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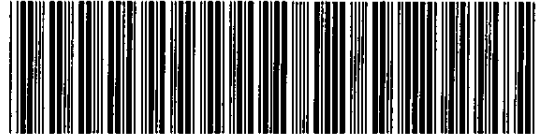
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TALLAHASSEE, FLORIDA

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AND  
FILED

B. McKnight APR 01 2008

**COVER LETTER**

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**SUBJECT: NEW LIFE PUBLICATION MINISTRY, INC.**  
**(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)**

Enclosed is an original and one (1) copy of the Articles of Incorporation and a Check for:

\$70.00  
Filing Fee

\$78.75  
Filing Fee &  
Certificate of  
Statues

\$70.00  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** Elder Robert L. McDuffie, Jr.  
Name (Printed or Typed)  
5410-A NW 14<sup>th</sup> Avenue  
Address  
Miami, Florida 33142  
City, State & Zip  
(305) 691-3103  
Daytime Telephone Number

**NOTE: Please provide the original and one copy of the articles.**

**ORIGINAL COPY**  
**ARTICLES OF INCORPORATION**  
**OF**  
**NEW LIFE PUBLICATION MINISTRY, INC.**

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

**ARTICLE 1- NAME**

The name of the corporation is **New Life Publication Ministry, Inc.**

**ARTICLE 2 – PRINCIPAL OFFICE**

The address of the principal office of **New Life Publication Ministry** is 1025 NE 78<sup>th</sup> Road, Apt. 3, Miami, Florida 33138 and the mailing address is the same.

**ARTICLE 3 – PURPOSE(S)**

Section 1. The purpose of **New Life Publication Ministry** is to engage in and transact any and all legal activities or businesses permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

Section 2. The purpose for which **New Life Publication Ministry** is organized is to engage in activities related to the production and publication of a **Resource Guide**; to strengthen, edify and unite the body of Christ by providing a vehicle by which Christian consumers can find Christian professionals in every area of business and ministry.

Section 3. The purpose for which **New Life Publication Ministry** is organized is to engage in activities related to the production and publication of a **Magazine**; to provide responsible Pastors, Evangelists, Ministers, and Leaders an opportunity to project their message to a broader base than just their own organization and congregation. Conveying spiritual enlightenment, and hope to encourage readers to persevere through their trials and tribulations, and to know that God loves them no matter where they have been in life and that there is forgiveness and life through Jesus Christ.

**ARTICLE 4 – INCORPORATOR**

The name and street address of the incorporator of **New Life Publication Ministry** is:

Elder Robert L. McDuffie, Jr.  
1025 NE 78<sup>th</sup> Road, Apt. 3  
Miami, Florida 33138

**ARTICLE 5 – OFFICERS**

The officers of **New Life Publication Ministry** shall be:

President: Elder Robert L. McDuffie, Jr.  
Vice-President: Deacon Gregory S. Moore  
Secretary: Pastor Takela Johnson  
Treasurer: Pastor Barbara McDuffie

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TALLAHASSEE, FLORIDA

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Whose addresses shall be the same as the principal office of **New Life Publication Ministry**.

### **ARTICLE 6 – DIRECTOR(S)**

The Director(s) of **New Life Publication Ministry** shall be:

Elder Robert L. McDuffie, Jr.  
Pastor Barbara McDuffie  
Pastor Takela Johnson

Whose addresses shall be the same as the principal office of **New Life Publication Ministry**.

### **ARTICLE 7 – CORPORATE CAPITALIZATION**

7.1 The maximum number of shares that **New Life Publication Ministry** is authorized to have outstanding at any time is SEVEN THOUSAND FIVE HUNDRED (7,500) shares of common stock, each share having the par value of ONE DOLLAR (\$1.00).

7.2 All holders of shares of common stock shall be identical with each other in every respect and the respect and the holders of common shares shall be entitled to have unlimited voting rights on all shares and be entitled to one vote for each share each on all matters on which Shareholders have the right to vote.

7.3 All holders of shares of common stock, upon the dissolution of **New Life Publication Ministry**, shall be entitled to receive the net assets of **New Life Publication Ministry**.

7.4 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

7.5 The Board of Director(s) of **New Life Publication Ministry** may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of **New Life Publication Ministry**.

7.6 The Board of Director(s) of **New Life Publication Ministry** may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

### **ARTICLE 8 – SUB-CHAPTER S CORPORATION**

**New Life Publication Ministry** may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code Of 1986, as amended.

8.1 The shareholders of **New Life Publication Ministry** may elect and, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended, unless the shareholders of **New Life Publication Ministry** unanimously agree otherwise in writing.

8.2 After **New Life Publication Ministry** has elected to be an S Corporation, none of the shareholders of **New Life Publication Ministry**, without the written consent of all the shareholders of **New Life Publication Ministry** shall take any action, or make any transfer or other disposition of the shareholder's shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.

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8.3 Once **New Life Publication Ministry** has elected to be an S Corporation, each share of stock issued by **New Life Publication Ministry** shall contain the following legend:

“The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of **New Life Publication Ministry** to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as amended.”

### **ARTICLE 9 – SHAREHOLDER’S RESTRICTIVE AGREEMENT**

All of the shares of stock of **New Life Publication Ministry** may be subject to a Shareholder’s Restrictive Agreement containing numerous restrictions on the rights of shareholders of **New Life Publication Ministry** and transferability of the shares of stock of **New Life Publication Ministry**. A copy of the Shareholder’s Restrictive Agreement, if any, is on file at the principal office of **New Life Publication Ministry**.

### **ARTICLE 10 – POWERS OF CORPORATION**

**New Life Publication Ministry** shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

### **ARTICLE 11 – TERM OF EXISTENCE**

**New Life Publication Ministry** shall have perpetual existence.

### **ARTICLE 12 – REGISTERED OWNER(S)**

**New Life Publication Ministry**, to the extent permitted by law, shall be entitled to treat the person in whom name any share or right is registered on the books of **New Life Publication Ministry** as the owner thereto, for all purposes, and except as may be agreed in writing by **New Life Publication Ministry**, **New Life Publication Ministry** shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not **New Life Publication Ministry** shall have notice thereof.

### **ARTICLE 13 – REGISTERED OFFICE AND REGISTERED AGENT**

The initial address of registered office of **New Life Publication Ministry** is 1025 NE 78<sup>th</sup> Road, #3, Miami, Florida 33138. The name and address of the registered agent of **New Life Publication Ministry** is Elder Robert L. McDuffie, Jr., 1025 NE 78<sup>th</sup> Road, #3, Miami, Florida 33138.

### **ARTICLE 14 – BYLAWS**

The Board of Director(s) of **New Life Publication Ministry** shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

### **ARTICLE 15 – EFFECTIVE DATE**

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

**ORIGINAL COPY**

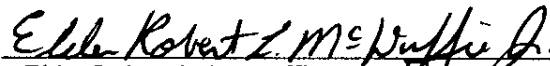
**ARTICLE 16 – AMENDMENT**

**New Life Publication Ministry** reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

**ARTICLE 17 – INDEMNIFICATION**

**New Life Publication Ministry** shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

**IN WITNESS WHEREOF**, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this March 27, 2008.

  
Elder Robert L. McDuffie, Jr., Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

I, Elder Robert L. McDuffie, Jr. having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

  
Elder Robert L. McDuffie, Jr.

APPROVED,  
AND  
FILED  
08 MAR 31 PM 12:40  
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TALLAHASSEE, FLORIDA