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MARK WELTON & ASSOCIATES, P.A.

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Crestview, Florida 32536

*Also admitted in Alabama

*Blinded is the man that
walketh not in the counsel of the
ungodly... But his delight
is in the Law of the Lord.
Psalm 119:1*

Mark H. Welton*

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November 18, 1997

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

100002353041--2

-11/20/97-01075-007

*****70.00 *****70.00

Re: Fill-the-gap Ministries, Inc.

Dear Madam or Sir:

Enclosed please find the original Articles of Incorporation and Designation of Registered Agent for service of process on the above-captioned corporation. It is our wish that the corporate existence of the corporation begin on as soon as filed.

Please process these documents accordingly and return the certificate to the above address.

Included herewith is a check in the amount of \$70.00 to cover the Filing Fee.

Sincerely,

Mark H. Welton

Enclosures

FILED
97 NOV 20 AM 8:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
11/24/97

ARTICLES OF INCORPORATION
OF

FILED

97 NOV 20 AM 8:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Fill-the-Gap Ministries, Inc.

A FLORIDA NOT FOR PROFIT CORPORATION

The undersigned, acting as incorporators of a corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation for such corporation:

ARTICLE I
NAME AND ADDRESS

The name of the corporation shall be Fill-the-Gap Ministries, Inc.

The principal address of the corporation at the time of incorporation is 2433 Hinote Road, Crestview, FL 32539.

ARTICLE II
DURATION

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

Corporate existence shall commence at 12:00 A.M. on date of filing of these articles.

ARTICLE III
PURPOSE

(a) The general purposes for which this corporation is organized are:

- 1) Gospel Ministry of Evangelism to the world through biblically based theology as lead by the Holy Spirit and the direction of godly counselors.
- 2) Educating the world about the Lord Jesus Christ and the fact that He has filled the Gap in our lives as humans, bridging the span between God and man.
- 3) Counseling those who are brought to us by the direction of the Holy Spirit for biblical counseling and life experience counseling.

(b) This Non-Profit Ministry will attempt to accomplish its purposes through the sponsoring of events that evangelize, educate and open the door to counseling the public. This Ministry would provide a forum for any interested person to listen to and be educated in Biblically based theology, utilizing the arts (music, comedy, preaching etc.) of Christians artists, preachers, teachers and counselors.

(c) This corporation is formed and shall be operated exclusively for education, recreation, pleasure, and other nonprofit purposes. No part of any net earnings shall inure to the benefit of any officers, directors or trustees of the corporation except as provided by law for compensation.

(d) This corporation shall have and exercise all powers conferred upon not for profit corporations under the laws of the State of Florida generally, and specifically as provided in Section 617.021 of the Florida Not For Profit Corporation Act, provided, however, that this corporation has no power to engage in any activity that in itself is not in furtherance of its purposes as set forth in subparagraphs (a) through (d) of this Article III.

ARTICLE IV

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the corporation's initial registered office is 2433 Hinote Road, Crestview, FL 32539, County of Walton, Florida, and the name of the corporation's initial registered agent at such address is Joe Hall.

ARTICLE V

FIRST BOARD OF DIRECTORS

The following three persons shall serve the corporation as initial directors. These directors shall have the duty every two years to elect whomever the rotating director for the next term. The named director's shall serve pursuant to their term of office. The resignation or death of the Life director shall effectively dissolve this corporation. (Condition of Replacement)))

NAME:

ADDRESS:

Joe Hall
Life

2433 Hinote Road
Crestview, FL 32539

Jim Weis
4 years

147 Spradlin Road
DeFuniak Springs, FL 32433

Julie Hall
2 years

2433 Hinote Road
Crestview, FL 32539

ARTICLE VII
BASIS UNDER WHICH CORPORATION ORGANIZED

This corporation is organized under a non-stock basis.

The corporation is a not for profit corporation as defined by the Not For Profit Corporation Act in Section 617.01011 of the Florida Statutes. As such, it is not organized for the pecuniary gain or profit of, and no part of its net earnings is distributable to, its members, directors, officers, or other private persons except as specifically permitted under the provisions of the Florida Not For Profit Corporation Act.

ARTICLE VIII
MANAGEMENT OF CORPORATE AFFAIRS

(a) Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of (3) directors. The number of directors provided for in these Articles of Incorporation may be changed by unanimous vote of the Directors.

(b) Election of Directors. The method of electing directors shall be as set forth in Article V.

(c) Elective Officers. The officers of this corporation shall be determined by the Board of Directors.

ARTICLE IX
INCORPORATORS

The name and address of each incorporator are as follows:

NAME:

ADDRESS:

Joe Hall
Life Director

2433 Hinote Road
Crestview, FL 32539.

ARTICLE X
INCOME FROM PUBLIC EVENTS

If this corporation holds any events in which members of the general public are invited to participate for a fee, the net proceeds, if any, attributable to such participation by nonmembers will be paid over to an organization that is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 on an annual basis, unless this corporation itself

is a tax exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986.

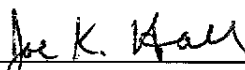
ARTICLE XI
AMENDMENT OF ARTICLES

Only by unanimous vote of the Board of Directors.

ARTICLE XII
DISTRIBUTION ON DISSOLUTION

In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) or 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of such code as subsequently amended, or to the federal, state, or local government to be used exclusively for public purposes.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on this the ____ day of _____, 1997.



Joe Hall

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above corporation at the above listed address. *I hereby consent to act in the capacity, and agree to comply with the provisions of the law relative to the registered agent.*



Joe Hall