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Chiefland, FL 32644
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October 10, 1999

Division of Corporations
Attention: Ms. Beth Register
Corporate Specialist Supervisor
New Filing Section

PO Box 6327
Tallahassee, FL 32314

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

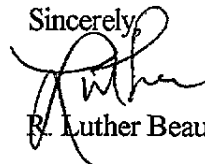
Re: *Jerry Passmore Evangelistic Association, Inc.*

Dear Ms. Register:

Enclosed are documents relating to the new Non-Profit Corporation named above. Please file the enclosed Articles of Incorporation and provide a Certificate Under Seal. Our check in the amount of \$78.75 to cover the various filing fees is also enclosed.

Thank you for your assistance in this matter. Please call our office if you have any questions.

Sincerely,



R. Luther Beauchamp

RLB/si
Enclosures

FILED
99 NOV 12 PM 1:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GAVE

Sherri
AUTHORIZATION BY PHONE TO
CORRECT *Print office*
DATE *11-15-99*
DOC. EXAM *BR*

B. REGISTER NOV 15 1999

ARTICLES OF INCORPORATION
OF
JERRY PASSMORE EVANGELISTIC ASSOCIATION, INC.

(a corporation not for profit)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE:

NAME

The name of this corporation shall be "JERRY PASSMORE EVANGELISTIC ASSOCIATION, INC."

ARTICLE TWO:

CORPORATE NATURE

This is a non-profit corporation, organized solely for general religious and charitable purposes pursuant to Florida Corporations Not for Profit Law set forth in Section 617 of the Florida Statutes.

ARTICLE THREE:

DURATION

The term of existence of the corporation is perpetual.

ARTICLE FOUR:

GENERAL AND SPECIFIC PURPOSES

The specific and primary purposes for which this corporation is formed are:

- a) For the advancement of religion, charity, education and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.
- b) To promote the cause of Jesus Christ through music, preaching, education and other ministries.

c) To operate exclusively in any other manner for such religious, charitable and educational purposes as will qualify it as an exempt organization under Section 501(c) (3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws covering the distributions to organizations qualified as exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

ARTICLE FIVE:

MANAGEMENT OF CORPORATE AFFAIRS

a) Board of Trustees. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of trustees, consisting of not less than three (3) persons. The number of Trustees of the corporation shall be three (3), provided, however, that such number may be changed by a By-Law duly adopted by the members.

The Trustees named herein as the first Board of Trustees shall hold office until the first meeting of members at which time an election of Trustees shall be held.

Trustees elected at the first annual meeting, and at all times thereafter, shall serve for a term of one year until the annual meeting of members following the election of Trustees and until the qualification of the successors in office. Annual meetings shall be held at 10276 Ripple Rush Drive, West, Jacksonville, Florida, on January 5th of each year or at such other times or places as the Board of Trustees may designate from time to time by resolution.

Any action required or permitted to be taken by one Board of Trustees under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board and any such action by written consent shall have the same force and

effect as if taken by unanimous vote of the trustees. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent by the Board of Trustees without a meeting, and that the Articles of Incorporation and the By-Laws of this corporation authorize the Trustees to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Trustees are as follows:

<u>NAME</u>	<u>ADDRESS</u>
JERRY A. PASSMORE	10276 Ripple Rush Drive, West Jacksonville, FL 32257
DORIS V. PASSMORE	10276 Ripple Rush Drive, West Jacksonville, FL 32257
JERRY TIMOTHY PASSMORE	2866 56 th Avenue Circle East Bradenton, FL 34203

b) Corporate Officers: The Board of Trustees shall elect the following officers: President, Vice-President, Secretary-Treasurer, and such other officers as the By-Laws of this corporation may authorize the Trustees to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Trustees. Until such election is held, the following persons shall serve as corporate officers:

<u>NAME</u>	<u>ADDRESS</u>
JERRY A. PASSMORE President	10276 Ripple Rush Drive, West Jacksonville, FL 32257
DORIS V. PASSMORE Secretary-Treasurer	10276 Ripple Rush Drive, West Jacksonville, FL 32257
JERRY TIMOTHY PASSMORE Vice President	2866 56 th Avenue Circle East Bradenton, FL 34203

ARTICLE SEVEN:

EARNINGS AND ACTIVITIES OF CORPORATION

a) 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 make payments and distributions in furtherance of the purposes set forth in Article Four hereof.

b) 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.

c) Notwithstanding any other provision of these articles, the corporation shall not carry on any other 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 1954 or the corresponding provision of any future United States Internal Revenue Law or by corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law.

d) Notwithstanding any other provision of these articles this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE EIGHT:

DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Trustees shall, after paying or making

provision for the payment of all liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall, at the time, qualify as an exempt organization or organizations under Section 501(c)(3) of Internal revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law, as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the County in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE NINE:

MEMBERSHIP

The qualification for members and the manner of their admission shall be regulated by the By-Laws for this corporation.

ARTICLE TEN:

SUBSCRIBERS

The names and residence addresses of the subscribers of this corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
JERRY A. PASSMORE	10276 Ripple Rush Drive, West Jacksonville, FL 32257
DORIS V. PASSMORE	10276 Ripple Rush Drive, West Jacksonville, FL 32257
JERRY TIMOTHY PASSMORE	2866 56 th Avenue Circle East Bradenton, FL 34203

ARTICLE ELEVEN:

AMENDMENT OF BY-LAWS

Subject to the limitations contained in the By-Laws and any limitations set forth in the Corporations not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution by the Board of Trustees or by following the procedure set forth therefore in the By-Laws.

ARTICLE TWELVE:

DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to religious, educational, charitable purposes, and no part of the net income or the assets of this corporation shall ever inure to the benefit of any trustee, officer or member thereof, or to the benefit of any private individual.

ARTICLE THIRTEEN:

REGISTERED AGENT AND OFFICE

The address of the corporation's registered office shall be 10276 Ripple Rush Drive, West, Jacksonville, FL 32257 and the name of its registered agent at said address will be JERRY A. PASSMORE. This is also the principal office and mailing address.


ARTICLE FOURTEEN:

AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Trustees and presented to a quorum of members for their vote in the manner set forth in the By-Laws of this corporation.

IN WITNESS WHEREOF, we, the undersigned, being the original subscribers and incorporators of this corporation, for the purpose of forming this non-profit corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this 9th day of November, 1999.


JERRY A. PASSMORE



DORIS V. PASSMORE

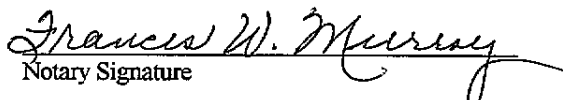

JERRY TIMOTHY PASSMORE

STATE OF FLORIDA
COUNTY OF Duval

I hereby certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared **JERRY A. PASSMORE** and **DORIS V. PASSMORE** known to me to be the persons described in and who executed the foregoing instrument, who acknowledged before me that they executed the same, and

☒ are personally known to me, or
☐ produced _____ as identification


(SEAL)  **FRANCES W. MURRAY**
Notary Public, State of Florida
My comm. expires May 20, 2003
Comm. No. CC 813292

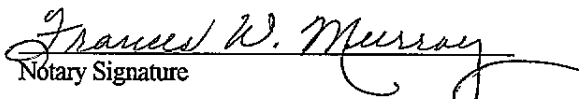

Notary Signature

STATE OF FLORIDA
COUNTY OF Duval

I hereby certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared **JERRY TIMOTHY PASSMORE** known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, and

☒ is personally known to me, or
☐ produced _____ as identification

(SEAL)  **FRANCES W. MURRAY**
Notary Public, State of Florida
My comm. expires May 20, 2003
Comm. No. CC 813292


Notary Signature

ACCEPTANCE BY REGISTERED AGENT

As registered agent designated herein, I hereby acknowledge that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Jerry A. Passmore
JERRY A. PASSMORE

STATE OF FLORIDA
COUNTY OF Deval

I hereby certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared **JERRY A. PASSMORE** known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same and

☒ is personally known to me or
☐ produced _____ as identification

WITNESS my hand and official seal in the County and State last aforesaid this 9th day of November, 1999.

(SEAL)



FRANCES W. MURRAY
Notary Public, State of Florida
My comm. expires Nov 20, 2003
Comm. No. 6600

Frances W. Murray
Notary Signature

FILED
99 NOV 12 PM 1:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA