

N97000006713

Rev. Doreatha Coleman
4925 Springhill Drive
Pensacola, Florida 32503

November 5, 1997

Division of Corporations
New Filing Section
Post Office Box 6327
Tallahassee, FL 32314

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-11/07/97-01038-006
*****78.75 *****78.75

Dear Sir/Madam:

Please find enclosed the original and one copy of the Articles of Incorporation and Bylaws for The Living Word Assembly, Inc., along with our check made payable to the Secretary of State in the amount of \$78.75, representing your filing fee and the cost of a Certificate of Good Standing. Once the Articles and Bylaws have been filed, please forward the Certificate of Good Standing to me at the above-referenced address.

Sincerely,

Rev Doreatha Coleman

Rev. Doreatha Coleman

/krk

ENCLOSURES

FILED
97 DEC -3 AM 9:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W97-25361
-12/13/97



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 7, 1997

REV. DOREATHA COLEMAN
4925 SPRINGHILL DRIVE
PENSACOLA, FL 32503
W97-25361

We have received your document for THE LIVING WORD ASSEMBLY, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

You must list the corporation's principal office and/or a mailing address in the document.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6067.

Neysa Culligan
Document Specialist

Letter Number: 997A00053992

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
THE LIVING WORD ASSEMBLY, INC.

KNOW ALL MEN BY THESE PRESENTS, that, the undersigned, MICHAEL COLEMAN and DOREATHA COLEMAN, being natural persons over the age of nineteen years and desiring to form a non-profit corporation under the provisions of the "FLORIDA NOT FOR PROFIT CORPORATION ACT", Florida Statutes Chapter 617, for the purposes hereinafter set forth, do hereby make, subscribe their names to these ARTICLES OF INCORPORATION, and acknowledge this document, constituting Articles of Incorporation, as follows:

ARTICLE ONE

The name of this corporation shall be THE LIVING WORD ASSEMBLY, INC. The principal office address and mailing address for this corporation is 615 Stafford Lane, Pensacola, Florida 32506.

ARTICLE TWO

The period of duration of the corporation shall be perpetual.

ARTICLE THREE

The purpose of the corporation shall be to administer the affairs of the congregation of THE LIVING WORD ASSEMBLY, INC. of Pensacola, Florida, and to construct, or

cause to be constructed, such buildings and facilities as are necessary and proper for worship and church school purposes. The corporation shall have the right to buy, sell, hold mortgage, and encumber real and personal property; to receive property by gift, will, or devise, holding such property in conformity with all lawful conditions imposed by the donor; and may exercise such other powers as are incident to private corporations.

ARTICLE FOUR

This corporation is organized and is operated exclusively for religious, charitable, scientific, literary and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954; and no part of the net earnings of the corporation inures or will inure to the benefit of any private individual, no substantial part of the activities is or will be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation does not and will 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 provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (1) 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), and

Upon dissolution of the corporation, the Board of Trustees shall, after paying, or making provisions for the payment of, all of the liabilities of the corporation, dispose of all the assets of the corporation in such manner, or to such organization or organizations organized and operated exclusively for religious, charitable, scientific, literary or educational 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), or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or corresponding provisions of any future United States Internal Revenue Law,) and

Upon dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation in such manner, or to such organization or organizations organized and operated exclusively for religious, charitable, scientific, literary, or educational 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 Trustees shall determine.

ARTICLE FIVE

The corporation shall have members and the requirements for membership shall be as provided in the Bylaws.

ARTICLE SIX

The address of the initial registered office of this corporation is 4925 Springhill Drive, Pensacola, Florida 32503, and the name of the initial registered agent at that address shall be Doreatha Coleman, 4925 Springhill Drive, Pensacola, Florida 32503.

ARTICLE SEVEN

The management of this corporation shall be vested in the Board of Directors (Trustees). The manner in which the Board of Directors (Trustees) and its Officers are to be elected or appointed is stated in the Bylaws.

ARTICLE EIGHT

The initial number of Board of Directors (Trustees) is three (3) and shall be composed of Directors (Trustees) whose names and addresses are as follows:

Doreatha Coleman President/Treasurer	4925 Springhill Drive Pensacola, Florida 32503
Michael Coleman Vice President	4925 Springhill Drive Pensacola, Florida 32503
Gaynell Whatley Secretary	7155 North 9th Avenue #210B Pensacola, Florida 32503

ARTICLE NINE

The names and addresses of the incorporators are as follows:

Michael Coleman	4925 Springhill Drive Pensacola, Florida 32503
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Doreatha Coleman

4925 Springhill Drive
Pensacola, Florida 32503

ARTICLE TEN

The Board of Directors (Trustees) shall have the authority to borrow money for and on behalf of the corporation, and shall have the authority to execute mortgages or deeds of trust to secure such indebtedness as provided under the laws of the State of Florida, and in compliance with the Constitution and Bylaws of THE LIVING WORD ASSEMBLY, INC., Pensacola, Florida.

A certified copy of the minutes of the action of the Board of Directors (Trustees) or the Board's authorized agents, shall be prima facie evidence of the authority of such Board of Directors (Trustees) or authorized agents, in any such transaction.

ARTICLE ELEVEN

The Trustees, or authorized agents of the corporation may sell and convey all or such part of the church property thereof, real or personal, as they may be authorized to do by Resolution of the church assembled at a regular meeting or special meeting, and if a special meeting, by posting notice of the place of said regular meetings, as provided by the laws of the State of Florida as set out in the Code of Florida, and all conveyances of real or personal property shall be in compliance with the Constitution and Bylaws of THE LIVING WORD ASSEMBLY, INC.

ARTICLE TWELVE

The corporation reserves the right to amend, alter, or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by the Statutes of the State of Florida, and all rights and powers conferred on Board of Directors (Trustees) herein are granted subject to this reservation.

ARTICLE THIRTEEN

This corporation shall have all the powers, privileges and immunities as set forth in the "FLORIDA NOT FOR PROFIT CORPORATION ACT", Florida Statutes Chapter 617 and the members of THE LIVING WORD ASSEMBLY, INC. of Pensacola, Florida have adopted Bylaws governing the operation of this corporation, to govern its activities, so long as they are not inconsistent with the Holy Scriptures; and the said Board of Directors (Trustees) are hereby empowered and instructed to execute all contracts, make all conveyances, deposit cash in the bank, withdraw the same on checks, and in general, to do and perform acts necessary for or incidental to the carrying out of the purposes of THE LIVING WORD ASSEMBLY, INC. of Pensacola, Florida.

IN WITNESS WHEREOF, the undersigned incorporators have set their hand and seal to this instrument, this 13th day of November, 1997.


MICHAEL COLEMAN, INCORPORATOR

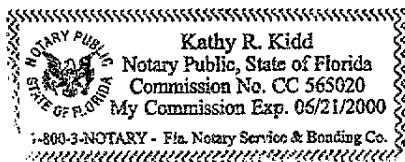

DOREATHA COLEMAN, INCORPORATOR


STATE OF FLORIDA

COUNTY OF ESCAMBIA

Personally appeared before me, the undersigned authorities, MICHAEL COLEMAN and DOREATHA COLEMAN, Incorporators, who being known to me and having been by me first duly sworn deposes and says that they have read and understand the foregoing Articles of Incorporation and have freely executed the same for the uses and purposes therein set forth.

SWORN TO AND SUBSCRIBED before me this ^{15th} day of ^{December} ~~November~~, 1997.



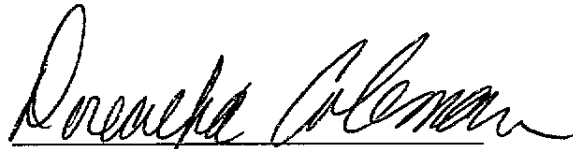

NOTARY PUBLIC
Commission No. _____
Commission Expiration _____

ACCEPTANCE OF APPOINTMENT AS RESIDENT AGENT

I, Doreatha Coleman, hereby accepts the appointment as resident agent for The Living Word Assembly, as set forth in its Articles of Incorporation being filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand this ^{1st} ~~13th~~ day of ^{December} ~~November~~,

1997.



Doreatha Coleman
Resident Agent

FILED
97 DEC -3 AM 9:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA