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December 31, 1998

Jay Bowen
1134 Durham Dr.
Lakeland, Fl. 33809
Ph.: (941) 859-5027

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-01/07/99--01062--001
*****65.00 *****65.00

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

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-01/15/99--01002--021
*****5.00 *****5.00

Dear Sir:

Enclosed is the application for incorporation of PRECIOUS
SEED MINISTRIES, INC. a not for profit corporation along with
my check in the amount of \$65.00 for all fees.

If there are any questions, please call. Thanks in advance
for processing my application.

Sincerely,

Jay Bowen

Jay Bowen

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 7, 1999

JAY BOWEN
1134 DURHAM DR.
LAKELAND, FL 33809

SUBJECT: PRECIOUS SEED MINISTRIES
Ref. Number: W99000000479

We have received your document for PRECIOUS SEED MINISTRIES and check(s) totaling \$65.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$5.00.

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

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) 487-6925.

Barbara Brock
Document Specialist

Letter Number: 799A00000834

ARTICLES OF INCORPORATION

OF

PRECIOUS SEED MINISTRIES, INC.

A FLORIDA CORPORATION NOT FOR PROFIT

THE UNDERSIGNED INCORPORATOR(S), FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA NOT FOR PROFIT CORPORATION ACT. FLORIDA STATUTES, CHAPTER 617, HEREBY ADOPT(S) THE FOLLOWING ARTICLES OF INCORPORATION:

ARTICLE I - NAME

THE NAME OF THE CORPORATION SHALL BE:

PRECIOUS SEED MINISTRIES, INC.

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE:

1134 DURHAM DRIVE
LAKELAND, FLORIDA 33809

ARTICLE II - TERM OF EXISTENCE

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE, COMMENCING ON THE DATE OF EXECUTION AND ACKNOWLEDGMENT OF THESE ARTICLES.

ARTICLE III - CORPORATE PURPOSES

THE PURPOSES FOR WHICH THIS CORPORATION IS FORMED ARE:

- (A) TO BRING THE GOSPEL OF JESUS CHRIST TO THOSE IMPRISONED;
- (B) TO PROVIDE HEALING, COUNSELLING AND OTHER HELP TO THOSE IN NEED;

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TALLAHASSEE, FLORIDA

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- (C) TO TEACH THE WORD OF GOD TO THE CHRISTIAN BELIEVERS WITH THE PURPOSE OF MATURING THEM FOR CHRISTIAN SERVICE;
- (D) TO MOBILIZE CHRISTIANS FOR THE SPREADING OF THE GOSPEL OF JESUS CHRIST;

AND FOR SUCH OTHER PURPOSES AS ARE PERMITTED BY A CORPORATION WHICH IS EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE, AS AMENDED, (OR CORRESPONDING PROVISIONS OF ANY UNITED STATES INTERNAL REVENUE LAW) AND WILL FURTHER THE FOREGOING PURPOSES.

ARTICLE IV - LIMITATIONS

THE CORPORATION SHALL NEITHER HAVE NOR ISSUE ANY STOCK. THE CORPORATION SHALL NOT, AS A SUBSTANTIAL PART OF IT'S ACTIVITIES, CARRY ON PROPAGANDA OR OTHERWISE ATTEMPT TO INFLUENCE LEGISLATION; NOR SHALL IT PARTICIPATE OR INTERVENE (BY PUBLICATION OR DISTRIBUTION OF ANY STATEMENTS OR OTHERWISE) IN ANY POLITICAL CAMPAIGN ON BEHALF OF ANY CANDIDATE FOR PUBLIC OFFICE. THE PROPERTY OF THIS CORPORATION IS IRREVOCABLY DEDICATED FOR THE PURPOSES SPECIFIED IN ARTICLE III ABOVE. NO PART OF THE NET EARNINGS OF THE CORPORATION SHALL INURE TO THE BENEFIT OF OR BE DISTRIBUTABLE TO ITS MEMBERS, DIRECTORS OR OFFICERS OR OTHER PRIVATE PERSONS, BUT 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 ARTICLE III HEREOF. THE CORPORATION SHALL NOT CARRY ON ANY ACTIVITY NOT PERMITTED TO BE CARRIED ON BY: (A) A CORPORATION EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501(C)(3) OR 501(C)(4) OR BOTH OF THE INTERNAL REVENUE CODE OF 1954, AS AMENDED (OR THE CORRESPONDING PROVISIONS OF ANY UNITED STATES INTERNAL REVENUE LAW); OR (B) A CORPORATION, CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170(C)(2) OF THE INTERNAL REVENUE CODE OF 1954, AS AMENDED (OR THE CORRESPONDING PROVISIONS OF ANY FUTURE UNITED STATES INTERNAL REVENUE LAW).

ARTICLE V - DISSOLUTION

UPON THE DISSOLUTION OF THE CORPORATION, NO MEMBER, DIRECTOR, OR PRIVATE PERSON, CORPORATE OR INDIVIDUAL, OR OTHER PRIVATE INTEREST SHALL BE ENTITLED TO ANY DISTRIBUTION OF ITS REMAINING FUNDS AND OTHER PROPERTY. THE BALANCE OF SUCH FUNDS AND PROPERTY SHALL, AFTER THE PAYMENT OF ALL DEBT, AND LIABILITIES OF THE CORPORATION BE DISTRIBUTED TO AN ORGANIZATION OPERATED EXCLUSIVELY FOR CHARITABLE PURPOSES AND WHICH HAS QUALIFIED UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE OF 1954, AS AMENDED (OR THE CORRESPONDING PROVISION OF ANY UNITED STATES INTERNAL REVENUE LAW), AS SHALL BE PROVIDED BY THE BOARD OF DIRECTORS.

ARTICLE VI - DISTRIBUTION OF INCOME

THIS CORPORATION SHALL DISTRIBUTE ITS INCOME FOR EACH TAXABLE YEAR AT SUCH TIME AND IN SUCH MANNER AS NOT TO BECOME SUBJECT TO THE TAX ON UNDISTRIBUTED INCOME IMPOSED BY SECTION 4942 OF THE INTERNAL REVENUE CODE OF 1954, AS AMENDED (OR THE CORRESPONDING PROVISIONS OF ANY UNITED STATES INTERNAL REVENUE LAW). THIS CORPORATION SHALL NOT:

- (A) ENGAGE IN ANY ACT OF SELF DEALING AS DEFINED IN SECTION 4941(D) OF THE INTERNAL REVENUE CODE OF 1954, AS AMENDED (OR THE CORRESPONDING PROVISIONS OF ANY UNITED STATES INTERNAL REVENUE LAW);
- (B) RETAIN ANY EXCESS BUSINESS HOLDINGS AS DEFINED IN SECTION 4943(C) OF THE INTERNAL REVENUE CODE OF 1954, AS AMENDED (OR THE CORRESPONDING PROVISIONS OF ANY UNITED STATES INTERNAL REVENUE LAW);
- (C) MAKE ANY INVESTMENTS IN SUCH MANNER AS TO SUBJECT THE CORPORATION TO TAX UNDER SECTION 4944 OF THE INTERNAL REVENUE CODE OF 1954, AS AMENDED (OR THE CORRESPONDING PROVISIONS OF ANY UNITED STATES INTERNAL REVENUE LAW); OR
- (D) MAKE ANY TAXABLE EXPENDITURES AS DEFINED IN SECTION 4945(D) OF THE INTERNAL REVENUE CODE OF 1954, AS AMENDED (OR THE CORRESPONDING PROVISIONS OF ANY UNITED STATES INTERNAL REVENUE LAW).

(4)

ARTICLE VII - INITIAL REGISTERED OFFICE

AND RESIDENT AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS 1134 DURHAM DR., LAKE LAND, FL. 33809. THE NAMES OF THE INITIAL REGISTERED AGENTS AT THAT ADDRESS ARE JAY AND ROXANNE BOWEN.

ARTICLE VIII - INCORPORATOR

THE NAME AND ADDRESS OF THE INCORPORATORS OF THE CORPORATION ARE JAY AND ROXANNE BOWEN, 1134 DURHAM DR., LAKE LAND, FL. 33809.

ARTICLE IX - MEMBERS

THE QUALIFICATIONS FOR MEMBERS OF THE CORPORATION AND THE MANNER OF THEIR ADMISSION SHALL BE AS REGULATED BY THE BYLAWS OF THE CORPORATION. THE INITIAL MEMBERS SHALL BE THE INITIAL BOARD OF DIRECTORS.

ARTICLE X - INITIAL BOARD OF DIRECTORS

THE MANAGEMENT OF THE CORPORATION SHALL BE VESTED IN IT'S BOARD OF DIRECTORS. THE ELECTION OF DIRECTORS SHALL BE BY THE MEMBERS AS PROVIDED IN THE BYLAWS OF THE CORPORATION. THERE SHALL BE FIVE (5) INITIAL DIRECTORS. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DECREASED FROM TIME TO TIME IN ACCORDANCE WITH THE BYLAWS, BUT SHALL NEVER BE LESS THAN THREE (3). DIRECTORS OF THIS CORPORATION SHALL NOT BE PERSONALLY LIABLE FOR THE DEBTS, LIABILITIES, OR OBLIGATIONS OF THE CORPORATION, AND SHALL NOT BE SUBJECT TO ANY ASSESSMENTS. THE NAME AND ADDRESS OF EACH INITIAL DIRECTOR OF THE CORPORATION IS AS FOLLOWS:

JAY & ROXANNE BOWEN, 1134 DURHAM DR., LAKE LAND,
FL. 33809

TODD & LYNN CRANOR, 622 HEMLOCK LANE, LAKE LAND,
FL. 33805

COURY & BEV SUMNER, 7714 MATHER RD N. LAKE LAND,
FL. 33810

(5)

DONALD & DOROTHY DAY, P.O. BOX 1184, POLK CITY,
FL. 33868

ARTICLE XI - BYLAWS

THE BYLAWS OF THE CORPORATION SHALL BE ADOPTED BY THE
BOARD OF DIRECTORS, AND MAY BE ALTERED, AMENDED, OR RESCINDED
BY THE BOARD OF DIRECTORS.

ARTICLE XII - AMENDMENTS

THE CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL
ANY PROVISIONS CONTAINED IN THESE ARTICLES OR ANY AMENDMENT
TO THEM. AMENDMENTS TO THE ARTICLES OF INCORPORATION MAY BE
PROPOSED BY ANY DIRECTOR AND MAY BE ADOPTED BY THE
AFFIRMATIVE VOTE OF A MAJORITY OF THE BOARD OF DIRECTORS.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATORS HAVE
EXECUTED THESE ARTICLES OF INCORPORATION, THIS 4th DAY OF
Jan., 1999.

Jay Bowen
JAY BOWEN

Roxanne P. Bowen
ROXANNE BOWEN

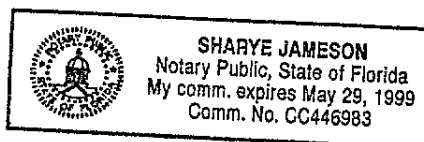
STATE OF FLORIDA
COUNTY OF POLK

I HEREBY CERTIFY THAT ON THIS DAY, BEFORE ME, AN OFFICER
DULY AUTHORIZED IN THE STATE AND COUNTY AFORESAID TO TAKE
ACKNOWLEDGMENTS, PERSONALLY APPEARED JAY BOWEN AND ROXANNE
BOWEN TO ME KNOWN TO BE THE PERSON DESCRIBED IN AND WHO
EXECUTED THE FOREGOING INSTRUMENT AND HE ACKNOWLEDGED BEFORE
ME THAT HE EXECUTED THE SAME.

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND
STATE NAMED ABOVE THIS 4th DAY OF Jan, 1999.

Sharve Jameson
NOTARY PUBLIC

MY COMMISSION EXPIRES:



(6)

ACCEPTANCE OF REGISTERED AGENT

THE UNDERSIGNED HEREBY ACCEPTS THE APPOINTMENT AS REGISTERED AGENT OF PRECIOUS SEED MINISTRIES, INC. WHICH IS CONTAINED IN THE FOREGOING ARTICLES OF INCORPORATION.

Jay Bowen
JAY BOWEN

Roxanne P Bowen
ROXANNE BOWEN

DATED THIS 4th DAY OF JAN., 1999

FILED
99 JAN -7 PM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA