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PANSLER & MOODY

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Bartow, Florida 33830

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Daniel D. Moody

Post Office Box 246
Bartow, Florida 33831

Telephone: (941) 533-5300
Facsimile: (941) 534-1001

September 18, 1998

Secretary of State
Attn: Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-09/21/98--01105--005
****122.00 ****122.00

Re: BETHEL ASSEMBLY OF GOD OF OKEECHOBEE, INC.

Dear Sir:

Enclosed is the original and one copy of Articles of Incorporation of the above referenced corporation. This is a non-profit corporation. Also enclosed is our check in the amount of \$122.00 to cover the cost of filing and a certified copy of the filed Articles.

Thank you for your attention to this matter.

Sincerely,



Karl F. Pansler

KFP/cai
Enclosures

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

OF

BETHEL ASSEMBLY OF GOD OF OKEECHOBEE, INC.

WE, the undersigned, do hereby make, subscribe, acknowledge, and file with the Secretary of State of the State of Florida, these Articles of Incorporation for the purpose of forming a corporation not for profit in accordance with the provisions of Chapter 617, Florida Statutes, as amended from time to time by the legislature of the State of Florida.

ARTICLE I

NAME

The name of this corporation shall be BETHEL ASSEMBLY OF GOD OF OKEECHOBEE, INC., and its principal place of business shall be in the City of Okeechobee, County of Okeechobee, State of Florida, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the Board of Directors.

ARTICLE II

DURATION

The term of existence of the corporation is perpetual unless dissolved in a manner provided by law; and the corporate existence will commence on the filing of these Articles by the Department of State.

ARTICLE III

PURPOSE

Nothing herein contained shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the corporation to carry on any business, exercise any power, or do any act which a corporation may not, under the laws of the State of Florida, lawfully carry on, exercise, or do.

ARTICLE IV

CORPORATE POWERS

All corporate powers shall not be limited.

ARTICLE V

DIRECTORS

The number of Directors of the corporation shall be not less than three (3) nor more than nine (9), and shall be elected according to the provisions in the by-laws.

ARTICLE VI

INITIAL DIRECTORS

The names and addresses of each of the Directors, subject to the by-laws, who shall hold office until their successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
C. Edward Lamb	3617 S. W. 13 th Terrace Okeechobee, FL 34974
Lowell H. Pritchard	32801 Highway 441 N. Indian Hammock, Lot #61 Okeechobee, FL 34972
Donald (Dale) Burk	402 S. W. 11 th Avenue Okeechobee, FL 34974
Eugene M. Brioschi	32801 Highway 441 N. Indian Hammock, Lot 268 Okeechobee, FL 34972
James R. Tarner	1110 N. W. 5 th Street Okeechobee, FL 34972
Donald E. Whitaker	2075 S. W. 21 st Street Okeechobee, FL 34974

ARTICLE VII

INDEMNIFICATION

Every director and every officer of the corporation shall be indemnified by the corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him/her in connection with any proceeding or settlement of any proceeding to which he or she may be a party or in which he or she may become involved by reason of his/her being or having been a director or officer at the time such expenses are incurred, except when the directors or officers are adjudged guilty of willful misfeasance or malfeasance in the performance of his/her duties; provided that in the event of a settlement, the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest of the

corporation. The foregoing right of indemnification shall be in addition to, and not exclusive of, all other rights to which such directors or officers may be entitled.

ARTICLE VIII
PRINCIPAL PLACE OF BUSINESS

The principal office of this corporation shall be located in the City of Okeechobee, County of Okeechobee, State of Florida, and the mailing address of said principal office of the corporation shall be P.O. Box 1229, Okeechobee, FL 34973.

ARTICLE IX
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office is 3617 S. W. 13th Terrace, Okeechobee, Florida 34974, and the name of the initial registered agent at that office is C. Edward Lamb.

ARTICLE X
INCORPORATORS

The names and post office addresses of the persons signing these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
C. Edward Lamb	3617 S. W. 13 th Terrace Okeechobee, FL 34974
Lowell H. Pritchard	32801 Highway 441 N. Indian Hammock, Lot #61 Okeechobee, FL 34972
Donald (Dale) Burk	402 S. W. 11 th Avenue Okeechobee, FL 34974
Eugene M. Brioschi	32801 Highway 441 N. Indian Hammock, Lot 268 Okeechobee, FL 34972
James R. Tarner	1110 N. W. 5 th Street Okeechobee, FL 34972
Donald E. Whitaker	2075 S. W. 21 st Street Okeechobee, FL 34974

ARTICLE XI
OFFICERS

The officers of the corporation shall be elected at the organizational meeting of the incorporators and directors.

WE, the undersigned, being the original subscribers and incorporators of the foregoing corporation, do hereby certify that the foregoing constitutes the proposed Articles of Incorporation of BETHEL ASSEMBLY OF GOD OF OKEECHOBEE, INC.

ARTICLE XII
CONDUCT OF CORPORATE AFFAIRS

The corporation shall qualify for and become a corporation qualifying as a 501(c)(3) corporation and all activities and conduct of the corporation shall be consistent therewith.

- A. The organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code or corresponding sanction of any future federal tax code.
- B. Notwithstanding any of the provision herein, the purposes of this organization are limited to such purposes as are permitted under Section 501 (c)(3) of the Internal Revenue Code.
- C. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, 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 above. No substantial part of the activities of the 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 any candidate for public office.
- D. Upon dissolution, remaining assets of the organization shall be distributed for one or more exempt purposes within the meaning of Section 501 (c)(3) of the Code, or shall be distributed to the federal government, or to a state or local government, for public purposes.

WITNESS our hands and seals this 20th day of August, 1998.

C. Edward Lamb
C. Edward Lamb

Lowell H. Pritchard
Lowell H. Pritchard

Donald Dale Burk
Donald Dale Burk

Eugene M. Brioschi
Eugene M. Brioschi

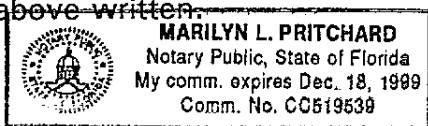
James R. Tarnier
James R. Tarnier

Donald E. Whitaker
Donald E. Whitaker

STATE OF FLORIDA
COUNTY OF OKEECHOBEE

I HEREBY CERTIFY that on this 20th day of August, 1998, before me personally came **C. Edward Lamb**, who produced Personally Known as identification, to me known to be the individual described in and who executed the within and foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal at Okeechobee, Florida, the day and year last above written.



My Commission Expires:

Marilyn L. Pritchard
Notary Public
Marilyn L. Pritchard
(Print name of Notary here)

STATE OF FLORIDA
COUNTY OF OKEECHOBEE

I HEREBY CERTIFY that on this 18th day of August, 1998, before me personally came **Lowell H. Pritchard**, who produced Personally Known as identification, to me known to be the individuals described in and who executed the within and foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal at Okeechobee, Florida, the day and year last above written.

My Commission Expires:



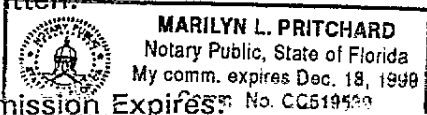
BRENDA KAYE JOINER
Notary Public, State of Florida
My Comm. Exp. Oct. 12, 1998
Comm. No. CC 412901

Brenda Kaye Joiner
Notary Public
Brenda Kaye Joiner
(Print name of Notary here)

STATE OF FLORIDA
COUNTY OF OKEECHOBEE

I HEREBY CERTIFY that on this 26th day of August, 1998, before me personally came Donald (Dale) Burk, who produced Personally Known as identification, to me known to be the individuals described in and who executed the within and foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal at Okeechobee, Florida, the day and year last above written.



My Commission Expires:

Marilyn L. Pritchard
Notary Public
Marilyn Pritchard
(Print name of Notary here)

STATE OF FLORIDA
COUNTY OF OKEECHOBEE

I HEREBY CERTIFY that on this 18th day of August, 1998, before me personally came Eugene M. Brioschi, who produced Personally Known as identification, to me known to be the individuals described in and who executed the within and foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal at Okeechobee, Florida, the day and year last above written.



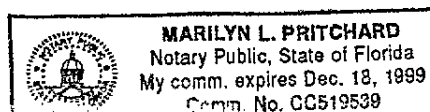
My Commission Expires:

Brenda Kaye Joiner
Notary Public
Brenda Kaye Joiner
(Print name of Notary here)

STATE OF FLORIDA
COUNTY OF OKEECHOBEE

I HEREBY CERTIFY that on this 18th day of August, 1998, before me personally came James R. Turner, who produced Personally Known as identification, to me known to be the individuals described in and who executed the within and foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal at Okeechobee, Florida, the day and year last above written.



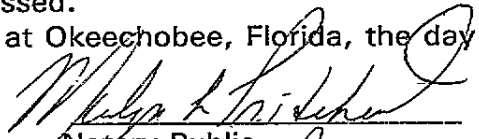
My Commission Expires:

Marilyn L. Pritchard
Notary Public
Marilyn L. Pritchard
(Print name of Notary here)

STATE OF FLORIDA
COUNTY OF OKEECHOBEE

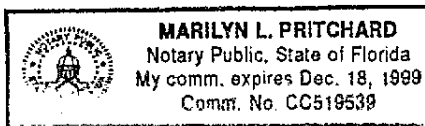
I HEREBY CERTIFY that on this 25th day of August, 1998, before me personally came **Donald E. Whitaker**, who produced Personally Known as identification, to me known to be the individuals described in and who executed the within and foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal at Okeechobee, Florida, the day and year last above written.



Notary Public
MARILYN PRITCHARD
(Print name of Notary here)

My Commission Expires:



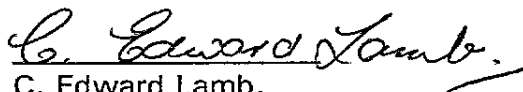
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First -- That BETHEL ASSEMBLY OF GOD OF OKEECHOBEE, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Okeechobee, County of Okeechobee, State of Florida, has named The Reverend C. Edward Lamb located at 3617 S. W. 13th Terrace, Okeechobee, Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


C. Edward Lamb,
Resident Agent

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SECRETARY OF STATE
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