

N99000005306

George E. Loomis

Attorney at Law

811 North Spring Street
Pensacola, Florida 32501

Vox 850-444-9333
Fax 850-434-3822

August 17, 1999

Division of Corporations
Attention: New Filings
P. O. Box 6327
Tallahassee, FL 32314

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*****78.75 *****78.75

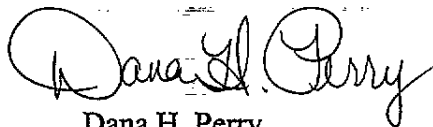
Re: Buford Lipscomb Ministerial Cell, Inc.

Dear Sir:

Enclosed for filing are the original and one copy of Articles of Incorporation for the above-referenced matter. Also enclosed is our check in the amount of \$78.75 representing your filing fee, resident agent fee and your fee for a certified copy of said articles.

Please return the certified copy to us at your earliest convenience. A stamped, self-addressed envelope is enclosed for this purpose.

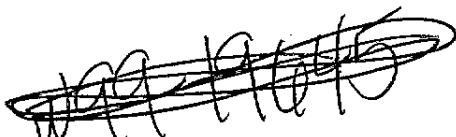
Sincerely,



Dana H. Perry
Legal Assistant to
George E. Loomis

/dhp
encs. 4

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99 SEP -3 AM 8:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



T BROWN SEP - 7 1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 25, 1999

DANA H. PERRY
GEORGE E. LOMMIS, ESQ.
811 NORTH SPRING STREET
PENSACOLA, FL 32501

SUBJECT: BUFORD LIPSCOMB MINISTERIAL CELL, INC.
Ref. Number: W99000019645

We have received your document for BUFORD LIPSCOMB MINISTERIAL CELL, 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 617.0202(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) 487-6933.

Teresa Brown
Corporate Specialist

Letter Number: 499A00042533

George E. Loomis

Attorney at Law

811 North Spring Street
Pensacola, Florida 32501

Vox 850-444-9333
Fax 850-434-3822

August 31, 1999

Division of Corporations
Attn: Teresa Brown, Corp. Specialist
P. O. Box 6327
Tallahassee, FL 32314

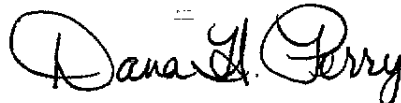
Re: Buford Lipscomb Ministerial Cell, Inc.
Ref. Number: W99000019645
Your Letter Number: 499A00042533

Dear Ms. Brown:

Enclosed are the original and one copy of Articles of Incorporation which have been revised pursuant to your letter dated August 25th (a copy of same being enclosed herein).

Thank you for your assistance in getting this matter resolved and we look forward to receiving a certified copy of the Articles.

Sincerely,



Dana H. Perry
Legal Assistant to
George E. Loomis

/dhp
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

FOR

BUFORD LIPSCOMB MINISTERIAL CELL, INC.

The undersigned, acting as incorporator of a not for profit corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be:

Buford Lipscomb Ministerial Cell, Inc.

ARTICLE II - DURATION

The corporation shall have perpetual duration and its existence shall commence upon the filing of these Articles with the Secretary of State.

ARTICLE III - PURPOSES

The corporation is a not for profit corporation organized and existing for religious and charitable purposes including, but not limited to, the purpose of Christian ministry. Further, the general purposes for which this corporation is formed are to operate exclusively for such religious and charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or any corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt under that Code.

ARTICLE IV - BOARD OF DIRECTORS

The corporation is organized on a non-stock basis and shall have no members. The powers of this corporation shall be exercised, its property controlled, and its affairs under the direction of and conducted by a Board of Directors. It shall consist of not fewer than three members and of not more than a maximum number determined by the Bylaws as amended from time to time. Directors shall be appointed as provided by the Bylaws as amended from time to time.

ARTICLE V - POWERS

Section 1. General.

The corporation shall have all the rights and powers customary and proper for tax exempt nonprofit corporations, including the powers specifically enumerated for nonprofit corporations in Chapter 617, Florida Statutes.

Section 2. Restrictions.

No Private Inurement: No part of the net earnings of this corporation shall inure to the benefit of, or be distributed to, members, trustees, officers, directors or 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 these Articles.

No Political Activity: No substantial part of the activities of this 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 or in opposition to any candidate for public office.

No Unpermitted Activities: Notwithstanding any other provision of these Articles, this corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or any corresponding section of any future federal tax code or by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 or any corresponding section of any future federal tax code.

Section 3. Charitable Trusteeship, Etc.

The corporation shall be empowered to hold or administer property for the purposes stated in Article III, including the power to act as trustee.

ARTICLE VI - DISSOLUTION

Upon the dissolution of the corporation, the Director(s) shall pay with corporate funds and assets or make provision for the payment of all of the liabilities of the corporation from corporate funds. Thereafter, the last Board, if any, shall distribute the assets of the corporation for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or any corresponding section of any future federal tax code, to such organizations organized and operated exclusively for such purposes. Assets not so distributed shall be disposed of by the Circuit Court of Escambia County, Florida, exclusively for such purposes or to such organizations, as that Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VII - AMENDMENTS

These Articles of Incorporation may be amended with the recommendation of the Board of Directors present at a meeting called for such purpose.

ARTICLE VIII - BYLAWS

Bylaws may be adopted or rescinded by a two-thirds vote of all Directors present at a meeting of the Board of Directors. The Bylaws shall not alter any powers, prohibitions, or provisions stated in these Articles.

ARTICLE IX - INCORPORATOR

The name and address of each incorporator is:

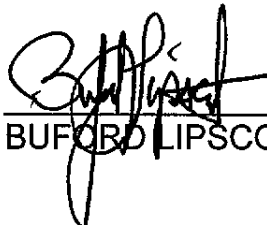
Buford Lipscomb

8600 Highway 98 West
Pensacola, Florida 32506

ARTICLE X - PRINCIPAL OFFICE/MAILING ADDRESS & INITIAL REGISTERED OFFICE/AGENT

The principal place of business and the mailing address of the corporation is 8600 Highway 98 West, Pensacola, Florida 32506. The street address of the initial registered office of this corporation is 8600 Highway 98 West, Pensacola, Florida 32506, and the registered agent at this address is Buford Lipscomb, whose written acceptance as such follows these Articles.

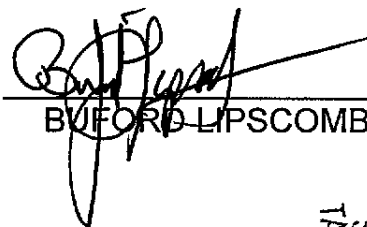
I, the undersigned, being the incorporator of this corporation, for the purpose of forming this not for profit charitable corporation under the Laws of Florida, have executed these Articles of Incorporation on this 12th day of August, 1999.



BUFORD LIPSCOMB

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept the service of process for Buford Lipscomb Ministerial Cell, Inc., at the place designated in its Articles of Incorporation, the undersigned hereby accepts to act in this capacity and agrees to comply with the provisions of law relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of my position as registered agent.

By: 

BUFORD LIPSCOMB

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA