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Next Step Ministries
Greg Lancaster
2245 Cricket Ridge Drive
Cantonment, Florida 32533
(850) 968-3888

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July 13, 1998

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

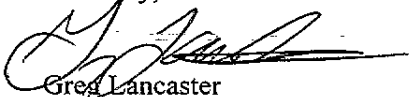
Re: Incorporation of Next Step Ministries

Dear Sir or Madam:

Enclosed is an original and one copy of the Articles of Incorporation for Next Step Ministries. Please file Articles of Incorporation with the Department of State. We have enclosed a check in the amount of \$122.50 for filing fees.

If you have questions or need additional information feel free to contact me at the address listed below.

Sincerely,


Greg Lancaster
Incorporator

Next Step Ministries
2245 Cricket Ridge Drive
Cantonment, FL 32533
(850) 968-3888

Enclosure

GAVE
NOTATION BY PHONE TO
ARTICLE 18 (add middle initial)
7/15
BO

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUL 15 PM 3:12

APPROVED
AND
FILED

B. BROCK JUL 16 1998

ARTICLES OF INCORPORATION
FOR
NEXT STEP MINISTRIES, INC.

98 JUL 15 PM 3:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

The undersigned, acting as incorporator of a not for profit corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be NEXT STEP MINISTRIES, INC.

ARTICLE II - PRINCIPAL OFFICE/MAILING ADDRESS

The principal place of business of the corporation is 2245 Cricket Ridge Drive, Cantonment, Florida 32533 and the mailing address is 2245 Cricket Ridge Drive, Cantonment, Florida 32533.

ARTICLE III - DURATION

The corporation shall have perpetual duration.

ARTICLE IV - PURPOSE

The corporation is a not for profit corporation organized and existing for religious and charitable purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue Law. The corporation is formed specifically and exclusively for the following charitable, religious, and educational purposes:

- (1) To promote and perpetuate the doctrines of Christianity as a religion by going into all the world and preaching the Gospel of Jesus Christ, according to the Biblical mandate given in Matthew 28:19-20, teaching them to obey all the teachings of Jesus Christ as found in the Holy Bible, and engaging in those activities necessary and expedient thereto;
- (2) To promote and advance spiritual, emotional, and physical well-being through giving instruction, reproof, correction, and encouragement by means of literature, seminars, music, counseling, teaching, preaching, and evangelism;
- (3) To establish, maintain, and operate appropriate facilities and other services for the care of the poor, elderly and handicapped including but not limited to room and board, medical care, financial care, spiritual care, shelter and feeding programs for the homeless;
- (4) To establish, maintain, and operate schools to develop, equip, and send out Christian leaders with a passion for people and a vision to reach them with the Gospel; and to operate facilities and services for the dissemination of information relative to the primary purposes of this corporation, and such other facilities as may reasonably be necessary to effectuate the primary purposes of this corporation;

(5) To increase public understanding and awareness of the Christian religion and salvation in Jesus Christ through many different forms of mass media including but not limited to the publishing of books and other literature, recording music, television, videos and radio, etc. --all relative to the primary purposes of this corporation.

(6) To assist other such ministries by providing teaching tapes, books, videos, and other forms of mass media that will equip them with the knowledge and tools needed to more efficiently reach youth and adults alike with the Gospel of Jesus Christ.

The general purposes and powers for which this corporation is formed are as follows:

(1) To solicit, collect, receive, acquire, hold, and invest money in property, both real and personal, including money and property received by gift, contribution, bequest, or devise; to sell and convert property both real and personal, into cash; and to use the funds of this corporation and the proceeds, income, rents, issues, and profits derived from any property of this corporation for any of the purposes for which this corporation is formed;

(2) To purchase, acquire, hold, sell assign, transfer, dispose of mortgage, pledge, hypothecate, or encumber and to deal in shares, bonds, notes, debentures, or other securities or evidences of indebtedness of any person, firm, corporation, or association and, while the owner or holder of them, to exercise all rights, and privileges of ownership;

(3) To purchase or acquire, own, hold, use, lease (either as lessor or lessee), sell, exchange, assign, convey, dispose of mortgage, hypothecate, or encumber real and personal property;

(4) To enter into, make, perform and carry out contracts of every kind for any lawful purpose without limit on amount with any person, firm, association or corporation, municipality, country, parish, state, territory, government (foreign or domestic), or other municipal or governmental subdivisions.

