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May 17, 1996

Ms. Sandra Barringer Mortham
Secretary of State
DIVISION OF CORPORATIONS
The Capitol
Tallahassee, FL 32399-0250

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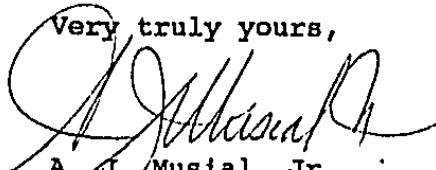
RE: Missionaries Of Healing

To Whom It May Concern:

Enclosed herewith, please find the Articles of Incorporation and designation of registered agent along with a check in the amount of \$122.50 for the filing fee of the Articles, designation of registered agent and a certified copy for the above-referenced corporation. I would appreciate it if you would provide my office with a notice of the document number for the corporation.

Your assistance in this matter is appreciated. I shall await your response.

Very truly yours,


A. J. Musial, Jr.

AJM/ct
Enclosures

MAY 24 1996 BSB

FILED
95 MAY 20 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF THE
MISSIONARIES OF HEALING, INC.
(A Florida Not for Profit Corporation)

FILED
96 MAY 20 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned persons, acting as incorporators of a corporation not for profit under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopted the following Articles of Incorporation for such corporation.

ARTICLE I

The name of the corporation is Missionaries of Healing, Inc. The street address of the initial registered office of the corporation is 16650 U.S. Highway 301 South, Wimauma, FL, County of Hillsborough and State of Florida, although the corporation may maintain offices elsewhere and may change its principal place of business. The name of its initial registered agent at such address is Father Philip Scott.

ARTICLE II

The corporation is a not for profit corporation. The purposes for which the corporation is organized are as follows:

(a) The specific and primary purposes for which this corporation is formed are to operate for the advancement of religion, charity and education and for other charitable purposes, by the distribution of its funds for such purposes, and particularly for the creation of an association of the faithful (also known as an "order") to bring healing through prayer, healing error by proclamation and the teaching of the full gospel as taught by the Roman Catholic Church and to work with the poor and those afflicted by disease.

(b) The general purposes for which this corporation is formed are to operate exclusively for such religious, charitable, and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax

laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

(c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE III

The members of the Corporation shall consist of those persons who shall from time to time be serving on the Board of Directors.

The members of this corporation shall have no right, title, or interest whatsoever in its income, property, or assets, nor shall any portion of such income, property, or assets be distributed to any member on the dissolution or winding up of this corporation. Members of this corporation shall not be personally liable for the debts, liabilities, or obligations of the corporation, and shall not be subject to any assessments.

ARTICLE IV

This Corporation shall exit perpetually.

ARTICLE V

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a Board of Directors. The number of directors of the corporation shall be not less than three (3); provided however, that such number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

The directors named herein as the first board of directors shall hold office until the first meeting of members to be held on June 8, 1996, at 16650 U.S. Highway 301 South, Wimauma, Florida at 9:00 a.m., at which time an election of directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one year until the second annual meeting of members

following the election of directors and until the qualification of the successors in office. Annual meetings shall be held at 9:00 a.m., on the first Saturday in March of each year at the principal office of the corporation, or at such other place or places as the Board of Directors may designate from time to time by resolution. Directors shall be elected to the Board by a majority vote of the Board of Directors at its annual meeting from a list of candidates approved by Father Philip Scott or by his successor as appointed by him in writing or named by him in his will. In the event that Father Philip Scott is unable or unwilling to name a successor, his successor shall be selected by the then Bishop of the Diocese of St. Petersburg, Florida.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members of the board shall individually or collectively consent in writing to such action, such written consent or contents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action so taken shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation and by laws of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and residential addresses of the persons who are to serve as the initial directors are:

<u>Name</u>	<u>Residential Address</u>
Father Philip Scott	16650 U.S. Highway 301 South Wimauma, FL 33598
Michael W. Fuller	2701 W. Busch Blvd., Suite 205 Tampa, FL 33618
Mary Ann McNeal	5113 Northdale Blvd. Tampa, FL 33624

ARTICLE VI

The name and address of each incorporator are:

<u>Name</u>	<u>Address</u>
Father Philip Scott	16650 U.S. Highway 301 South Wimauma, FL 33598

Michael W. Fuller

2701 W. Busch Blvd., Suite 205
Tampa, FL 33618

Mary Ann McNeal

5113 Northdale Blvd.
Tampa, FL 33624

ARTICLE VII

The Board of Directors shall elect the following officers: President, Treasurer, and Secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the board of directors. Until such election is held, the following persons shall serve as corporate officers:

Philip Scott	President	16650 U.S. Highway 301 South Wimauma, FL 33598
Michael W. Fuller	Treasurer	2701 W. Busch Blvd., Suite 205 Tampa, FL 33618
Mary Ann McNeal	Secretary	5113 Northdale Blvd. Tampa, FL 33624

ARTICLE VIII

Subject to the limitations contained in the bylaws and any limitations set forth in the Not For Profit Corporation Act of Florida described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the Board of Directors or by following the procedure set forth therefor in the bylaws.

ARTICLE IX

The property of this corporation is irrevocably dedicated to charitable and religious purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to be benefit of any private individual.

ARTICLE X

In addition to any powers provided by Section 617, Florida Statutes, or any other Florida Statute, the Corporation will have the following powers:

- a. To receive by gift, devise, bequeath, grant or purchase any money, security, real or personal property, or any other thing of value, absolutely or in trust, to be used, whether the principal or income therefrom, immediately or in the future, or as provided by the conditions of a trust.
- b. To hold, use, dispose of, invest, manage, disburse and properly account for assets subject to its control.
- c. To act and perform the duties of trustee or to act in any other fiduciary capacity under deed or trust, will codicil, agreement, or other instrument, and to obligate itself to perform and execute any and all such conditions or trusts.
- d. To borrow or raise money, and to draw, make, accept, endorse, execute and issue promissory notes, draft bills of exchange, warrants, bonds, debentures, and other negotiable and non-negotiable instruments and evidences of indebtedness and to secure payment thereof and interest thereon by mortgage, pledge, conveyance, or other assignments in trust, in whole or in part, of the assets of the corporation, real, personal or mixed, including contract rights, whether at the time owned or the after acquired, where the assets to be encumbered are no subject to limitations which would prohibit this.
- e. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers herein set forth, and to do every other act and thing incidental thereto and connected therewith, to the extent permitted by law.

ARTICLE XI

The Corporation shall have no Capital Stock, and no member shall have any right or title to any asset of the corporation.

ARTICLE XII

The By-Laws of this corporation shall be made, altered, or rescinded by the Board of Directors. The By-Laws shall operate to carry out the purposes of the Corporation and to facilitate the operational procedures thereof. A vote of the majority of the members of the Board of Directors shall be required to affect any alteration, change or amendment. The By-Laws or any subsequent changes thereto shall be made known to the membership.

ARTICLE XIII

Upon the dissolution of the corporation, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to them by the Bishop of the Diocese of St. Petersburg for the exclusive use and benefit of the Migrant Ministry. Upon the dissolution of the corporation, none of the assets shall be distributed to any member, Trustee or officer of the Corporation.

ARTICLE XIV

The Articles of Incorporation may be amended by two-thirds vote of the Board of Directors, such action to be affected upon filing same with the Secretary of State of the State of Florida, or as otherwise provided by law.

ARTICLE XV

Anything in these articles of incorporation to the contrary notwithstanding, the purpose or purposes for which this corporation is organized are limited to those that will qualify it as an exempt organization under Internal Revenue code Section 501(c)(3), including, for such purposes, the making of distributions to organizations that qualify as tax-exempt organizations under such code.

This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation. This corporation shall not participate in or intervene in (including the publishing or

distributing of statements) any political campaign on behalf of any candidate for public office.

No part of the net earnings, proportion or assets of this corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual or any member or director of this corporation. On liquidation or dissolution all proportion and assets of this corporation remaining after paying or providing for all debts and obligations shall be distributed and paid over to such fund or corporation organized and operated for charitable or religious purposes as the board of directors shall determine, and as shall at the time qualify as a tax-exempt organization under Internal Revenue Code Section 501(c)(3), or as the same may be amended.

IN WITNESS WHEREOF, we have hereunto set our hands,
this 20th day of March, 1996.

Philip Scott
Philip Scott

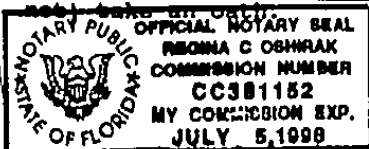
Michael W. Fuller
Michael W. Fuller

Mary Ann McNeal
Mary Ann McNeal

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

THE FOREGOING instrument was acknowledged before me this 20 day of March, 1996 Philip Scott who is (personally known) to me or who has produced _____ as identification and who did (did



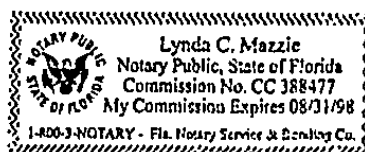
Regina C. Oshrak
NOTARY-PUBLIC
My Commission Expires:

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

THE FOREGOING instrument was acknowledged before me this 1st day of March, 1996 Michael W. Fuller who is personally known to me or who has produced _____ as identification and who did (did not) take an oath.

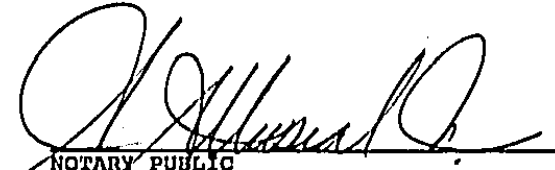
Lynda C. Mazze
NOTARY PUBLIC
My Commission Expires: LYNDA C. MAZZIE



STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

THE FOREGOING instrument was acknowledged before me this 18th day of January, 1996 Mary Ann McNeel who is personally known to me or who has produced N/A as identification and who did (did not) take an oath.


NOTARY PUBLIC
My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.001, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:

FIRST: THAT MISSIONARIES OF HEALING, INC., DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS
AT THE CITY OF WIMAUMA, COUNTY OF HILLSBOROUGH, STATE OF FLORIDA, HAS NAMED
FATHER PHILIP SCOTT, LOCATED AT 10650 U.S. HIGHWAY 301 SOUTH, WIMAUMA, FLORIDA
33598, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

Philip Scott
PHILIP SCOTT

TITLE

PRESIDENT

DATE

5/3/96

FILED
96 MAY 20 PM 3:16
CLERK OF STATE
TALLAHASSEE, FLORIDA

SECOND: HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE
TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF
ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE

F. Philip Scott
FATHER PHILIP SCOTT
REGISTERED AGENT

DATE

5/3/96