

N980000001595

January 24, 1998

Randy Biggers  
3625 Jacque Lee Lane  
Lakeland, Fl. 33803  
Ph.:(941) 666-1926

200002443562--8  
-03/02/98--01020--003  
\*\*\*\*\*65.00 \*\*\*\*\*65.00

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

EFFECTIVE DATE  
2-26-98

Dear Sir:

Enclosed is the application for incorporation of SKY  
SHEPHERD, INC., a not for profit corporation along with my  
check in the amount of \$65.00 for all fees.

If there are any questions, please call. Thanks in advance  
for processing my application.

Sincerely,

*Randy Biggers*

Randy Biggers

FILED  
98 MAR -2 AM 8:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

200002443562--8  
-03/20/98--01018--008  
\*\*\*\*\*5.00 \*\*\*\*\*5.00

*CONF*  
*2/26/98*



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

March 3, 1998

RANDY BIGGERS  
3625 JACQUE LEE LANE  
LAKELAND, FL 33803

SUBJECT: SKY SHEPHERD, INC.  
Ref. Number: W98000004669

We have received your document for SKY SHEPHERD, INC. and your check(s) totaling \$65.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A CORPORATION MAY FILE WITH ONLY ONE REGISTERED AGENT.  
PLEASE DELETE A LISTED AGENT IN YOUR ARTICLES.

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) 487-6933.

Dana Calloway  
Document Specialist

Letter Number: 198A00011678



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

March 11, 1998

RANDY BIGGERS  
3625 JACQUE LEE LANE  
LAKELAND, FL 33803

SUBJECT: SKY SHEPHERD, INC.  
Ref. Number: W98000004669

We have received your document for SKY SHEPHERD, INC. and your check(s) totaling \$65.00. However, the document has not been filed and is being retained in this office for the following:

There is a balance due of \$5.00. /

The corporate fees are as follows:

**CORPORATIONS FILING FEES**

Profit and NonProfit  
Florida & Foreign Corp.

Filing Fees	\$35.
Registered Agent Designation	\$35.
Certified Copy	\$52.50
Total Fee Due	\$122.50

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) 487-6933.

Dana Calloway  
Document Specialist

Letter Number: 798A00013136

*Thanks* 3/14/98  
*J. Biggers*

ARTICLES OF INCORPORATION

OF

SKY SHEPHERD, INC.

98 MAR -2 M 8:48  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**A FLORIDA CORPORATION NOT FOR PROFIT**

THE UNDERSIGNED INCORPORATOR, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA NOT FOR PROFIT CORPORATION ACT, FLORIDA STATUTES, CHAPTER 617, HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

ARTICLE I - NAME

THE NAME OF THE CORPORATION SHALL BE;

**SKY SHEPHERD, INC.**

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE:

3625 JACQUE LEE LANE  
LAKELAND, FLORIDA 33803

ARTICLE II - TERM OF EXISTENCE

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE, COMMENCING ON THE DATE OF EXECUTION AND ACKNOWLEDGMENT OF THESE ARTICLES.

ARTICLE III - CORPORATE PURPOSES

THE PURPOSES FOR WHICH THIS CORPORATION IS FORMED ARE:

- (A) TO BRING THE GOSPEL OF JESUS CHRIST TO THOSE IMPRISONED;
- (B) TO PROVIDE RESTORATION TO THE BODY OF CHRIST THROUGH WORSHIP, PROPHETIC TEACHING, COUNSELING, IMPARTATION,

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AND OTHER HELPS TO SET THE SAINTS FREE;

(C) TO MOBILIZE CHRISTIANS FOR THE SPREADING OF THE GOSPEL;

AND FOR SUCH OTHER PURPOSES AS ARE PERMITTED BY A CORPORATION WHICH IS EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501 (C) (3) OF THE INTERNAL REVENUE CODE, AS AMENDED, (OR CORRESPONDING PROVISIONS OF ANY UNITED STATES INTERNAL REVENUE LAW) AND WILL FURTHER THE FOREGOING PURPOSES.

