

RAY P. POPE

N990000002260 ^{Attorney}

7 April 1999

Secretary of State
The Capitol
Post Office Box 6327
Tallahassee, FL 32314

RE: Emerald Coast School of Bible, Inc.

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-04/09/99--01066--004
****122.50 *****78.75


Dear Secretary:

Enclosed please find the original and one copy of the fully executed Articles of Incorporation for the above-referenced non for profit organization. Please file the original Articles with your office and certify the copy and return it to this office.

Please find enclosed our firm check in the amount of \$122.50 to cover the costs of filing and certifying these Articles.

Thank you for your prompt attention to this matter.


Sincerely yours,


Ray P. Pope

RPP/tan

Enclosures

cc: Rev. Arnie Maves


4/13/99

FILED
99 APR - 9 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
EMERALD COAST SCHOOL OF BIBLE, INC.
A Not-for-Profit Corporation

FILED
99 APR -9 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporators, each a natural person competent to contract, hereby associate themselves together to form a corporation not for profit under Chapter 617, Florida Statutes, and do adopt the following Articles of Incorporation for such corporation:

ARTICLE I.

NAME AND MAILING ADDRESS OF THE CORPORATION

The name of the corporation is Emerald Coast School of Bible, Inc. and the mailing address for the corporation is 406 S. Navy Blvd., Pensacola, FL 32507.

ARTICLE II.

DURATION

This corporation shall exist perpetually, commencing upon the filing of these Articles of Incorporation by the Department of State.

ARTICLE III.

PRINCIPAL PLACE OF OPERATION

The principal geographic location of the corporate business or activities shall be 406 S. Navy Blvd., Pensacola, FL 32507.

ARTICLE IV.

PURPOSE

The purposes of this corporation are:

a. To teach lay men and women theological subjects from a reformed perspective enabling those taught to teach others with the hope that some of the students exposed to this school may consider further Christian education and ministry.

b. To accomplish such other religious, scientific or educational purposes, consistent with the above purposes, as are approved by the board of directors, including the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of the United States of America, as it may be amended from time to time.

c. To exercise all of the powers enumerated in Chapter 617, Florida Statutes, as they may be amended from time to time, and to do and perform such acts and to have such powers as shall be desirable and necessary in furtherance of any of the powers enumerated which are not in derogation of the laws of the State of Florida of the United States of America; provided, however, that the corporation, in exercising any one of more powers, shall do so in furtherance of the exempt purposes for which it has been organized as described in Section 501(c)(3) of the Internal Revenue Code of the United States of America, as it may be amended from time to time.

ARTICLE V.

ACTS AFFECTING NON-TAXABLE STATUS PROHIBITED

This corporation is organized exclusively for religious, educational, scientific and charitable purposes as a not for profit corporation within the meaning of Section 501(c)(3) of the Internal Revenue Code of the United States of America, and its activities shall be conducted for such purposes and in such a manner that no part of its net earnings shall inure to the benefit of any member, director, officer or individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes). No substantial part of the activities of the corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publication of distribution of statements) any political campaign on behalf of any candidate for public office.

1. The corporation shall distribute its income for each tax 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, or corresponding section of any future federal tax code.

2. The corporation shall not engage in any act of self-dealing as defined in Section 4941 (d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax code.

3. The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax code.

4. The corporation shall not make any investment in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax code.

5. The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax code.

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 501(c)(3) of the Internal Revenue 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.

DISSOLUTION OF CORPORATION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) and 170(c)(2) 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. Any such assets not so disposed

of shall be disposed of by a court of competent jurisdiction over the value of the assets in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VII.

NON-STOCK CORPORATION

This corporation is organized on a non-stock basis.

ARTICLE VIII.

MEMBERSHIP, INITIAL MEMBERS

The authorized number and qualifications of the members of the corporation, the manner of their admission, procedures for replacing members, the voting and other rights and privileges of members shall be set forth in the Bylaws. The initial members of the corporation shall be the following eleven persons: Bob Cooper, Rev. John Findlay, Rev. Paul Frick, Rev. Joe Grider, James Hansen, Rev. Bob Hornick, Lynn Kirkland, Rev. Bruce Sinclair, Rev. Arnie Maves, Charles McLean and Richard Wilcox.

ARTICLE IX.

BOARD OF DIRECTORS

The corporation shall be directed by a board of directors, which shall have all of the powers granted to a board of directors under Chapters 607 and 617, Florida Statutes, as they may be amended from time to time, to the extent that such powers are not in conflict with the Articles of Incorporation. Each member of the corporation shall be a member of the board of directors by virtue of being a member of the corporation. In no event shall the board of directors consist of fewer than three directors. The directors shall be elected as provided for in the Bylaws.

ARTICLE X.

INITIAL BOARD OF DIRECTORS

The initial board of directors shall consist of eleven directors, listed below. The number of directors may be increased or decreased by the members, but in no event shall there be fewer than three directors.

The names and addresses of the initial board of directors are:

Bob Cooper
6007 Chandelle Cir.
Pensacola, FL 32507

Rev. John Findlay
2198 Highway 297-A
Cantonment, FL 32533

Rev. Paul Frick
4901 W. Fairfield Dr.
Pensacola, FL 32516

Rev. Joe Grider
1220 E. Blount St.
Pensacola, FL 32503

James Hansen
200 Rentz Ave.
Pensacola, FL 32507

Rev. Bob Hornick
406 S. Navy Blvd.
Pensacola, FL 32507

Lynn Kirkland
7525 Chumuckla Hwy.
Pace, FL 32571

Rev. Arnie Maves
4357 Acacia Dr.
Pensacola, FL 32503

Charles McLean
965 Tate Road
Cantonment, FL 32533

Rev. Bruce Sinclair
5413 Woodsman Dr.
Pace, FL 32571

Richard Wilcox
103 Hampton Rd.
Gulf Breeze, FL 32561

ARTICLE XI. INCORPORATOR

The name and address of the incorporator of the corporation is:

Rev. Arnie Maves
4357 Acacia Dr.
Pensacola, FL 32503

ARTICLE XII. OFFICERS

The affairs of the corporation shall be managed, subject to direction by the board of directors, by the following officers: President, Rev. Arnie Maves; Vice President, Rev. Bob Hornick; Secretary, Rev. Paul Frick; and Treasurer, Bob Cooper; elected annually by the board of directors.

ARTICLE XIII.

BYLAWS

The bylaws of the corporation shall be made, amended or rescinded by the board of directors. Bylaws may be amended or rescinded by a majority vote of the board of directors, provided that a quorum of the board is present, as a quorum is defined in the bylaws of the corporation.

ARTICLE XIV.

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of the corporation is Ray P. Pope. The initial registered agent of the corporation at such address is 4400 Bayou Blvd., Suite 54B, Pensacola, FL 32503.

ARTICLE XV.

NO DISTRIBUTION TO MEMBERS

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 in Article III above.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals on the dates written below:

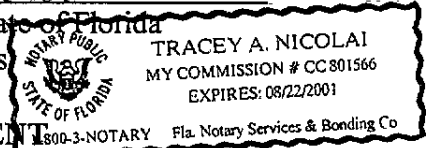
Rev. Arnie Maves
INCORPORATOR

STATE OF FLORIDA

COUNTY OF ESCAMBIA

Before me, the undersigned authority in and for said State and County, personally appeared Rev. Arnie Maves to me well known to be the person described in and who freely and voluntarily subscribed the foregoing Articles of Incorporation for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid this 6th day of April, 1999.

Tracey A. Nicolai
NOTARY PUBLIC, State of Florida
My Commission Expires


ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED to accept service of process for Emerald Coast School of Bible, Inc., at the pace designated in the Articles of Incorporation, Ray P. Pope agreed to act in this capacity and agrees to comply with the provisions of Section 48.091 relative to keeping such office open.

DATED: 6 April, 1999.

Ray P. Pope
Registered Agent

FILED
99 APR -9 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA