

July 19, 1999

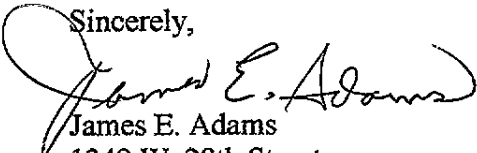
Secretary of State
Corporate Records Bureau
P.O. Box 6327
Tallahassee, FL 32314

RE: INCORPORATION

To Whom It May Concern:

Enclosed are the Articles of Incorporation to incorporate THE MINISTRY OF HOPE, INC. and a filing fee of \$78.75 payable to the Department of State. The initial registered office of the corporation is located at 1349 West 28th Street, Riviera Beach, Palm Beach County, Florida, 33404 and its registered agent at such address is James E. Adams.

Sincerely,


James E. Adams
1349 W. 28th Street
Riviera Beach, FL 33404

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TALLAHASSEE, FLORIDA

W-19323

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 20, 1999

JAMES E. ADAMS
1349 W. 28TH ST.
RIVIERA BEACH, FL 33404

SUBJECT: THE MINISTRY OF HOPE, INC.
Ref. Number: W99000019323

We have received your document for THE MINISTRY OF HOPE, 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):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

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) 487-6878.

Alan Crum
Document Specialist

Letter Number: 599A00041950

**Articles of Incorporation
of
The Ministry of Hope, Inc.**

(A Corporation Not For Profit)

The undersigned natural person of the age of twenty-one or more, does make and acknowledge this Certificate of Incorporation for the purpose of forming a nonprofit corporation under and by virtue of the laws of the State of Florida.

**ARTICLE I
Corporate Name**

The name of the Corporation is:
The Ministry of Hope, Inc.

**ARTICLE II
Duration**

This Corporation is organized pursuant to the provisions of the State of Florida Nonprofit Corporation Act. The period of duration of this Corporation is perpetual, unless dissolved according to the law. Corporate existence shall commence upon the filing of these Articles of Incorporation.

**ARTICLE III
Registered Office and Agent**

The initial street address and mailing address of the principal office and registered office of the corporation is 1349 West 28th Street, Riviera Beach, Florida 33404.

The name of the initial registered agent, to be located at the registered office is James E. Adams.

**ARTICLE IV
Corporate Purposes; Powers**

The purposes for which the Corporation is organized are exclusively religious, charitable and educational within the meaning of the Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States internal revenue law, and such purposes shall include the following:

1. To proclaim the Gospel of the Kingdom and the Lordship of Jesus Christ.

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2. Developing outreach ministries to reach the world.
3. To strengthen the spiritual family of our Church in cooperative efforts.
4. To support the Body of Christ on earth and give ourselves to the process of unity and maturity.
5. As a means of accomplishing the above purposes and methods, the Corporation shall have the following powers:
 - (a) To accept, acquire, receive, take and hold by bequest, devise, grant, gift, purchase, exchange, lease, transfer, judicial order or decree, or otherwise, for any of its objects and purposes, any property, both real and personal, of whatever kind, nature of description and wherever situated.
 - (b) To sell, exchange, convey, mortgage, lease transfer or otherwise dispose of, any such property, both real and personal, as the objects and purposes of the Corporation may require, subject to such limitations as may be prescribed by law.
 - (c) To borrow money, and, from time-to-time, to make, accept, endorse, execute and issue bonds, debentures, promissory notes, moneys borrowed or in payment for property acquired, or for any of the other purposes of the Corporation, and to secure the payment of any such obligations by mortgage, pledge, deed, indenture, agreement, or other instrument of trust, or by other lien upon assignment of, or agreement in regard to all or any part of the property, rights, or privileges of the Corporation wherever situated, whether now owned or hereafter to be acquired.
 - (d) To invest and reinvest its funds in such stock, common or preferred, bonds, debentures, mortgages, or in such other securities and property, real and personal, as it shall deem advisable, subject to the limitations and conditions contained in any bequest, devise, grant, or gift, provided such limitations and conditions are not in conflict with the provisions of 501(c)(3) of the Internal Revenue Code of 1986 and applicable regulations thereunder, as they now exist or as they may be amended.

ARTICLE V

Management of Corporate Affairs

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors which shall have three (3) Directors initially. The number of trustees may be increased or decreased from time to time by a majority of the trustees, but at no time shall there be fewer than three (3) Directors of the Corporation.

ARTICLE VI
Initial Trustees

The names and addresses of the initial Board of Directors of the Corporation are:

Cynthia D. Adams
1349 West 28th Street
Riviera Beach, Florida 33404

Belinda C. Washington
1226 Evergreen Trail
Lithonia, Georgia 30058

Delores D. Carter
3260 NW 21st Street
Lauderdale Lakes, Florida 33311

ARTICLE VII
Corporate Nature

This Corporation is a nonprofit corporation.

ARTICLE VIII
Members

The Corporation shall not have members, and shall be governed exclusively by its Board of Directors. The manner in which the directors of the Corporation shall be elected or appointed shall be governed by the provisions of the Bylaws of the Corporation.

ARTICLE IX
Amendments

Amendments to these Articles of Incorporation may be adopted by a majority of the directors in the manner set forth in the Bylaws of the Corporation.

ARTICLE X
Incorporator

The name and address of the Incorporator is:
James E. Adams
1349 West 28th Street
Riviera Beach, Florida 33404

ARTICLE XI

Dissolution

In the event of the dissolution of this Corporation, or in the event it shall cease to carry out the objects and purposes herein set forth, all of the business, property and assets of the Corporation shall go and be distributed to a nonprofit corporation qualifying as an organization exempt under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any superceding statute thereof, and as an organization qualifying as a public charity under the provisions of Section 509(a)(1) or 509(a)(2) of the Internal Revenue Code of 1986, as amended, or any superseding statute thereof, as the directors of the Corporation may select and designate; and in no event shall of said assets or property, in the event of dissolution thereof, go or be distributed by such directors, for any other such purpose. Any of such assets not so disposed of shall be disposed of by the District Court of the County in which the principal office of the Corporation is then located, exclusively for such purposes, or to such organization or organization as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XII

Miscellaneous

Notwithstanding any other provisions of these articles to the contrary herein, in the conduct of the affairs of the Corporation:

- (a) The Corporation shall neither have nor exercise any power, nor shall it engage directly in any activity, that would invalidate its status:
 - (1) as a corporation which is exempt from federal income taxation as an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law); or
 - (2) as a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law).
- (b) The property of the Corporation is irrevocably dedicated to religious, educational and charitable purposes, and no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to it and to make payments and distributions in furtherance of the purposes set forth in these Articles.

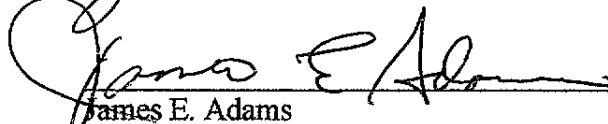
(c) No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation; nor shall it in any manner or to any extent participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office; nor shall the Corporation engage in any activities that are unlawful under applicable federal, state or local laws.

(d) The Corporation shall not:

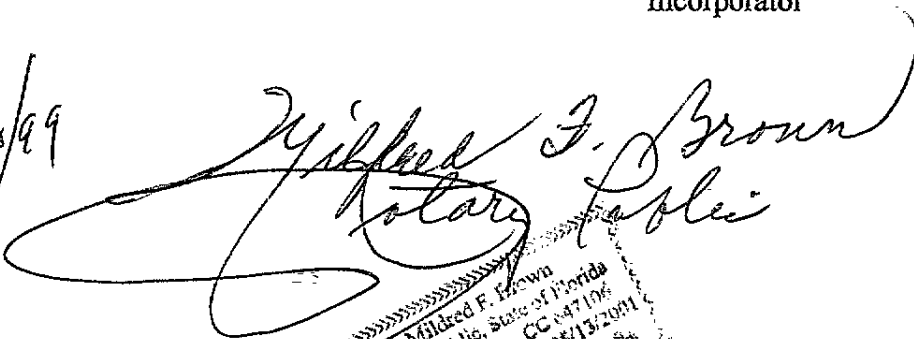
- (1) operate for the purpose of carrying on a trade or business for profit;
- (2) accumulate income, invest income, or diver income, in a manner endangering its exempt status; or
- (3) except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of the purposes of the Corporation.

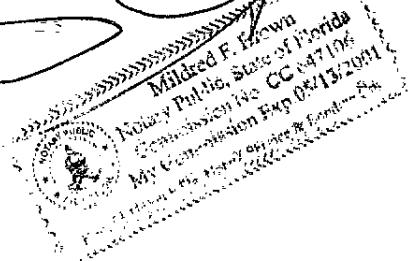
(e) The Corporation's operations are to be conducted principally in the United States of America; the Corporation also may conduct operations in foreign countries, subject, however, to the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation as of the 10th day of August, 1999.


James E. Adams
Incorporator

8/10/99


Mildred F. Brown
Notary Public



THE MINISTRY OF HOPE, INC.

**Reverend James E. Adams
1349 West 28th Street
Riviera Beach, FL 33404
(561)845-6704**

September 22, 1999

**Florida Department of State
Katherine Harris, Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314**

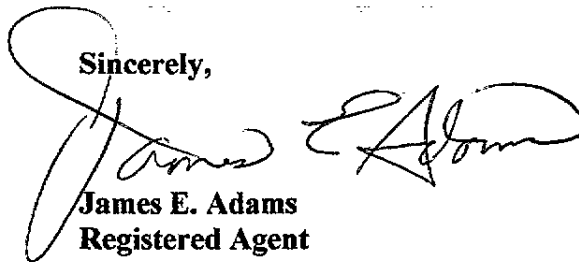
**Subject: The Ministry of Hope, Inc.
Ref. Number: W99000019323**

**FILED
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TALLAHASSEE, FLORIDA**

To Whom It May Concern:

**I hereby am familiar with and accept the duties and responsibilities as the Registered Agent
of The Ministry of Hope Inc.**

Sincerely,


**James E. Adams
Registered Agent**