#### ARTICLE IV - LIMITATIONS

THE CORPORATION SHALL NEITHER HAVE NOR ISSUE ANY STOCK. THE CORPORATION SHALL NOT, AS A SUBSTANTIAL PART OF IT'S ACTIVITIES, CARRY ON PROPAGANDA OR OTHERWISE ATTEMPT TO INFLUENCE LEGISLATION; NOR SHALL IT PARTICIPATE OR INTERVENE (BY PUBLICATION OR DISTRIBUTION OF ANY STATEMENTS OTHERWISE) IN ANY POLITICAL CAMPAIGN ON BEHALF OF ANY CANDIDATE FOR PUBLIC OFFICE. THE PROPERTY OF THIS CORPORATION IS IRREVOCABLY DEDICATED FOR THE PURPOSES SPECIFIED IN ARTICLE III ABOVE. NO PART OF THE NET EARNINGS OF THE CORPORATION SHALL INURE TO THE BENEFIT OR OF BE DISTRIBUTABLE TO ITS MEMBERS, DIRECTORS OR OFFICERS OR OTHER PRIVATE PERSONS, BUT 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 IN ARTICLE III HEREOF. THE CORPORATION SHALL NOT CARRY ON ANY ACTIVITY NOT PERMITTED TO BE CARRIED ON BY : (A) A CORPORATION EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501 (C) (3) OR 501 (C) (4) OR BOTH THE INTERNAL REVENUE CODE OF 1954, AS AMENDED (OR THE CORRESPONDING PROVISIONS OF ANY UNITED STATES INTERNAL REVENUE LAW); OR (B) A CORPORATION, CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170 (C) (2) OF THE INTERNAL REVENUE CODE OF 1954, AS AMENDED (OR THE CORRESPONDING PROVISIONS OF ANY FUTURE UNITED STATES INTERNAL REVENUE LAW).

#### ARTICLE V - DISSOLUTION

UPON THE DISSOLUTION OF THE CORPORATION, NO MEMBER, DIRECTOR, OR PRIVATE PERSON, CORPORATE OR INDIVIDUAL, OR OTHER PRIVATE INTEREST SHALL BE ENTITLED TO ANY DISTRIBUTION OF ITS REMAINING FUNDS AND OTHER PROPERTY. THE BALANCE OF SUCH FUNDS AND PROPERTY SHALL, AFTER THE PAYMENT OF ALL DEBT, AND LIABILITIES OF THE CORPORATION BE DISTRIBUTED

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TO AN ORGANIZATION OPERATED EXCLUSIVELY FOR CHARITABLE PURPOSES AND WHICH HAS QUALIFIED UNDER SECTION 501 (C) (3) OF THE INTERNAL REVENUE CODE OF 1954, AS AMENDED (OR THE CORRESPONDING PROVISION OF ANY UNITED STATES INTERNAL REVENUE LAW), AS SHALL BE PROVIDED BY THE BOARD OF DIRECTORS.

ARTICLE VI - DISTRIBUTION OF INCOME

THIS CORPORATION SHALL DISTRIBUTE ITS INCOME FOR EACH TAXABLE YEAR AT SUCH TIME AND IN SUCH MANNER AS NOT TO BECOME SUBJECT TO THE TAX ON UNDISTRIBUTED INCOME IMPOSED BY SECTION 4942 OF THE INTERNAL REVENUE CODE OF 1954, AS AMENDED (OR THE CORRESPONDING PROVISIONS OF AN UNITED STATES INTERNAL REVENUE LAW). THIS CORPORATION SHALL NOT:

- (A) ENGAGE IN ANY ACT OF SELF DEALING AS DEFINED IN SECTION 4941 (D) OF THE INTERNAL REVENUE CODE OF 1954, AS AMENDED (OR THE CORRESPONDING PROVISIONS OF ANY UNITED STATES INTERNAL REVENUE LAW);
- (B) RETAIN AN EXCESS BUSINESS HOLDINGS AS DEFINED IN SECTION 4943 (C) OF THE INTERNAL REVENUE CODE OF 1954, AS AMENDED (OR THE CORRESPONDING PROVISIONS OF ANY UNITED STATES INTERNAL REVENUE LAW);
- (C) MAKE ANY INVESTMENTS IN SUCH MANNER AS TO SUBJECT THE CORPORATION TO TAX UNDER SECTION 4944 OF THE INTERNAL REVENUE CODE OF 1954, AS AMENDED (OR THE CORRESPONDING PROVISIONS OR ANY UNITED STATES INTERNAL REVENUE LAW); OR
- (D) MAKE ANY TAXABLE EXPENDITURES AS DEFINED IN SECTION 4945 (D) OF THE INTERNAL REVENUE CODE OF 1954, AS AMENDED (OR THE CORRESPONDING PROVISIONS OF ANY UNITED STATES INTERNAL REVENUE LAW).

ARTICLE VII - INITIAL REGISTERED OFFICE / RESIDENT AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS 3625 JACQUE LEE LANE, LAKELAND, FL. 33803. THE NAME OF THE INITIAL REGISTERED AGENT AT THAT ADDRESS IS RANDY BIGGERS.

