 32653, as its agent to accept service of process within the State.

NEWLY APPOINTED DIRECTORS:

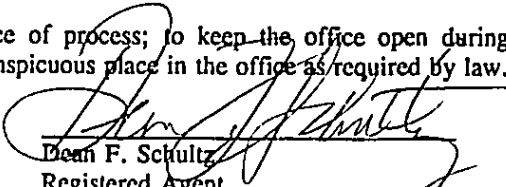
<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
DEAN F. SCHULTZ	6728 N.W. 34th Way Gainesville, FL 32653
GLORIANNE SCHULTZ	6728 N.W. 34th Way Gainesville, FL 32653
HANS DEMILDT	1900 Snook Drive Deltona, FL 32738

NEWLY APPOINTED OFFICERS:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
DEAN F. SCHULTZ President	6728 N.W. 34th Way Gainesville, FL 32653
GLORIANNE SCHULTZ Secretary/Treasurer	6728 N.W. 34th Way Gainesville, FL 32653
HANS DEMILDT Vice-President	1900 Snook Drive Deltona, FL 32738


Dean F. Schultz
Incorporator

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name in some conspicuous place in the office as required by law.


Dean F. Schultz
Registered Agent