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TRANSMITTAL LETTER

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

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-12/10/96--01075--003
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SUBJECT: Circle of Faith Youth Ranch Inc.
(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: Scott M. Charlton Sr.
Name (Printed or typed)

6902 Pearson Lane
Address

Wesley Chapel Fla. 33544
City, State & Zip

(813) 962-9122
Daytime Telephone number

FILED
 96 DEC -9 PM 9:29
 TALLAHASSEE, FLORIDA
 DEPARTMENT OF STATE

DEC 10 1996

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

ARTICLES OF INCORPORATION
FOR
CIRCLE OF FAITH YOUTH RANCH INC.
A FLORIDA NONPROFIT CORPORATION

The undersigned, acting as Incorporators of a corporation pursuant to chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

Article I

Name

The name of the corporation shall be:
Circle Of Faith Youth Ranch Inc.

Article II

Principle Place of Business and Mailing Address

The principle place of business and the mailing address of this corporation shall be:
6902 Pearson Lane
Wesley Chapel, Fla. 33544

Article III

Purpose

This corporation is a nonprofit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The purpose for which the corporation is organized is as follows:

- A. To provide a safe, Christian, and good moral environment for children and youth to live, grow, learn, and heal.
- B. To create, maintain, and operate a residential facility, in which the parentless, homeless or needy children and youth can reside, to be cared for, educated, and loved by qualified Christian members and staff.
 1. This facility will operate as a TYPE II Nonprofit Residential Facility as classed under Florida Statute 49.176.
 2. The name of this facility is to be known as: Circle Of Faith Youth Ranch
- C. To create, maintain, and operate a community center where the people in the community can find a healthy atmosphere to discover and develop friendships and relationships through sports, mediation, group studies, and ministry that is conducive to a Christian walk.
 1. To supply the physical, emotional, and spiritual needs of both families and individuals in need either directly or by referral through networking with participating churches, both local and state agencies, and other established ministries.
 2. To supply educational programs in areas such as G.E.D. preparation, cooking, sewing, etc. that apply to basic life skills.
- D. To develop and operate an outreach ministry for children and youth with the purpose of sharing the Gospel of the Holy Bible through mime, puppetry, crazy characters, etc..
- E. To develop and operate a working farm and petting zoo open to schools, groups, and the public to teach care and feeding of animals, gardening, etc..

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- F. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations.
- G. Provided, however, that the corporation shall not engage in any action that is not permitted to be carried on by nonprofit corporations under the Internal Revenue Code applying to 501(c)(3) status, and no part of the net earnings of the corporation shall inure to the benefit of or be distributed to any of its members, directors, or officers; but the corporation shall be authorized to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purposes.

Article IV

Members

The corporation shall have Voting Members, who shall be elected (and may be removed) by the Voting Members, and who shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but shall not have the right to vote. The name and addresses of each initial Voting Member is as follows:

Scott M. Charlton Sr.	6902 Pearson Lane, Wesley Chapel Fla., 33544
Teresa A. Charlton	6902 Pearson Lane, Wesley Chapel Fla., 33544
Alisha M. Curry	6902 Pearson Lane, Wesley Chapel Fla., 33544

Article V

Manner of election of Directors

The Bylaws shall provide the method of election of all Directors, and the number of Directors may be raised or lowered by amendment of the Bylaws but in no case be less than three.

Article VI

Initial Board of Directors

The initial Board of Directors shall have three members whose names and addresses are:

Scott M. Charlton Sr.	6902 Pearson Lane, Wesley Chapel Fla., 33544
Teresa A. Charlton	6902 Pearson Lane, Wesley Chapel Fla., 33544
Alisha M. Curry	6902 Pearson Lane, Wesley Chapel Fla., 33544

Article VII

Limitation of Corporate Powers

The corporate powers of this corporation are as provided in Section 617.0302, Florida Statutes unless changed by one or more of the Incorporators at a later time by amendment to the Bylaws.

Article VIII

Initial Registered Agent and Address

The initial registered agent is Scott M. Charlton Sr. and the initial registered office address is 6902 Pearson Lane, Wesley Chapel Fla., 33544

Article IX

Officers

The officers of the Corporation shall consist of a President, Secretary, and Treasurer. Other officers may be provided for in the Bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as is described in the Bylaws.

The names and addresses of the initial officers are as follows:

President	Scott M. Charlton Sr.	6902 Pearson Lane, Wesley Chapel Fla., 33544
Secretary	Alisha M. Curry	6902 Pearson Lane, Wesley Chapel Fla., 33544
Treasurer	Teresa A. Charlton	6902 Pearson Lane, Wesley Chapel Fla., 33544

Article X

Non stock Basis

The Corporation is organized and shall be operated on a non stock basis within the meaning of the Florida Nonprofit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so as so provided for in the Bylaws.

Article XI

Incorporators

The names and addresses of the incorporators are as follows:

Scott M. Charlton Sr.	6902 Pearson Lane, Wesley Chapel Fla., 33544
Teresa A. Charlton	6902 Pearson Lane, Wesley Chapel Fla., 33544
Alisha M. Curry	6902 Pearson Lane, Wesley Chapel Fla., 33544

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 29th day of November, 1996

Signatures of Incorporators:

Scott M. Charlton Sr.

Scott M. Charlton Sr.

Teresa A. Charlton

Teresa A. Charlton

Alisha M. Curry

Alisha M. Curry

Acknowledged before me on this 29th day of November, 1996, by Scott M. Charlton, Teresa A. Charlton and Alisha M. Curry, who is personally known to me and also produced State of Florida Drivers Licenses as identification, and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he / she executed said instrument for the purposes there in expressed.

Nancy J. Kellerman
NOTARY PUBLIC-STATE OF FLORIDA

Name: Nancy J. Kellerman
Commission No.: _____

My Commission Expires:



NANCY J. KELLERMAN
MY COMMISSION # CC475609 EXPIRES
June 22, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

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

PURSUANT TO THE PROVISIONS OF SECTION 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: Circle of Faith Youth Ranch Inc.
(must include suffix)

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

Scott M. Charlton Sr.
(Name)

6902 Pearson Lane
(Street address - P. O. Box or Mail Drop Box NOT acceptable)

Wesley Chapel, Fla. 33544
(City/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.

Scott M. Charlton Sr.
(Signature)

11-29-96
(Date)

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TALLAHASSEE, FLORIDA
STATE