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ARTICLE VIII - INCORPORATOR

THE NAME AND ADDRESS OF THE INCORPORATOR OF THE CORPORATION IS RANDY BIGGERS, 3625 JACQUE LEE LANE, LAKE LAND, FL. 33803.

ARTICLE IX - MEMBERS

THE QUALIFICATIONS FOR MEMBERS OF THE CORPORATION AND THE MANNER OF THEIR ADMISSION SHALL BE A REGULATED BY THE BYLAWS OF THE CORPORATION. THE INITIAL MEMBERS SHALL BE THE INITIAL BOARD OF DIRECTORS.

ARTICLE X - INITIAL BOARD OF DIRECTORS

THE MANAGEMENT OF THE CORPORATION SHALL BE VESTED IN IT'S BOARD OF DIRECTORS. THE ELECTION OF DIRECTORS SHALL BE BY THE MEMBERS AS PROVIDED IN THE BYLAWS OF THE CORPORATION. THERE SHALL BE ~~SIX~~ (6) INITIAL DIRECTORS. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DECREASED FROM TIME TO TIME IN ACCORDANCE WITH THE BYLAWS, BUT SHALL NEVER BE LESS THAN THREE (3). DIRECTORS OF THIS CORPORATION SHALL NOT BE PERSONALLY LIABLE FOR THE DEBTS, LIABILITIES, OR OBLIGATIONS OF THE CORPORATION, AND SHALL NOT E SUBJECT TO ANY ASSESSMENTS. THE NAME AND ADDRESS OF EACH INITIAL DIRECTOR OF THE CORPORATION IS AS FOLLOWS:

JOY BIGGERS, 3625 JACQUE LEE LAND, LAKE LAND, FL. 33803  
EMORY WILSON, 1034 ANDERSON AVE. LAKE LAND, FL. 33805  
TOMMIE HENRY, 1905 E. MARK. ST. #1 ORLANDO, FL. 32803  
TOOTSIE GUDAL, 1380 MT. PISGAH ROAD, FT. MEADE, FL. 33841  
ART ANDERSON, 5337 HOUSTON, LAKE LAND, FL. 33809  
EVERETT HAMILTON, 1475 WOODLAKE DR. APT. 219, LAKE LAND, FL. 33803

ARTICLE XI - BYLAWS

THE BYLAWS OF THE CORPORATION SHALL BE ADOPTED BY THE BOARD OF DIRECTORS, AND MAY BE ALTERED, AMENDED, OR RESCINDED BY THE BOARD OF DIRECTORS.

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ARTICLE XII - AMENDMENTS

THE CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OR ANY AMENDMENT PROPOSED BY ANY DIRECTOR AND MAY BE ADOPTED BY THE AFFIRMATIVE VOTE OF A MAJORITY OF THE BOARD OF DIRECTORS.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION, THIS 6th DAY OF March, 1998.

Randy Biggers  
RANDY BIGGERS

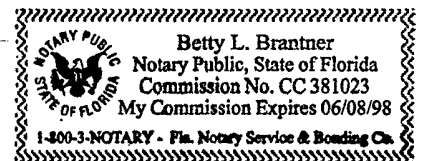
STATE OF FLORIDA  
COUNTY OF POLK

I HERE BY CERTIFY THAT ON THIS DAY, BEFORE ME, AN OFFICER DULY AUTHORIZED IN THE STATE AND COUNTY AFORESAID TO TAKE ACKNOWLEDGMENTS, PERSONALLY APPEARED RANDY BIGGERS, TO ME KNOWN TO BE THE PERSON DESCRIBED IN AND WHO EXECUTED THE FOREGOING INSTRUMENT AND HE ACKNOWLEDGED BEFORE ME THAT HE EXECUTED THE SAME.

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE NAMED ABOVE THIS 6th DAY OF March, 1998.

Betty L. Brantner  
NOTARY PUBLIC

MY COMMISSION EXPIRES: 6/8/98



ACCEPTANCE OF REGISTERED AGENT

THE UNDERSIGNED HEREBY ACCEPTS THE APPOINTMENT AS REGISTERED AGENT OF SKY SHEPHERD, INC. WHICH IS CONTAINED IN THE FOREGOING ARTICLES OF INCORPORATION.

Randy Biggers  
RANDY BIGGERS

DATED THIS 6th DAY OF March, 1998.

FILED  
98 MAR -2 AM 8:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA