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NON-PROFIT CORPORATION

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ARTICLES OF INCORPORATION SEP 16 PH 3: 27

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

GRACE LIFE FOREIGN HOME MISSIONS OF PANAMA CITY BEACH, INC.

The undersigned, acting as incorporator(s) of a Corporation pursuant to Chapter 617, Florida Statutes, * Jopt(s) the following Articles of incorporation:

ARTICLE

NAME

The name of this corporation is:

GRACE LIFE FOREIGN HOME MISSIONS OF PANAMA CITY BEACH, INC.

The principal place of business of this corporation shall be 13300 Back Beach Road, Panama City Beach, Florida 32407. The location of this corporation shall be at 13300 Back Beach Road, Panama City Beach, Florida 32407. The mailing address of the corporation shall be PO Box 14121, Panama City Beach, Florida 32407.

ARTICLE II

PURPOSE

This corporation is a not-for-profit corporation and is not organized for the private gain of any person. It is organized under Chapter 16, Florida Statutes exclusively for religious purposes as an evangelistic organization which is an integrated auxiliary of a church. The corporation is organized on a non-stock basis.

- (1) The Corporation shares common religious doctrines, principles, disciplines and practices with Faith Christian Family Church, Panama City Beach, Florida.
- (2) Faith Christian Family Church shall have the authority to appoint or remove at least one of the organization's directors or officers.
- (3) Faith Christian Family Church shall receive annual reports on the corporation's finances and its general operations.

(4) There is an institutional relationship between the Corporation and Faith Christian Family Church because the Corporation is a evangelistic outreach and foreign missions society of the Church.

The specific purpose for which this corporation is formed is to further the Gospel of the Lord Jesus Christ, and to engage in any lawful act or activity for which corporations may be organized under the Florida Nonprofit Corporation Law, including the ordination of ministers of the Gospel.

ARTICLE III

TERM OF EXISTENCE

The period of duration of this corporation is perpetual unless dissolved according to law.

ARTICLE IV

MEMBERSHIP and ECCLESIASTICAL GOVERNMENT

The qualifications for members and the manner of their admission are: pursuant to Florida Statues, the corporation hereby elects to have no members. Any action which would otherwise require a vote of members shall require only a vote of the members of the Board of Directors, and no meeting or vote of members shall be required for this Corporation, any provision of the Certificate of Incorporation of this Corporation or the Bylaws of the corporation to the contrary notwithstanding.

The corporation, an integrated auxiliary of a church, elects the ecclesiastical form of church government, whereby the Board of Directors shall be the highest ecclesiastical tribunal of the organization, and shall be the final arbiter of all questions of church doctrine, church discipline, church property, church policy, and church polity of every kind and nature whatsoever, and the Board of Directors in its deliberations as the ecclesiastical government of the church shall use as its sole and final authority and standard the Holy Scriptures, Old and New Testaments, King James Version.

ARTICLE V

DIRECTORS

Directors shall be elected in the manner set out in the Bylaws of the corporation. The number constituting the initial Board of directors of the corporation is three (3), and the names and addresses of the persons who are to serve initially are:

Rev. Scarlett Bishop.

13300 Buck Beach Road

Panama City Beach, Florida 32407

Rev. John Copeland

13300 Back Beach Road

Panama City Beach, Florida 32407

Rev. Markus Bishop

13300 Back Beach Road

Panama City Beach, Florida 32407

ARTICLE VI

NOT-FOR-PROFIT PURPOSES

This corporation is organized and operated exclusively for religious purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, (the "Code").

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

The property of the Corporation is irrevocably dedicated to nonprofit religious purposes. No part of the net earnings of the Corporation shall inure to the benefit of its directors, officers, or to any other individual, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments in the furtherance of the nonprofit religious purposes of the Corporation.

In furtherance of its religious nonprofit tax-exempt purposes, the Corporation shall have the following powers and authority:

- (a) To do all acts, perform all functions, and carry on all activities permitted by the nonprofit corporation laws of the State of Florida, or of any other State in which the Corporation is qualified to act.
- (b) To have and exercise all powers and rights enjoyed by corporations generally in the State of Florida, and in any State in which the Corporation is qualified to act, as long as the exercise of such powers is not specifically prohibited for nonprofit religious corporations.
- (c) To use all media, whether now known or hereafter discovered, including but not limited to, print, television, and radio.
- (d) To exercise such incidental powers as may reasonably be necessary to carry out the purposes for which the Corporation is established, provided that such incidental powers shall be

exercised in a manner consistent with its tax-exempt status as a religious organization as set forth in Section 501(c)(3) of the Code.

(e) Notwithstanding any other provisions of the Articles of Incorporation or the Bylaws, the Corporation shall not, except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of the nonprofit religious purposes of the Corporation, and the Corporation shall not carry on any activity not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Code, or under the corresponding section of any future United States revenue law; or (b) by a corporation, contributions to which are deductible under Section 170(b)(1)(A)(i) of the Code, or the corresponding section of any future United States revenue law.

Upon the winding up and dissolution of the Corporation, the Board of Directors shall, after paying or adequately providing for all the debts, obligations, and liabilities of the Corporation, distribute the remaining assets of the Corporation exclusively for the nonprofit religious purposes of the Corporation to Faith Christian Family Church, Panama City Beach, Florida, a church which is organized and operated exclusively for the nonprofit religious purposes and which is tax exempt under Section 501(c)(3) of the Code, or shall distribute the remaining assets of the Corporation to such organization or organizations which are organized and operated exclusively for the nonprofit religious purposes of the Corporation and which are tax exempt under Section 501(c)(3) of the Code as the Board of Directors in its sole discretion shall determine.

ARTICLE VIII

The name and address of each incorporator is:

Rev. Markus Bishop

13300 Back Beach Road Panama City Beach, Florida 32407

IN WITNESS WHEREOF, the undersigned incorporator(s) has executed these Articles of Incorporation this 16th day of September, 1996.

Rev. Markus Bishop, President

CERTIFICATE OF DESIGNATION OF EGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 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: GRACK (110 FORE 10 > 4	-omis
MISSIONS OF PAVANA CTI, BEACH INC	•
	
2. The name and address of the registered agent and office is: MNLUS TOISHOP	
(Name)	
13300 BACK BEACH POAD.	
(P.O. Box NOI acceptable)	
PANAMA (12 BOATH, PLOTRIDA 3240.	7 .
(Cíty/State/Zip)	

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.

SIGNATURE/

DATE

REGISTERED AGENT FILING FEE: \$35.00

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SECKELASSEE FLORE
TALLAMASSEE FLORE

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 323