(5) To have and to exercise all of the powers conferred by the Florida Not For Profit Corporation Act on non-profit corporations as the law is now in effect or may at any time hereafter be amended; and

(6) To have and maintain one or more offices within the State of Florida and conduct any of its affairs in the State of Florida or elsewhere within and without the United States of America.

(7) To do all things necessary, expedient, or appropriate to the accomplishment of any of the objects and purpose for which this corporation is formed.

(8) Further, the general purposes for which this corporation is formed are to operate exclusively for such religious and charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or any corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt under that Code.

ARTICLE V - MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is set forth in the By-Laws of the corporation.

ARTICLE VI - LIMITATION OF POWERS

(1). No Private Inurement: No part of the net earnings of this corporation shall inure to the benefit of, or be distributed to, members, trustees, officers, directors or 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 in these Articles.

(2). No Political Activity: No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

(3). No Unpermitted Activities: Notwithstanding any other provision of these Articles, this corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue code of 1986 or any corresponding section of any future federal tax code or by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 or any corresponding section of any future federal tax code.

(4). Distribution of Assets Upon Dissolution: Upon the dissolution of this corporation, the last board of directors shall distribute the assets of the corporation after payment or provision of payment of all debts and liabilities of this ministry to a qualified non-profit organization. The assets are to be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or any corresponding section of any future federal tax code to such organizations organized and operated exclusively for such purposes. Assets not so distributed shall be disposed of by the Circuit Court of Escambia County, Florida, exclusively for such purposes or to such organizations, as that Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VII - DIRECTORS/OFFICERS

The corporation is organized on a non-stock basis and shall have no members. The powers of this corporation shall be exercised, its property controlled, and its affairs under the direction of and conducted by a board of directors. The number of directors shall be three or more provided the number of directors may be changed by the board as long as there are never less than three.

The initial board of directors shall be chosen by the incorporator. Officers shall be nominated and elected by the appointed directors. The initial directors and officers shall serve until the next annual meeting of the corporation. The election of officers and directors shall take place at the annual meeting in the manner as set forth in Article IV of the Bylaws of the organization. Officers and directors of this organization shall be elected for a term of one year. Persons officially on duty when election of directors and officers is held shall be permitted to vote by absentee ballot.

Unless otherwise provided in By-Laws, the corporation shall have as officers a president, one or more vice-presidents, a secretary, and a treasurer which shall be chosen by the board of directors and the officers shall serve at the pleasure of the board of directors. A person may serve as one or more officers.

The annual meeting of the corporation shall be held in January of each year on the date set by the President. Annual meetings of the corporation may be held in or out of the State of Florida.

ARTICLE VIII - INCORPORATORS

The name and address of each incorporator is:

Gregory Z Lancaster

2245 Cricket Ridge Drive
Cantonment, Florida 32533

ARTICLE IX - INITIAL REGISTERED OFFICE/AGENT

The street address of the initial registered office of this corporation is 2245 Cricket Ridge Drive, Cantonment, Florida 32533, and the registered agent at this address is Greg Lancaster whose written acceptance as such follows these Articles.

ARTICLES X - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors.

ARTICLE XI - AMENDMENT

Amendments to these Articles of Incorporation may be made by the board of directors by resolution adopted by two-thirds vote of a quorum of directors.

The undersigned incorporator has executed these Articles of Incorporation this 12 day of July 1998.


GREGORY Z LANCASTER

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

PURSUANT TO THE PROVISIONS OF SECTION 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:

Next Step Ministries, Inc.

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

Gregory Z Lancaster
2245 Cricket Ridge Drive
Cantonment, Florida 32533

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.


GREGORY Z LANCASTER

DATE 7/12/98

APPROVED
AND
FILED
98 JUL 15 PM 3:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA