

**LAW OFFICES OF
LUDOVICI & LUDOVICI**

Attorneys at Law
A Professional Association
Established 1959

Edward P. Ludovici, Esq.
Susan M. Ludovici, Esq.
Michelle C. Fraga, Esq.
Isabel V. Collieran, Esq.
Michael J. Lucas, Esq.

17415 S. Dixie Highway
(Southbound U.S. 1)
Miami, FL 33157-5434
Telephone (305) 235-2161
Fax (305) 235-2250
e-mail: lawyer@bellsouth.net

April 13, 1999

Florida Department of State
409 E. Gaines Street
Tallahassee, Florida 32399

200002841952--9
-04/16/99--01054--003
*****122.50 *****78.75

Re: Articles of Incorporation

Dear Gentlemen:

Enclosed are the original and duplicate copy of the Articles of Incorporation of this proposed corporation.

The duplicate copy has been subscribed and acknowledged by the subscribers in the same manner as the original. Please endorse your approval of the Articles of Incorporation on the duplicate copy, certify, and return to this office in the enclosed self-addressed stamped envelope.

A check in the amount of \$122.50 is enclosed payable to the Department of State, to cover the following:

Filing Fee	\$35.00
Certified Copy	52.50
Registered Agent Fee	35.00
Total	122.50

Very truly yours,

Marybeth Acuna
Legal Assistant

/ma

Enclosures

Marybeth Acuna GAVE
AUTHORIZATION BY PHONE TO
CORRECT *Manner of election*
DATE *4/19/99*
DOC. EXAM *refm*

FILED
99 APR 16 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
WORD OF LIFE SPIRIT OF TRUTH "CHURCH OF DELIVERANCE", INC.

We, the undersigned, with other persons, being desirous of forming a corporation for charitable and philanthropic purposes under the provisions of Ch. 617 of the Florida Statutes, do agree to the following:

ARTICLE I - NAME

The name of this corporation is WORD OF LIFE SPIRIT OF TRUTH "CHURCH OF DELIVERANCE", INC., a corporation not for profit.

ARTICLE II - PURPOSE

Said Corporation is organized exclusively for religious purposes including the making of distributions to organizations that qualify as exempt organizations under Section 501 of the Internal Revenue Code or corresponding Section of any future Federal Tax Code.

ARTICLE III - QUALIFICATION OF MEMBERS

The membership of this corporation shall constitute all persons who are duly qualified members of WORD OF LIFE SPIRIT OF TRUTH "CHURCH OF DELIVERANCE", INC. This corporation is being organized under a non-stock basis. Therefore, no member shall have stock.

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V - SUBSCRIBERS

The names and street addresses of the subscribers of these Articles of Incorporation are as follows:

NAMES:

Rufus Baugh, Jr.

ADDRESS:

17255 S.W. 95th Avenue #138

FILED
99 APR 16 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Miami, FL 33157

Mercy Johnson

5011 S.W. 13th Court
N. Lauderdale, FL 33068

Melissa Baugh

17255 S.W. 95th Avenue #138
Miami, FL 33157

ARTICLE VI - OFFICERS

Section 1. The officers of the corporation shall be a President, Vice-President, a Secretary, and a Treasurer.

Section 2. The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

<u>NAME:</u>	<u>TITLE:</u>	<u>ADDRESS:</u>
Rufus Baugh, Jr.	President	17255 S.W. 95 th Avenue, #138 Miami, FL 33157
Mercy Johnson	Vice-President	5011 S.W. 13 th Court N. Lauderdale, FL 33068
Melissa Baugh	Secretary	17255 S.W. 95 th Avenue, #138 Miami, FL 33157
Pamela Baxter	Treasurer	17255 S.W. 95 th Avenue, #245 Miami, FL 33157

ARTICLE VII - BOARD OF DIRECTORS

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have five (5) directors initially. The number of directors may never be less than three (3).

Section 2. The Board of Directors shall be members of the corporation.

Section 3. Members of the Board of Directors shall be those persons who are elected as directors of

Word of Life Spirit of Truth "Church of Deliverance", Inc. They shall hold their directorships for one (1) year terms.

Section 4. The names and addresses of the persons who are to serve as directors until May 1, 2000, are:

<u>NAME</u>	<u>ADDRESS</u>
Rufus Baugh, Jr.	17255 S.W. 95 th Avenue #138 Miami, FL 33157
Mercy Johnson	5011 S.W. 13 th Court N. Lauderdale, FL 33068
Melissa Baugh	17255 S.W. 95 th Avenue #138 Miami, FL 33157
Pamela Baxter	17255 S.W. 95 th Avenue #245 Miami, FL 33157
Tweena Baugh	15010 Filmore Street Miami, FL 33176

ARTICLE VIII - BY-LAWS

Section 1. The Board of Directors of this corporation may provide such by-laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Section 2. Upon proper notice the by-laws may be amended, altered, or rescinded by a majority of those members of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

ARTICLE IX - AMENDMENTS

Section 1. These Articles of Incorporation may be amended at a special meeting of the membership

called for that purpose, by a 51% vote of those present.

Section 2. Amendments may also be made at a regular meeting of the membership upon notice given as provided by the by-laws of intention to submit such amendments.

ARTICLE X - ADDRESS

The initial street and mailing address of the principal office of this corporation shall be 10701 S.W. 216th Street, Bay 18, Goulds, FL 33158. Corporate offices may be moved from time to time as provided in the by-laws.

ARTICLE XI - INDEBTEDNESS

The highest amount of indebtedness or liability to which the corporation may at any time subject itself shall never be greater than 80% of the value of the property of the corporation.

ARTICLE XII - DUES

The amount of the yearly dues payable by members shall be such amount as may be determined from time to time by the Board of Directors.

ARTICLE XIII - ACQUISITION OF PROPERTY

In order to promote the purposes of this corporation, it may acquire property by grant, gift, purchase, devise, or bequest, and hold and dispose of such property as the corporation shall require for the benefit of the members and not for pecuniary profit.

ARTICLE XIV - ANNUAL MEETING

Section 1. The annual meeting for the election of members of the Board of Directors shall be held during the month of May each year.

Section 2. The corporation may provide in its by-laws for the holding of additional regular meetings

and any special meetings, and shall provide notice of all such meetings.

Section 3. A majority of the members shall constitute a quorum for the holding of any meetings.

ARTICLE XV - DISTRIBUTION OF EARNINGS

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 Two hereof. 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 any candidate for public office. 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 (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 XVI - DISSOLUTION

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1986, or corresponding sections of any prior or future law, or to the Federal, State, or Local Government for exclusive purpose.

ARTICLE XII - REGISTERED AGENT

The registered agent of this corporation to accept service of process within this state shall be Rufus Baugh, Jr. at 17255 S.W. 95th Avenue, #138, Miami, FL 33157.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 12TH day of

April, 1999.

Rufus Baugh Jr.
RUFUS BAUGH, JR.

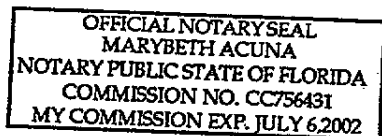
Mercy Johnson
MERCY JOHNSON

Melissa Baugh
MELISSA BAUGH

STATE OF FLORIDA)
) SS
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me the 12TH day of April, 1999 by RUFUS BAUGH, JR., MERCY JOHNSON and MELISSA BAUGH, who () are personally know to me and who did not take an oath. *PRODUCED FLORIDA DRIVER'S LICENSES AS IDENTIFICATION*

Notary Seal:



[Signature]
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

Having been named to accept service of process for the above stated corporation, at the place set forth in this certificate, I hereby accept said designation and agree to comply with the provisions of said Act relative to keeping open said office.

Rufus Baugh Jr.
RUFUS BAUGH, JR.
Registered Agent

FILED
99 APR 16 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA