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**Florida Incorporators, Inc.**

Mark S. Hankins  
President  
1221 Brickell Ave. Ste. 900  
Miami, FL 33131

January 3, 1999

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

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-01/06/99--01019--008  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: Rapha Christian Ministries, Inc.

Dear Corporate Specialist:

Enclosed is an original and one (1) copy of the Articles of Incorporation for the first above-referenced corporation, and funds of \$78.75 representing the filing fee, certificate fee and designation of registered agent fee for same.

Please do not hesitate to contact the undersigned if there are any questions or concerns.

Sincerely,

  
Mark Hankins  
President

**FILED**  
99 JAN -5 PM 4:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*RMC*  
*1-5-99*

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ARTICLES OF INCORPORATION

99 JAN -5 PM 4:30

OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RAPHA CHRISTIAN MINISTRIES, INC.

A Florida Corporation Not For Profit

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of incorporation.

ARTICLE I

The name of the corporation shall be RAPHA CHRISTIAN MINISTRIES, INC. (the "Corporation"). Said corporation is organized exclusively for charitable, educational and scientific purposes including for such purposes the making of distributions to organizations under section 501(c) (3) of the Internal Revenue Code (or the corresponding section of any future Federal tax code).

ARTICLE II

The street address of the initial principal office of the Corporation shall be 1722 Compton St., Brandon, FL 33511.

ARTICLE III

The purpose of the corporation shall be to promulgate the Gospel of Jesus Christ and to do all such things as are incidental or conducive to the attainment of such objectives and in particular:

a) To establish, maintain and conduct a Nationwide Evangelical Ministry;

b) To employ, send out and direct Christian persons to preach the Gospel and to sing Gospel music;

c) To conduct public or private meetings of a religious and evangelistic nature; including Gospel music concerts;

d) To establish, maintain and conduct classes or seminars for religious education and to employ and pay instructors therefor;

e) To receive, acquire, collect, accept and hold gifts, donations, honorariums, devises and bequests;

f) To print, publish, produce, sell and distribute literature, videos and Gospel music of every nature and kind and to establish and operate printing, video and sound production facilities for such purposes;

g) To compose, copyright, publish, sell and distribute Gospel music by means of sound and video recordings and printed publications in various formats;

h) To lease and hire time from operators of radio or television or wireless broadcasting stations and to lease and hire transmission lines from operators of telephone and telegraph systems for the purposes of or in connection with broadcasting of any sound, video, images or pictures whatsoever, whether by transcription or otherwise;

i) To purchase, rent/lease or otherwise acquire and own, hold in trust, use, sell, convey, mortgage, lease or otherwise dispose of such property, real or personal as may be needed for the pursuit of the aforementioned ends.

j) To merge with or acquire or otherwise consolidate with other nonprofit organizations organized for similar purposes.

The Corporation shall also be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which corporations not for profit may be incorporated under Chapter 617, Florida Statutes, as amended and supplemented. No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, 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 section 501(c) (3) purposes. 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 or in opposition to any candidate for public office.

ARTICLE IV

The initial directors and officers shall be as hereinafter designated:

Kevin J. Matthews  
1722 Compton St.  
Brandon, FL 33511

Director

Lorna Matthews  
1722 Compton St.  
Brandon, FL 33511

Director

Halldor Larusson  
31 McCrillis Farm Lane  
Middleboro, MA 02346

Director

The succeeding officers and directors of the Corporation shall be elected in accordance with terms and conditions set forth in the bylaws for the Corporation.

ARTICLE V

The Corporation shall have all of the powers conferred upon corporations organized pursuant to the provisions of Chapter 617, Florida Statutes, as amended and supplemented. 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 (or corresponding section of any future Federal tax code) or (b) by a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

ARTICLE VI

The corporation shall be perpetual. Upon the dissolution of this non-profit corporation assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue code or corresponding section of any future Federal tax code, or shall be distributed to the Federal government or to a state or local government for a public purpose.

ARTICLE VII

The street address of the initial registered office of the Corporation is 1221 Brickell Ave. Ste. 900, Miami, FL 33131, and

the initial registered agent of the Corporation at that address is Florida Incorporators, Inc.

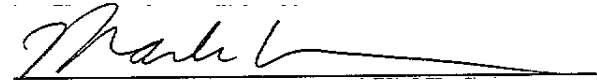
ARTICLE VIII

The name and address of the incorporator for the Corporation is Mark Hankins, 501 Caligula Ave, Coral Gables, FL 33146

ARTICLE IX

The mailing address of the Corporation is 1722 Compton St., Brandon, FL 33511.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation effective this 1st day of January, 1999.

  
Mark Hankins, Incorporator

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT  
AND REGISTERED OFFICE


PURSUANT TO 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 RAPHA CHRISTIAN MINISTRIES, INC.

2. The name and address of the registered agent is: Florida Incorporators, Inc., 1221 Brickell Ave. Ste. 900, Miami, FL 33131.

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.

FLORIDA INCORPORATORS, INC.

  
Mark Hankins, President