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MICHAEL BUTLER, NOTTINGHAM, U.K.  
OF COUNSEL FOR UNITED KINGDOM MATTERS

October 6, 1999

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

600003019516--2  
-10/20/99--01044--019  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Articles of Incorporation  
MAKING A DIFFERENCE MINISTRIES, INC.

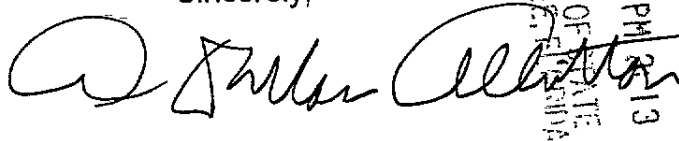
Gentlemen:

Enclosed for filing is the original of Articles of Incorporation for the above-captioned not-for-profit corporation. Also enclosed is a copy which we request be certified and returned to our office by way of the enclosed stamped, addressed envelope.

A check for \$78.75 is enclosed to cover the filing fee and the fee for one certified copy of the Articles.

Thank you for your service herein.


Sincerely,



A. DALLAS ALBRITTON

/pka

Enclosures

 GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Art. I  
DATE 10-25-99  
DOC. EXAM WC

10-25  
WC

**ARTICLES OF INCORPORATION  
OF**

**MAKING A DIFFERENCE MINISTRIES, INC.**

FILED  
99 OCT 20 PM 2:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a non-profit corporation under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I: NAME, REGISTERED OFFICE, AND REGISTERED AGENT**

The name of this Corporation shall be:

**MAKING A DIFFERENCE MINISTRIES, INC.**

The street address and mailing address of the initial office of this Corporation shall be:

931 – 5<sup>th</sup> Avenue N.W.  
Largo, Florida 33770.

The Board of Directors may from time to time move the registered office to any other address in the State of Florida.

The initial registered agent of the Corporation shall be **Jason A. Drenner**, whose address is 931 5<sup>th</sup> Avenue N.W., Largo, Florida 33770.

**ARTICLE II: DURATION**

The existence of the Corporation shall commence with the filing of these Articles. The duration of the Corporation is perpetual.

**ARTICLE III: PURPOSE**

The purpose of the Corporation is to make a difference in the lives of people, by propagating the Good News of Jesus Christ across America and the world. We believe that, "people don't care how much you know, until they know how much you care." We are compelled to touch lives by meeting their needs through feeding, clothing, and mentoring. This is done through modern, cutting edge techniques and networking with non-profit organizations, corporations, and government programs.

#### **ARTICLE IV: OFFICERS**

The officers of this Corporation shall be a President/Chief Executive Officer, a Vice-President, a Secretary, and a Treasurer. The duties and tenure of office of such officers shall be as described in the By-Laws. The Board of Directors may, in its discretion, establish additional offices.

The names and street addresses of the initial officers are:

**Jason A. Drenner**  
931 – 5<sup>th</sup> Avenue N.W.  
Largo, Florida 33770  
**President/Chief Executive Officer**

**Randy A. White**  
3806 San Pedro  
Tampa, Florida 33629  
**Vice-President**

**Gerald W. Drenner**  
2010 Maplewood Drive  
Palatka, Florida 32177  
**Secretary**

**Robert J. Thomas**  
7935 Landmark Circle  
Tampa, Florida 33615  
**Treasurer**

#### **ARTICLE V: BOARD OF DIRECTORS**

This Corporation shall be governed by its Board of Directors. The President shall serve as Chairman of the Board of Directors. The members of the Board of Directors shall serve staggered terms as shall be set out more specifically in the By-Laws. The method of election of directors shall be as stated in the By-Laws.

The names and addresses of the initial Board of Directors and the length of their terms shall be as follows:

	<b>NAME</b>	<b>ADDRESS</b>	<b>LENGTH OF TERM</b>
1.	Jason A. Drenner	931 – 5 <sup>th</sup> Avenue N.W. Largo, Florida 33770	7 Years
2.	Randy A. White	3806 San Pedro Tampa, Florida 33629	5 Years

- |    |                   |  |         |
|----|-------------------|--|---------|
| 3. | Robert J. Thomas  | 7935 Landmark Circle<br>Tampa, Florida 33615   | 3 Years |
| 4. | Gerald W. Drenner | 2010 Maplewood Drive<br>Palatka, Florida 32177 | 1 Year  |

The Board of Directors may increase the number of directors from time to time, provided that the terms of a majority of the directors shall not expire in the same year. In no case shall the Board of Directors reduce the number of director positions to less than three.

#### **ARTICLE VI: MEMBERSHIP**

The requirements for membership shall be as set forth in the By-Laws of this Corporation.

#### **ARTICLE VII: BY-LAWS**

By-Laws of the Corporation may be adopted, altered, or rescinded by the directors at any regular meeting or any special meeting called for that purpose, so long as they are not inconsistent with the provisions of these Articles.

#### **ARTICLE VIII: AMENDMENT**

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them. These Articles of Incorporation may be amended by a majority vote of those present at a general or special meeting of the Board of Directors called for that purpose.

#### **ARTICLE IX: INTENT TO FILE FOR TAX EXEMPTION UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE OF 1954**

This Corporation intends to file application and to satisfy all the requirements for tax exemption under Section 501(c)(3) of the Internal Revenue Code of 1954.

#### **ARTICLE X: DISSOLUTION**

In the event of dissolution of the Corporation, the residual assets of the Corporation 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 1954 or corresponding Sections of any prior or future law, or to the Federal, State, or local government for exclusive public purposes.

## ARTICLE X: PROHIBITED ACTIVITIES

Notwithstanding any other provision of these Articles, the Corporation will not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States internal revenue law, or (b) a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States internal revenue laws.

## ARTICLE XI: INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are:

**Jason A. Drenner**  
931 - 5<sup>th</sup> Avenue N.W.  
Largo, Florida 33770

SIGNED by the incorporator this 07<sup>th</sup> day of October, 1999.

  
JASON A. DRENNER, Incorporator

ADDRESS:

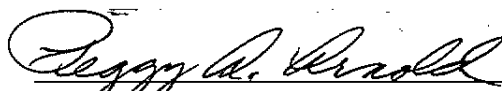
931 - 5<sup>th</sup> Avenue N.W.  
Largo, Florida 33770

STATE OF FLORIDA

]

COUNTY OF HILLSBOROUGH ]

The foregoing instrument was acknowledged before me this 7<sup>th</sup> day of October, 1999, by JASON A. DRENNER, who is personally known to me ~~or who presented~~ \_\_\_\_\_ as identification.

  
Notary Public  
State of Florida at Large  
My Commission Expires:



PEGGY A. ARNOLD  
COMMISSION # CC 664241  
EXPIRES AUG 5, 2001  
BONDED THRU  
ATLANTIC BONDING CO., INC.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with 48.091, Florida Statutes, the following is submitted.

MAKING A DIFFERENCE MINISTRIES, INC.

desiring to organize or qualify under the laws of the State of Florida, County of Pinellas, City of Largo, has named JASON A. DRENNER, located at 931 - 5<sup>th</sup> Avenue N.W., Largo, Florida 33770, as its agent to accept service of process within Florida.

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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
JASON A. DRENNER, Registered Agent

Date: 10/07/99

FILED  
99 OCT 20 PM 2:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA