

N99000003314

TRANSMITTAL LETTER

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

SUBJECT: PROPHETIC EVANGELISTIC MINISTRIES, INC.

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above non-profit corporation and check in the amount of \$78.75.

FROM: Eleanor E. Frederick
1619 Gadsden Avenue NW
Palm Bay, FL 32907
(407) 676-2501

700002822097--1
-03/29/99--01117--002
*****78.75 *****78.75

99 MAY 28 AM 8:39

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

SHARON

MAY 28 1999

W99-7785



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 1, 1999

ELEANOR E. FREDERICK
1619 GADSDEN AVE NW
PALM BAY, FL 32907

SUBJECT: PROPHETIC EVANGELISTIC MINISTRIES, INC.
Ref. Number: W99000007785

We have received your document for PROPHETIC EVANGELISTIC MINISTRIES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

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) 487-6924.

Sharon Davis
Document Specialist Supervisor

Letter Number: 099A00016488

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 28 AM 8:39

ARTICLES OF INCORPORATION
OF
PROPHETIC EVANGELISTIC MINISTRIES, INC.

We, the undersigned, with other persons, being desirous of forming a corporation for religious purposes, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE 1

The name of the corporation shall be PROPHETIC EVANGELISTIC MINISTRIES, INC.,
1619 Gadsden Avenue NW, Palm Bay, Florida 32907.

ARTICLE 11

The general nature of the purposes of this corporation shall be to promote the gospel under the authority and direction of Jesus Christ.

ARTICLE III

The membership of this corporation shall consist of all persons hereinafter named as subscribers and such other persons as from time to time may become members in the manner provided in the by-laws.

ARTICLE IV

This corporation is to exist perpetually.

ARTICLE V

The name and street address of the subscribers to this Articles are:

NAME	ADDRESS
Eleanor E. Frederick	1619 Gadsden Avenue NW Palm Bay, FL 32907
Clarence O. Frederick, Jr.	1619 Gadsden Avenue NW Palm Bay, FL 32907
Jesse Walker	112 Greenbriar Court Jacksonville, NC 28546

who shall also constitute the Board of Directors for the ensuing year or until the first annual meeting of the Corporation. The method of election of directors shall be provided for in the by-laws.

ARTICLE VI

SECTION I. The Officers of the corporation shall be a President, and Executive Vice-President, a Secretary, a Treasurer, and such other officers as may be provided for in the by-laws.

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

Eleanor E. Frederick	President	1619 Gadsden Avenue NW Palm Bay, FL 32907
Clarence O. Frederick, Jr.	Treasurer	1619 Gadsden Avenue NW Palm Bay, FL 32907
Jesse Walker	Secretary	112 Greenbriar Court Jacksonville, NC 28546
Clarence O. Frederick, Jr.	Vice-President	1619 Gadsden Avenue NW Palm Bay, FL 32907

SECTION III. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the by-laws.

ARTICLE VII

The business affairs of this corporation shall be managed by the Board of Directors of this corporation. This corporation shall have ~~three (3)~~ directors initially. The number of directors may be increased from time to time by the by-laws but shall never be less than ~~three (3)~~.

ARTICLE VIII

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

SECTION II. Upon proper notice the by-laws may be amended, altered or rescinded by a three-fourths (3/4) vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

ARTICLE IX

These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose by a three-fourths (3/4) vote of those present, but must have the approval of the Director of PROPHETIC EVANGELISTIC MINISTRIES, INC.

ARTICLE X

No part of the net earnings of this corporation shall inure to the benefit of any individual or member.

ARTICLE XI

Notwithstanding any other provision of these articles, the residual assets of dissolution of this corporation must be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or

local government for exclusive public use.

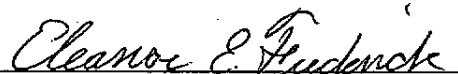
ARTICLE XII

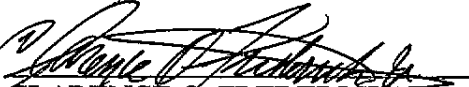
In order to promote the purposes of this corporation, it may acquire property by grant, devise, or bequest and hold and dispose of such property as the corporation shall require for the benefit of the members and purposes of the corporation and not for pecuniary profit.

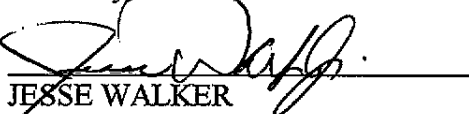
ARTICLE XIII

No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this corporation.

IN WITNESS WHEREOF, We have hereunto set our hand and seal this 24 day of May
1999.


ELEANOR E. FREDERICK
1619 Gadsden Avenue NW
Palm Bay, FL 32907


CLARENCE O. FREDERICK, JR.
1619 Gadsden Avenue NW
Palm Bay, FL 32907

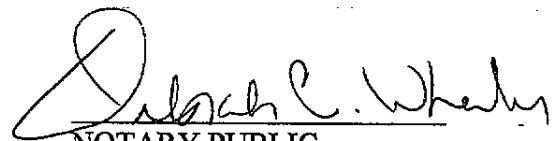

JESSE WALKER
112 Greenbriar Court
Jacksonville, NC 28546

STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a Notary Public authorized to take

acknowledgments in the State of Florida, the County named above, personally appeared ELEANOR E. FREDERICK, CLARENCE O. FREDERICK, JR., and JESSE WALKER to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 24 day of May, 1999.


NOTARY PUBLIC
STATE OF FLORIDA

MY COMMISSION EXPIRES:

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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 PROPHETIC EVANGELISTIC MINISTRIES, INC.
2. The name and address of the registered agent and office is

ELEANOR E. FREDERICK
1619 GADSDEN AVENUE NW
PALM BAY, FLORIDA 32907

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 28 AM 8:39

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.

SIGNATURE

Eleanor E. Frederick

DATE

5-24-99