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Alisa W. James

Also Admitted
Virginia

Monica L. Cothran

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Alabama, Georgia & Texas

Davenport, James & Cothran

Chartered

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February 12, 1998

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

100002431941--9
-02/16/98-01116-006
***122.50 ***122.50

Re: Yes Lord Deliverance Church of God In Christ, Inc.

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-named corporation along with a check for \$122.50. Please file the original Articles, certify the copy and return the certified copy to our office in the enclosed self-addressed stamped envelope.

Thank you for your time and attention to this matter. Please do not hesitate to contact us if you have any questions.

Sincerely,


Alisa W. James

AWJ/aj

Enclosures: As stated.

Dmc
2-17-98

FILED
98 FEB 16 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

FILED

OF

98 FEB 16 AM 9:26

YES LORD DELIVERANCE CHURCH OF GOD IN CHRIST, INC.

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, adopt the following Articles of Incorporation for the corporation:

**ARTICLE I
CORPORATE NAME, PRINCIPAL OFFICE AND MAILING ADDRESS**

The name of the corporation is **YES LORD DELIVERANCE CHURCH OF GOD IN CHRIST, INC.**

The principal office of this corporation is: 102 Laramie Circle, Panama City, Bay County, Florida, and the mailing address is P.O. Box 196, Chipley, FL 32428.

**ARTICLE II
CORPORATE NATURE**

This is a nonprofit corporation, organized solely for general religious, charitable and educational purposes pursuant to the Florida Corporations Not for Profit Law set forth in Section 617 of the Florida Statutes.

**ARTICLE III
CORPORATE DURATION**

The corporation shall have perpetual duration.

**ARTICLE IV
GENERAL AND SPECIFIC PURPOSES**

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

- (a) For the advancement of religion, charity, education and any other related or corresponding charitable purposes by the distribution of its funds for such purpose.
- (b) To cultivate, promote, promulgate, and extend the teachings, precepts, practices and disciple of the Church of God In Christ denomination and conduct and maintain a Christian church according to said principles, creed, precepts, practices and discipline of said denomination.
- (c) To purchase, receive, take, acquire, hold, sell, convey or otherwise dispose of property, whether it be real, personal or mixed; to receive property by devise or bequest, subject

to the laws regulating the transfer of property by will, and to otherwise acquire and hold all property, real or personal, including shares of stocks, bonds, and securities of other Corporations. Said property is to be held in trust for the use and benefit of the members of the **YES LORD DELIVERANCE CHURCH OF GOD IN CHRIST, INC.**, with the national headquarters in the City of Memphis, Shelby County, Tennessee, state headquarters, Jurisdiction of Western Florida Church of God in Christ, Inc. City of Orlando, Orange County, Florida, and subject to the Charter, Constitution, Laws and Doctrines of said church now in full force and effect, or as they may hereafter be amended, changed or modified by the General Assembly of said Church.

(d) To operate exclusively in any other manner 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 those purposes, the making of distributions to organizations which qualify as tax exempt organizations under that Code.

ARTICLE V MEMBERSHIP

The corporation shall have a membership distinct from the board of directors. Qualification as a member of this corporation is set forth in the Official Manual of the Church of God in Christ as regulated in the bylaws.

ARTICLE VI MANAGEMENT OF CORPORATE AFFAIRS

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

The directors named here as the first board of directors shall hold office until the first meeting of members, to be held on March 4 at 7:00 p.m., at 1229 Jackson Ave., at which time an election of directors shall be held.
Chipley, FL 32428

Directors elected at the first annual meeting, and at all subsequent times, shall serve for a term of one (1) year until the 2nd annual meeting of members following the election of directors and until the qualification of the successors in office. Annual meetings shall be held at 7:00 p.m. on the fourth Friday in January of each year at the principal office of the corporation, or at any other place or places designated by the board of directors by resolution.

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 individually or collectively consent in writing to the action. Written consent or consents shall be filed with the

minutes of the proceedings of the board, and any 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 taken in this manner 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 bylaws of this corporation authorize the directors to act in this manner. This statement shall be prima facie evidence of the directors' authority.

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

Name	Residential Address
Pastor David Woods, Jr.	102 Laramie Circle, Panama City, Florida
Tracey Andrews	P.O. Box 921, Chipley, Florida
Vanessa Rhynes	P.O. Box 52, Chipley, Florida
Aaron Bullock	714 Pecan Street, Chipley, Florida
Vernita Patrick	5027 E. 13th Ct., Panama City, Florida
Willie Ann Crews	627 Bennett Drive, Chipley, Florida
Dorothy Turner	1400 E. 9th St, Panama City, Florida
Torrence Johnson	557 Martin Luther Kind Dr., Chipley, Florida

B. Corporate Officers. The Board of Directors shall elect the following officers; President, Secretary and Treasurer, and such other officers as the By-Laws of this corporation may authorize the Directors to elect from time to time.

ARTICLE VII EARNINGS AND ACTIVITIES

A. No part of the net earning of the corporation shall inure to the benefit of, or be distributable to its member, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein.

B. 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.

C. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue Law or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 or the

corresponding provision of any future United States Internal Revenue Law.

D. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VIII DISTRIBUTION OF ASSETS

On the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for religious purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

ARTICLE IX AMENDMENT OF BY-LAWS

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 in the bylaws.

ARTICLE X DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to charitable 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, or to the benefit of any private individual.

ARTICLE XI REGISTERED AGENT AND OFFICE

The address of the corporation's registered office shall be 102 Laramie Circle, Panama City, Florida, and the name of its registered agent at said address shall be Pastor David Woods, Jr.

ARTICLE XII AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments

may be adopted by a vote in the manner set forth in the By-Laws of this corporation.

ARTICLE XIII FILING OF ARTICLES

A copy of the Articles of Incorporation and any amendment shall be filed in the office of Bishop Elbert Lee Sheppard, Presiding of Western Florida Ecclesiastical Jurisdiction, P.O. Box 655, Quincy, Florida, 32855.

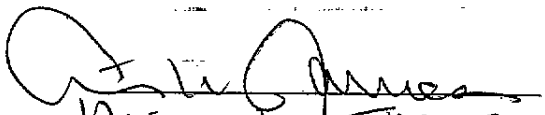
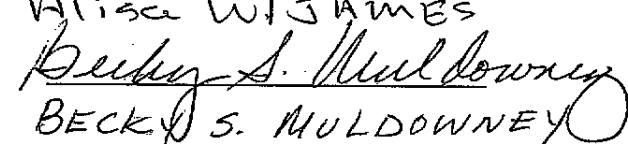
ARTICLE XIV SUBSCRIBER

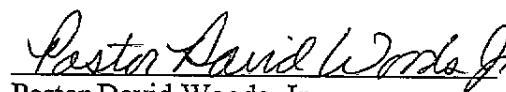
The name and address of the Subscriber of this corporation is:

Pastor David Woods 102 Laramie Circle, Panama City, Florida

I, the undersigned, being the Subscriber and Incorporator of this corporation, for the purpose of forming this not for profit charitable corporation under the Laws of Florida, have executed these Articles of Incorporation on this 11 day of February, 1998.

WITNESSED BY:

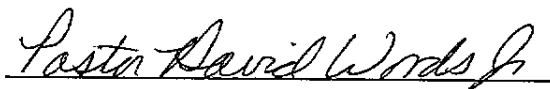

Alica W. JAMES

BECKY S. MULDOWNEY


Pastor David Woods, Jr.
Subscriber and Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, 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.



2/11/98

Date

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 11th day of FEBRUARY, 1998, by DAVID WOODS, as Pastor, for the **YES LORD DELIVERANCE CHURCH OF GOD IN CHRIST, INC.**

Becky S. Muldowney
NOTARY PUBLIC

Personally known _____
OR Produced Identification _____
Type of Identification Produced FIA P/L



BECKY S. MULDOWNNEY
MY COMMISSION # CC487125 EXPIRES
October 23, 1999
BONDED THRU TROY FAIR INSURANCE, INC.