

RHEMA EVANGELISTIC OUTREACH MINISTRIES

Post Office Box 4578
Pensacola, Florida 32507-0578



Evangelist Delorise Mayshack
Founder and President
Phone: (850) 434-5009

N99000000117

January 4, 1999

Division of Corporations
New Filing Section
Post Office Box 6327
Tallahassee, FL 32314

Dear Sir/Madam:

Please find enclosed the original and one copy of the Articles of Incorporation for Rhema Evangelistic Outreach Ministries, along with our check made payable to the Secretary of State in the amount of \$78.75, representing your filing fee and the cost of a Certificate of Good Standing. Once the Articles have been filed, please forward the Certificate of Good Standing to me at the above-referenced address.

Sincerely,

Delorise M. Mayshack
Delorise M. Mayshack

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ENCLOSURES

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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**ARTICLES OF INCORPORATION
OF
RHEMA EVANGELISTIC OUTREACH MINISTRIES, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN -7 AM 8:01

KNOW ALL MEN BY THESE PRESENTS, that, the undersigned, Delorise M. Mayshack, being a natural person over the age of nineteen years and desiring to form a non-profit corporation under the provisions of the "FLORIDA NOT FOR PROFIT CORPORATION ACT", Florida Statutes Chapter 617, for the purposes hereinafter set forth, do hereby make, subscribe her name to these ARTICLES OF INCORPORATION, and acknowledge this document, constituting Articles of Incorporation, as follows:

ARTICLE ONE

The name of this corporation shall be RHEMA EVANGELISTIC OUTREACH MINISTRIES, INC. The principal office address for this corporation is 2927 West Avery Street, Pensacola, Florida 32505, and the mailing address is Post Office Box 4578, Pensacola, Florida 32507-0578.

ARTICLE TWO

The period of duration of the corporation shall be perpetual.

ARTICLE THREE

The purpose of the corporation shall be to administer the affairs of the ministry of RHEMA EVANGELISTIC OUTREACH MINISTRIES, INC. of Pensacola, Florida, and to

construct, or cause to be constructed, such buildings and facilities as are necessary and proper for ministry purposes. The corporation shall have the right to buy, sell, hold mortgage, and encumber real and personal property; to receive property by gift, will, or devise, holding such property in conformity with all lawful conditions imposed by the donor; and may exercise such other powers as are incident to private corporations.

ARTICLE FOUR

This corporation is organized and is operated exclusively for religious, charitable, scientific, literary and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954; and no part of the net earnings of the corporation inures or will inure to the benefit of any private individual, no substantial part of the activities is or will be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation does not and will not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office.

Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), and

Upon dissolution of the corporation, the Board of Directors shall, after paying, or making provisions for the payment of, all of the liabilities of the corporation, dispose of all the assets of the corporation in such manner, or to such organization or organizations organized and operated exclusively for religious, charitable, scientific, literary or educational purposes, as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or corresponding provisions of any future United States Internal Revenue Law,) and

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation in such manner, or to such organization or organizations organized and operated exclusively for religious, charitable, scientific, literary, or educational purposes, as shall at the time qualify as an exempt organization or organizations under Section 501(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 Directors shall determine.

ARTICLE FIVE

The corporation shall have partners and the requirements for partnership shall be as provided in the Bylaws.

ARTICLE SIX

The initial registered office of this corporation is 2927 West Avery Street, Pensacola, Florida 32505. The name of the initial registered agent at that address shall be Delorise M. Mayshack.

ARTICLE SEVEN

The management of this corporation shall be vested in the Board of Directors. The manner in which the Board of Directors and its Officers are to be appointed is stated in the Bylaws.

ARTICLE EIGHT

The initial number of Board of Directors is () and shall be composed of Directors whose names and addresses are as follows:

Delorise M. Mayshack President/Treasurer	2927 West Avery Street Pensacola, Florida 32505
Kathy Kidd Secretary	4270 Brookside Drive Pensacola, Florida 32503
Kendra L. Mayshack Director	2927 West Avery Street Pensacola, Florida 32505
Vera Sullivan Director	1938 Gary Circle Pensacola, Florida 32505

ARTICLE NINE

The name and address of the incorporator is as follows:

Delorise M. Mayshack

2927 West Avery Street
Pensacola, Florida 32505

ARTICLE TEN

The Board of Directors shall have the authority to borrow money for and on behalf of the corporation, and shall have the authority to execute mortgages or deeds of trust to secure such indebtedness as provided under the laws of the State of Florida, and in compliance with the Constitution and Bylaws of RHEMA EVANGELISTIC OUTREACH MINISTRIES, INC., Pensacola, Florida.

A certified copy of the minutes of the action of the Board of Directors or the Board's authorized agents, shall be prima facie evidence of the authority of such Board of Directors or authorized agents, in any such transaction.

ARTICLE ELEVEN

The Directors, or authorized agents of the corporation may sell and convey all or such part of the ministry's property thereof, real or personal, as they may be authorized to do by Resolution of the Board of Directors at a regular meeting or special meeting, and if a special meeting, by posting notice of the place of said regular meetings, as provided by the laws of the State of Florida as set out in the Code of Florida, and all conveyances of real or personal property shall be in compliance with the Constitution and Bylaws of RHEMA EVANGELISTIC OUTREACH MINISTRIES, INC.

ARTICLE TWELVE

The corporation reserves the right to amend, alter, or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by the Statutes of the State of Florida, and all rights and powers conferred on Board of Directors herein are granted subject to this reservation.

ARTICLE THIRTEEN

This corporation shall have all the powers, privileges and immunities as set forth in the "FLORIDA NOT FOR PROFIT CORPORATION ACT", Florida Statutes Chapter 617 and the Board of Directors of RHEMA EVANGELISTIC OUTREACH MINISTRIES, INC. of Pensacola, Florida have adopted Bylaws governing the operation of this corporation, to govern its activities, so long as they are not inconsistent with the Holy Scriptures; and the said Board of Directors are hereby empowered and instructed to execute all contracts, make all conveyances, deposit cash in the bank, withdraw the same on checks, and in general, to do and perform acts necessary for or incidental to the carrying out of the purposes of RHEMA EVANGELISTIC OUTREACH MINISTRIES, INC. of Pensacola, Florida.

IN WITNESS WHEREOF, the undersigned incorporator has set her hand and seal to this instrument, this 2nd day of January, 1999.



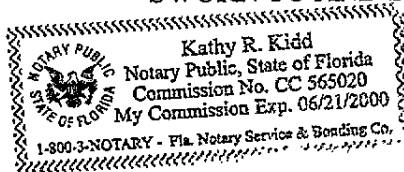
DELORISE M. MAYSHACK, INCORPORATOR

STATE OF FLORIDA

COUNTY OF ESCAMBIA

Personally appeared before me, the undersigned authority, DELORISE M. MAYSHACK, Incorporator, who being known to me and having been by me first duly sworn deposes and says that she has read and understands the foregoing Articles of Incorporation and has freely executed the same for the uses and purposes therein set forth.

SWORN TO AND SUBSCRIBED before me this 2nd day of January, 1999.



Kathy R. Kidd
NOTARY PUBLIC

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, Delorise M. Mayshack, hereby accepts the appointment as registered agent for Rhema Evangelistic Outreach Ministries, Inc., as set forth in its Articles of Incorporation being filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand this 2nd day of January, 1999.

Delorise M. Mayshack
DELORISE M. MAYSHACK
REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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