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TRANSMITTAL LETTER

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

600002697286--3
-11/30/98--01038--018
*****78.75 *****78.75

SUBJECT: Healing Waters Ministries, Inc.
(Proposed corporate name - must include suffix)

EFFECTIVE DATE
11-26-98

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Kenneth Berkshire
Name (Printed or typed)

1807 MT. VERNON DR.
Address

JACKSONVILLE, FL 32210
City, State & Zip

(904) 237-2020
Daytime Telephone number

FILED
98 NOV 30 AM 10:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESSEY DEC 14 1998

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 4, 1998

KENNETH BERKSHIRE
1807 MT VERNON DRIVE
JACKSONVILLE, FL 32210

SUBJECT: HEALING WATERS MINISTRIES INC.
Ref. Number: W98000027084

FILED
98 NOV 30 AM 10:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for HEALING WATERS MINISTRIES INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 698A00057371

**ARTICLES OF INCORPORATION
OF
HEALING WATERS MINISTRIES INC.**

EFFECTIVE DATE
11-26-98 (A Not For Profit Corporation)

FILED
60 NOV 30 AM 10:27
CLERK OF THE CIRCUIT COURT
JACKSONVILLE, FLORIDA

We the undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract hereby associate ourselves together for the purpose of constituting a Non Profit Ministry to operate in accordance with the laws of God and in a non-profit corporate form pursuant to the applicable provisions of the statutes of the State of Florida relative to corporations not for profit: and Sections (c)(3) of the Internal Revenue Code of 1954 and we hereby convenient and agree as follows:

ARTICLE I
Name

The name of this corporation is:

Healing Waters Ministries Inc.
1807 Mt. Vernon Dr.
Jacksonville, Fl. 32210

ARTICLE II
Term of Existence

This corporation shall exist perpetually unless dissolved according to law.

ARTICLE III
Purposes

The objectives and purpose for which this Corporation is constituted and organized are:

1. To sing, teach, preach, proclaim, publish, make known, distribute, and disseminate by oral, written or other means the Gospel of our Lord Jesus Christ and His kingdom and all truths based upon and contained within the Word of God, the Holy Bible, as interpreted by those holding membership in this Corporation.

2. To preserve a clear and separated testimony against idolatry, apostasy and corruption in the world.

3. To establish, ordain, commission and administrate domestic and foreign missionaries, ministers, chaplains and Christian workers who are in harmony with the purposes, doctrines and policies of this corporation.

4. To support and encourage communication and extension of the Christian life and witness by sound and preaching and teaching of the Holy Bible and of the Gospel of the Lord Jesus Christ to all men by any means which will accomplish such communication, teaching and preaching also including media of communication developed by modern technology: and in aid of such communication, preaching and teaching, but not for private profit, to sponsor, participate in, conduct or engage in media broadcasting, the printing or reproducing and publication of recordings, books and other materials: the establishment and operation of a school or schools and Christian counseling center. And holding and conducting of seminars, study groups, work shops, and meetings by evangelists, teachers, or elders.

5. To educate and counsel all people by any and all means about the doctrines, teachings and information contained in the Holy Bible and derived from this historic Christian faith.

6. To bring believers in the Lord Jesus Christ together in personal fellowship, both in the home and in congregational meetings.

7. To act with charitable concern for, and to help all men in need of any help which this Ministry can give, regardless of race, social positions, or religious affiliation: to develop; and carry out programs of ministry and help to the poor, widowed, orphaned, afflicted, imprisoned, underprivileged or aged persons.

8. To recognize, support and cooperate with various ministries established by God to equip believers to fulfill their respective functions as members of the body of Christ and to bring the whole body of Christ to maturity and completion.

9. To engage in any other businesses, whether related thereto or not, as may be approved by the Board of trustees and which businesses are permitted by law.

ARTICLE IV **Powers**

To the end of the foregoing objectives and purposes and any related religious and charitable purposes may be carried out, performed and accomplished, this corporation shall have the power to engage only in such activities as shall not constitute business unrelated to its religious, benevolent, charitable, literary and educational purposes. It shall engage only in such activities as are permitted to be carried on by corporations whose income is exempt from taxation pursuant to Section 501(c)(2) of the Internal Revenue Code of 1954, or corresponding provisions of any future United States internal Revenue Code, subject to the foregoing

limitations, and subject specifically in the provision of the Florida Statutes, this corporation shall have all of the powers and rights set forth in the Florida Statutes. The purposes set forth in Article III herein shall likewise be constructed as powers.

ARTICLE V
Qualification of Membership

The qualification of the members and the manner of their admissions are as follows, to wit: such persons shall be qualified to become members as shall be approved by majority of the Board of Trustees, and the membership of the corporation shall consist at all times of the members of the Board of Trustees then in office and their successors.

ARTICLE VI
Subscribers & Incorporators

The names and addresses of the subscribers and incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
Kenneth D. Berkshire	1807 Mt Vernon Drive Jacksonville, Fl. 32210
Raymond N. Vanoven	2843 Sweetholly Drive Jacksonville, Fl. 32223
Michael A. Clinton Sr.	11445 Kittrell Pines Terrace Jacksonville, Fl. 32220
Shari M. Berkshire	1807 Mt. Vernon Drive Jacksonville, Fl. 32210
Michele A. Vanoven	2843 Sweetholly Drive Jacksonville, Fl. 32223
Yvonne M. Clinton	11445 Kittrell Pines Terrace Jacksonville, Fl. 32220

ARTICLE VII
Management

The president of the corporation will manage the business of the corporation and shall have direct operational responsibilities for the corporation. The president of the corporation will hold office until he resigns or expires or is removed according to the by-laws of the organization at which time the succeeding president will be elected by a simple majority vote of the board members.

ARTICLE VIII
Officers

The affairs of this corporation shall be administered by its officers which shall be a president, vice president, secretary, treasurer, all of whom shall be members of the Board of Trustees: and such other assistants or administrative officers as are determined by the Board of Trustees from time to time. The Board of Trustees shall appoint the officers and the officers shall serve at the pleasure of the Board of Trustees: provided however that any person dealing with the corporation shall be entitled to rely upon the documents signed on behalf of the corporation by its president with its corporate seal thereto affixed and attested to by its secretary. The initial officers of this corporation shall be as follows:

Kenneth D. Berkshire	President
Michele A. Vanoven	Vice President
Yvonne M. Clinton	Secretary
Raymond N. Vanoven	Treasurer

ARTICLE IX
Board of Trustees

The Board of Trustees is a group of persons vested with the management of both the spiritual and secular business and affairs of this corporation subject to the law, the Articles of incorporation and the by-laws.

The name and the street address of the initial trustees of this corporation, who shall hold office for the first year or until his successors are elected and have qualified shall be:

<u>NAME</u>	<u>ADDRESS</u>
Kenneth D. Berkshire	1807 Mt. Vernon Drive Jacksonville, Fl. 32210
Raymond N. Vanoven	2843 Sweetholly Drive Jacksonville, Fl. 32223
Michael A. Clinton	11445 Kittrell Pines Terrace Jacksonville, Fl. 32220
Shari M. Berkshire	1807 Mt. Vernon Drive Jacksonville, Fl. 32210
Michele A. Vanoven	2843 Sweetholly Drive Jacksonville, Fl. 32223
Yvonne M. Clinton	11445 Kittrell Pines Terrace Jacksonville, Fl. 32220

The number of Trustees of this corporation shall not be less than five at any time. Until further amendment of the by-laws, the number of trustees may vary from time to time between a minimum of five and maximum of ten.

ARTICLE X
Principal Office and Registered Agent

The name & address of the principal office and Registered Agent of the corporation is:

Kenneth D. Berkshire
1807 Mt. Vernon Drive
Jacksonville, Fl. 32210

ARTICLE XI
Amendments

The power to alter, amend, or repeal the Articles of Incorporation of this corporation is vested in the Board of Trustees. Such action must be taken as specified in the Articles of Incorporation or pursuant to a resolution approved by a majority of the Trustees.

ARTICLES XII
By-laws

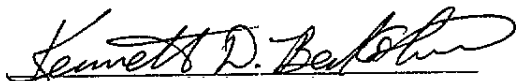
The Board of Trustees shall provide the By-laws for the conduct of its business and the business of this Corporation as the Board of Trustees may deem necessary from time to time. Such by-laws may be amended, altered, or rescinded at any regular meeting or any special called meeting which is called for that purpose.

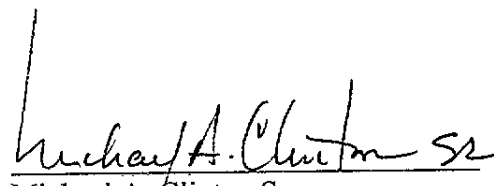
ARTICLE XIII
Dissolution

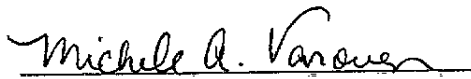
This corporation may be dissolved only pursuant to the agreement of the Board of Trustees. In the event of such dissolution, the Board of Trustees shall after paying or making provision for payment of all of the liabilities of the corporation, dispose of all assets of the corporation exclusively for the purposes of the corporation in such a manner, or to any any such organization (s) organized and operated exclusively for charitable, educational, or

religious purposes so shall at the time qualify as an exempt organization (s) under Section (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. Any of such assets not so disposed of shall be disposed of by the circuit Court (or equivalent of) of the county in which the principle office of the corporation is then located, exclusively for such organizations, as the said Court shall determine, which are organized and operated exclusively for such purposes. No part of the net income or assets of this Corporation shall ever inure to the benefit of any trusted, officer, or member thereof, or to the benefit of any private individual.

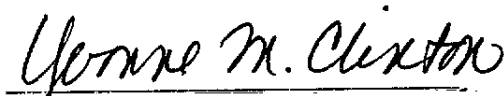
IN WITNESS WHEREOF, we the undersigned subscribers, having hereunto set our hands and seals this 26th day of November 1998, for the purpose of constituting a corporation operated in a non-profit form, pursuant to the applicable divisions of the Statues of the State of Florida.



Kenneth D. Berkshire


Michael A. Clinton Sr.


Michele A. Vanoven


Shari M. Berkshire


Yvonne M. Clinton


Raymond N. Vanoven

ARTICLE XIV

ORDER OF BUSINESS

The order of business for the business meetings held in the fellowship shall be:

- 1) Devotional
- 2) Reading of previous minutes by Secretary
- 3) Report of Treasurer
- 4) Reports of Committees
- 5) Unfinished business
- 6) Elections of Officers
- 7) New business
- 8) Adjournment

ARTICLE X

EFFECTIVE DATE OF CORPORATION

Be it known that this corporation shall be in effect as of November 26, 1998

ARTICLE XVI

AMENDMENTS

The By-laws may be amended by a majority of the membership present at any regular or special business meeting.

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

Pursuant to the provisions of sections 607.0501 or 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: Healing Waters Ministries, Inc.

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

Kenneth Berkshire
(Name)

1807 MT. VERNON DR.
(P.O. Box NOT acceptable)

JACKSONVILLE, FL. 32210
(City/State/Zip)

FILED
98 NOV 30 AM 10:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

SIGNATURE Kenneth Berkshire

DATE 12/10/98