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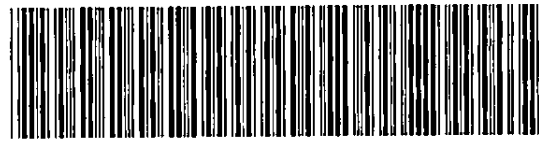
(Business Entity Name)

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*Handwritten signature and date 7/6/23*

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**FILED RECEIVED**  
2023 JUL -6 PM 3:01 2023 JUL -6 PM 3:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE MCABEE COMPANY  
301 WEST BAY STREETM SUITE 1400, JACKSONVILLE, FLORIDA, USA, 32202

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TRANSMITTAL LETTER

03JUL23

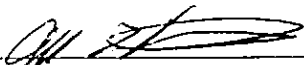
TO:  
FLORIDA SECRETARY OF STATE  
FLORIDA DEPARTMENT OF STATE, DIVISIONS OF CORPORATIONS, NEW FILING SECTION  
2415 N. MONROE STREET, SUITE 810, TALLAHASSEE, LEON, FLORIDA, USA, 32303

RE: FILING OF ARTICLES OF INCORPORATION

DEAR SIR/MADAM,  
WE HEREBY REQUEST THAT YOUR OFFICE FILE THE ATTACHED ARTICLES OF INCORPORATION FOR THE MCABEE COMPANY. ENCLOSED, YOU SHALL FIND OUR PAYMENT IN THE FORM OF A MONEY ORDER IN THE AMOUNT OF EIGHTY-SEVEN DOLLARS AND FIFTY CENTS (\$87.50) FOR THE FILING FEE, A CERTIFICATE OF STATUS AND A CERTIFIED COPY.

THANK YOU FOR YOUR ASSISTANCE IN THIS REQUEST.

SINCERELY,

  
\_\_\_\_\_, DATE: 03JUL23  
ALLEN L. KINMAN – PRESIDENT, C.E.O. & INCORPORATOR  
A L KINMAN COMPANY  
450054 FLORIDA STATE ROAD, BOX 1832, CALLAHAN, NASSAU, FLORIDA, USA, 32011

THE MCABEE COMPANY  
ARTICLES OF INCORPORATION  
(A FLORIDA FOR-PROFIT CORPORATION)

IN COMPLIANCE WITH FLORIDA STATUTE, TITLE XXXVI, STATUTE 607 BUSINESS ORGANIZATION FLORIDA CORPORATIONS ACT, THE FLORIDA FOR-PROFIT CORPORATION "THE MCABEE COMPANY" HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION AS FOLLOWS:

**ARTICLE I: NAME**

**SECTION 1.01 NAME:** THE NAME OF THE CORPORATION SHALL BE:  
THE MCABEE COMPANY

**ARTICLE II: OFFICES**

**SECTION 2.01 OFFICES:** THE CORPORATION SHALL HAVE ITS PRINCIPAL OFFICE IN THE STATE OF FLORIDA AND MAY HAVE SUCH OTHER OFFICES AND PLACES OF BUSINESS WITHIN OR WITHOUT THE STATE OF FLORIDA AND/OR NATIONWIDE AS THE BOARD OF DIRECTORS MAY FROM TIME TO TIME DETERMINE OR THE BUSINESS OF THE CORPORATION MAY REQUIRE.

THE PRINCIPAL OFFICES OF THE CORPORATION SHALL BE:  
301 WEST BAY STREET, SUITE 1400, JACKSONVILLE, DUVAL, FLORIDA, USA, 32202

THE MAILING ADDRESS OF THE CORPORATION SHALL BE:  
450054 FLORIDA STATE ROAD, BOX 1832, CALLAHAN, NASSAU, FLORIDA, USA, 32011

**ARTICLE III: PURPOSE**

**SECTION 3.01 PURPOSE:** THIS CORPORATION IS ORGANIZED FOR THE PURPOSES OF TRANSACTING ANY AND ALL BUSINESS FOR WHICH CORPORATIONS MAY BE INCORPORATED UNDER, PURSUANT TO FLORIDA STATUTES (N.S.). (PROFIT) INCLUDING, BUT NOT LIMITED TO, THE DEVELOPMENT OF, THE INVESTMENT IN AND MANAGEMENT OF, ANY LAWFUL BUSINESS IN, BUT NOT LIMITED, TO THE STATE OF FLORIDA.

**ARTICLE IV: STOCKS**

**SECTION 4.01 STOCKS:** THE CORPORATION SHALL HAVE AUTHORITY TO ISSUE 50,000 SHARES OF CAPITAL STOCK OF WHICH 50,000 SHARES SHALL BE COMMON STOCK. THE STOCK SHALL BE WITHOUT PAR VALUE.

**ARTICLE V: STOCKHOLDERS**

**SECTION 5.01 STOCKHOLDERS:** THE STOCKHOLDERS OF THE CORPORATION SHALL BE:

THE MCABEE COMPANY	50%
NATIONAL COMMUNITY DEVELOPMENT CORPORATION – FLORIDA REGIONAL OPERATIONS CENTER	50%

**SECTION 5.01 - PLACE OF MEETINGS:** MEETINGS OF STOCKHOLDERS FOR ANY PURPOSE MAY BE HELD AT SUCH PLACE OR PLACES, EITHER WITHIN OR OUT OF THE STATE OF FLORIDA, AS SHALL BE DESIGNATED BY THE CHAIR WITH RESPECT TO MEETINGS CALLED BY HIM/HER.

**SECTION 5.02 - ANNUAL MEETING:** THE ANNUAL MEETING OF STOCKHOLDERS SHALL BE HELD ON JANUARY 01ST OF EACH YEAR. LOCATION OF THE STOCKHOLDERS MEETING SHALL BE DETERMINED BY THE STOCKHOLDERS. AT SUCH MEETING, THE STOCKHOLDERS SHALL ELECT THE BOARD OF DIRECTORS AND TRANSACT SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING.

**SECTION 5.03 - SPECIAL MEETINGS:** SPECIAL MEETINGS OF STOCKHOLDERS MAY BE CALLED AT ANY TIME BY THE BOARD OF DIRECTORS OR BY THE CHAIRPERSON AND SHALL BE CALLED BY THE SECRETARY AT THE REQUEST OF STOCKHOLDERS OWNING A MAJORITY OF THE SHARES OF THE CORPORATION THEN OUTSTANDING AND ENTITLED TO VOTE.

**SECTION 5.04 - NOTICE OF MEETINGS:** WRITTEN NOTICE OF THE ANNUAL MEETING OR ANY SPECIAL MEETINGS OF STOCK SHALL BE GIVEN TO EACH STOCKHOLDER ENTITLED TO VOTE THEREAT, NOT LESS THAN TEN NOR MORE THAN SIXTY DAYS PRIOR TO THE MEETING, EXCEPT AS OTHERWISE REQUIRED BY STATUTE, AND SHALL STATE THE TIME AND PLACE AND, IN THE CASE OF A SPECIAL MEETING, THE PURPOSE OR PURPOSES OF THE MEETING. NOTICE NEED NOT BE GIVEN, HOWEVER, TO ANY STOCKHOLDER WHO SUBMITS A SIGNED WAIVER OF NOTICE, BEFORE OR AFTER THE MEETING, OR WHO ATTENDS THE MEETING IN PERSON OR BY PROXY WITHOUT OBJECTING TO THE TRANSACTION OF BUSINESS.

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THE MCABEE COMPANY  
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CONTINUED:

**SECTION 5.05 - QUORUM:** AT ALL MEETINGS OF STOCKHOLDERS, THE HOLDERS OF A MAJORITY OF THE STOCK ISSUED AND OUTSTANDING AND ENTITLED TO VOTE THEREAT, PRESENT IN PERSON OR REPRESENTED BY PROXY, SHALL CONSTITUTE A QUORUM FOR THE TRANSACTION OF BUSINESS, EXCEPT AS OTHERWISE PROVIDED BY STATUTE. THE CERTIFICATE OF INCORPORATION OR THESE ARTICLES. WHEN A QUORUM IS ONCE PRESENT TO ORGANIZE A MEETING, IT IS NOT BROKEN BY THE SUBSEQUENT WITHDRAWAL OF ANY STOCKHOLDER.

**SECTION 5.06 - VOTING:** AT ALL MEETINGS OF STOCKHOLDERS, EACH STOCKHOLDER HAVING THE RIGHT TO VOTE THEREAT MAY VOTE IN PERSON OR BY PROXY, AND, UNLESS OTHERWISE PROVIDED IN THE CERTIFICATE OF INCORPORATION OR IN ANY RESOLUTION PROVIDING FOR THE ISSUANCE OF ANY CLASS OR SERIES OF STOCK ADOPTED BY THE BOARD OF DIRECTORS PURSUANT TO AUTHORITY VESTED IN THE BOARD BY THE CERTIFICATE OF INCORPORATION, SHALL HAVE ONE VOTE FOR EACH SHARE OF STOCK REGISTERED IN HIS NAME. ELECTION OF DIRECTORS SHALL BE BY WRITTEN BALLOT. WHEN A QUORUM IS ONCE PRESENT AT ANY MEETING OF STOCKHOLDERS, A MAJORITY OF THE VOTES CAST, WHETHER IN PERSON OR REPRESENTED BY PROXY, SHALL DECIDE ANY QUESTION OR PROPOSED ACTION BROUGHT BEFORE SUCH MEETING, EXCEPT FOR THE ELECTION OF DIRECTORS, WHO SHALL BE ELECTED BY A PLURALITY OF THE VOTES CAST, OR UNLESS THE QUESTION OR ACTION IS ONE UPON WHICH A DIFFERENT VOTE IS REQUIRED BY EXPRESS PROVISION OF STATUTE. THE CERTIFICATE OF INCORPORATION OR THESE ARTICLES OR AN AGREEMENT AMONG STOCKHOLDERS, IN WHICH CASE SUCH PROVISION SHALL GOVERN THE VOTE ON THE DECISION OF SUCH QUESTION OR ACTION.

**SECTION 5.07 - ADJOURNED MEETINGS:** ANY MEETING OF STOCKHOLDERS MAY BE ADJOURNED TO A DESIGNATED TIME AND PLACE BY A VOTE OF A MAJORITY IN INTEREST OF THE STOCKHOLDERS PRESENT IN PERSON OR BY PROXY AND ENTITLED TO VOTE, EVEN THOUGH LESS THAN A QUORUM IS PRESENT, OR BY THE CHAIRPERSON IF A QUORUM OF STOCKHOLDERS IS NOT PRESENT. NO NOTICE OF SUCH ADJOURNED MEETING NEED BE GIVEN, OTHER THAN BY ANNOUNCEMENT AT THE MEETING AT WHICH ADJOURNMENT IS TAKEN, AND ANY BUSINESS MAY BE TRANSACTED AT THE ADJOURNED MEETING WHICH MIGHT HAVE BEEN TRANSACTED AT THE MEETING AS ORIGINALLY CALLED. HOWEVER, IF SUCH ADJOURNMENT IS FOR MORE THAN THIRTY DAYS, OR IF AFTER SUCH ADJOURNMENT A NEW RECORD DATE IS FIXED FOR THE ADJOURNED MEETING, A NOTICE OF THE ADJOURNED MEETING SHALL BE GIVEN TO EACH STOCKHOLDER OF RECORD ENTITLED TO VOTE AT SUCH MEETING.

**SECTION 5.08 - ACTION BY WRITTEN CONSENT OF STOCKHOLDERS:** ANY ACTION OF THE STOCKHOLDERS REQUIRED OR PERMITTED TO BE TAKEN AT ANY REGULAR OR SPECIAL MEETING THEREOF MAY BE TAKEN WITHOUT ANY SUCH MEETING, NOTICE OF MEETING OR VOTE IF A CONSENT IN WRITING, SETTING FORTH THE ACTION THEREBY TAKEN IS SIGNED BY THE HOLDERS OF OUTSTANDING STOCK HAVING NOT LESS THAN THE NUMBER OF VOTES THAT WOULD HAVE BEEN NECESSARY TO AUTHORIZE SUCH ACTION AT A MEETING AT WHICH ALL SHARES ENTITLED TO VOTE WERE PRESENT AND VOTED. PROMPT NOTICE OF THE TAKING OF ANY SUCH ACTION SHALL BE GIVEN TO ANY STOCKHOLDERS ENTITLED TO VOTE WHO HAVE NOT SO CONSENTED IN WRITING.

**SECTION 5.09 - STOCKHOLDERS OF RECORD:** THE STOCKHOLDERS FROM TIME TO TIME ENTITLED TO NOTICE OF OR TO VOTE AT ANY MEETING OF STOCKHOLDERS OR ANY ADJOURNMENT THEREOF, OR TO EXPRESS CONSENT TO ANY CORPORATE ACTION WITHOUT A MEETING, OR ENTITLED TO RECEIVE PAYMENT OF ANY DIVIDEND OR OTHER DISTRIBUTION OR THE ALLOTMENT OF ANY RIGHTS, OR ENTITLED TO EXERCISE ANY RIGHTS IN RESPECT OF ANY CHANGE, CONVERSION OR EXCHANGE OF STOCK OR FOR THE PURPOSE OF ANY OTHER LAWFUL ACTION, SHALL BE THE STOCKHOLDERS OF RECORD AS OF THE CLOSE OF BUSINESS ON A DATE FIXED BY THE BOARD OF DIRECTORS AS THE RECORD DATE FOR ANY SUCH PURPOSE. SUCH A RECORD DATE SHALL NOT PRECEDE THE DATE UPON WHICH THE RESOLUTION FIXING THE RECORD DATE IS ADOPTED BY THE BOARD OF DIRECTORS, AND SHALL NOT, WITH RESPECT TO STOCKHOLDER MEETINGS, BE MORE THAN SIXTY DAYS NOR LESS THAN TEN DAYS BEFORE THE DATE OF SUCH MEETING, OR, WITH RESPECT TO STOCKHOLDER CONSENTS, MORE THAN TEN DAYS AFTER THE DATE UPON WHICH THE RESOLUTION FIXING THE RECORD DATE IS ADOPTED BY THE BOARD OF DIRECTORS. IF THE BOARD OF DIRECTORS DOES NOT FIX A RECORD DATE, (I) THE RECORD DATE FOR THE DETERMINATION OF STOCKHOLDERS ENTITLED TO NOTICE OF OR TO VOTE AT A MEETING OF STOCKHOLDERS SHALL BE AS OF THE CLOSE OF BUSINESS ON THE DAY NEXT PRECEDING THE DAY ON WHICH NOTICE OF SUCH MEETING IS GIVEN, OR, IF NOTICE IS WAIVED AS PROVIDED HEREIN, ON THE DAY NEXT PRECEDING THE DAY ON WHICH THE MEETING IS HELD;

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THE MCABEE COMPANY  
ARTICLES OF INCORPORATION  
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(II) THE RECORD DATE FOR DETERMINING STOCKHOLDERS ENTITLED TO EXPRESS CONSENT TO CORPORATE ACTION IN WRITING WITHOUT A MEETING, WHERE NO PRIOR ACTION BY THE BOARD OF DIRECTORS IS NECESSARY, SHALL BE THE CLOSE OF BUSINESS ON THE DAY ON WHICH THE FIRST SIGNED WRITTEN CONSENT SETTING FORTH THE ACTION TAKEN OR PROPOSED TO BE TAKEN IS DELIVERED TO THE CORPORATION; AND (III) THE RECORD DATE FOR DETERMINING STOCKHOLDERS FOR ANY OTHER PURPOSE SHALL BE AT THE CLOSE OF BUSINESS ON THE DAY ON WHICH THE RESOLUTION OF THE BOARD OF DIRECTORS RELATING THERETO IS ADOPTED.

**SECTION 5.10 - STOCKHOLDERS AGREEMENT:** SHOULD THE CORPORATION AT ANY TIME, OR FROM TIME TO TIME, BE PARTY TO A STOCKHOLDER'S AGREEMENT (A "STOCKHOLDERS AGREEMENT"), THEN NOTWITHSTANDING ANYTHING TO THE CONTRARY CONTAINED IN THESE ARTICLES, IN THE EVENT OF ANY CONFLICT BETWEEN ANY PROVISION OF SUCH STOCKHOLDERS AGREEMENT AND ANY PROVISION OF THESE ARTICLES, SUCH CONFLICTING PROVISION OF THE STOCKHOLDER'S AGREEMENT SHALL BE INCORPORATED HEREIN AS AN ARTICLE AND SHALL CONTROL.

**SECTION 5.11 - CERTIFICATES:** UNLESS OTHERWISE PROVIDED PURSUANT TO THE GENERAL CORPORATION LAW OF THE STATE OF NEVADA, THE SHARES OF STOCK OF THE CORPORATION SHALL BE REPRESENTED BY CERTIFICATES, AS PROVIDED BY THE GENERAL CORPORATION LAW OF THE STATE OF NEVADA. THEY SHALL BE NUMBERED AND ENTERED IN THE BOOKS OF THE CORPORATION AS THEY ARE ISSUED.

**SECTION 5.12 - LOST OR DESTROYED CERTIFICATES:** THE BOARD OF DIRECTORS MAY IN ITS DISCRETION AUTHORIZE THE ISSUANCE OF A NEW CERTIFICATE OR CERTIFICATES IN PLACE OF ANY CERTIFICATE OR CERTIFICATES THERETOFORE ISSUED BY THE CORPORATION, ALLEGED TO HAVE BEEN LOST, STOLEN OR DESTROYED. AS A CONDITION OF SUCH ISSUANCE, THE BOARD OF DIRECTORS MAY REQUIRE, EITHER GENERALLY OR IN EACH CASE, THE RECORD HOLDER OF SUCH CERTIFICATES, OR HIS LEGAL REPRESENTATIVE, TO FURNISH AN AFFIDAVIT SETTING FORTH THE FACTS OF SUCH ALLEGED LOSS, THEFT OR DESTRUCTION, TOGETHER WITH PROOF OF ADVERTISEMENT OF THE ALLEGED LOSS, THEFT OR DESTRUCTION, AND A BOND WITH SUCH SURETY AND IN SUCH FORM AND AMOUNT AS THE BOARD MAY SPECIFY INDEMNIFYING THE CORPORATION, ANY TRANSFER AGENT AND REGISTRAR AGAINST ANY CLAIM AGAINST ANY OF THEM RELATING TO SUCH LOST, STOLEN OR DESTROYED CERTIFICATES.

**SECTION 5.13 - TRANSFER OF SHARES:** THE SHARES SHALL NOT BE TRANSFERRABLE!

**ARTICLE VI: DONATION(S)**

**SECTION 6.01 DONATION(S):** THE CORPORATION SHALL DONATE TEN PERCENT (10%) OF ANY/ALL GROSS INCOME TO EACH OF THE FOLLOWING NOT-FOR-PROFIT ORGANIZATIONS LISTED BELOW:

NICHOLAS A. MCABEE FOUNDATION

CHRISTIAN MINISTRIES CORPORATION - USA

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**ARTICLE VII: DIRECTORS**

**SECTION 7.01 BOARD OF DIRECTORS:** THE INITIAL EXECUTIVE BOARD OF DIRECTORS SHALL BE:

CHAIRMAN, NICHOLAS A MCABEE, C.E.O., FLORIDA REGIONAL OPERATIONS CENTER

DIRECTOR, AMY N. SHELTON, PRESIDENT & CHIEF EXECUTIVE OFFICER, A. N. SHELTON COMPANY

DIRECTOR, NICHOLAS A MCABEE, PRESIDENT & CHIEF EXECUTIVE OFFICER, N. A. MCABEE COMPANY

DIRECTOR, TABATHA D M CANNON, PRESIDENT & CHIEF EXECUTIVE OFFICER, T. D. M. CANNON COMPANY

DIRECTOR, WARREN K. LONG, PRESIDENT & CHIEF EXECUTIVE OFFICER, W. K. LONG COMPANY

DIRECTOR, KEITH R. ELLIOTT, PRESIDENT & CHIEF EXECUTIVE OFFICER, K. R. ELLIOTT COMPANY

DIRECTOR, HORACE P. A. PROCTOR, PRESIDENT & CHIEF EXECUTIVE OFFICER, H. P. A. PROCTOR COMPANY

DIRECTOR, TERESA L. ELLISON, PRESIDENT & CHIEF EXECUTIVE OFFICER, T. L. ELLISON COMPANY

DIRECTOR, NICHOLAS A MCABEE, PRESIDENT & CHIEF EXECUTIVE OFFICER, NICHOLAS A. MCABEE FOUNDATION, INC.

DIRECTOR, WARREN K. LONG, PRESIDENT & CHIEF EXECUTIVE OFFICER, CHRISTIAN MINISTRIES CORPORATION

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**ARTICLE VIII: OFFICERS/OFFICES**

**SECTION 8.01 OFFICERS:** THE INITIAL EXECUTIVE OFFICERS OF THE CORPORATION SHALL BE:

PRESIDENT, NICHOLAS A MCABEE  
CHIEF EXECUTIVE OFFICER, NICHOLAS A MCABEE  
CHIEF OPERATIONS OFFICER, NICHOLAS A MCABEE  
CHIEF BUSINESS OFFICER, NICHOLAS A MCABEE  
CHIEF MARKETING OFFICER, NICHOLAS A MCABEE  
CHIEF SAFETY OFFICER, HORACE P. A. PROCTOR  
CHIEF FINANCIAL OFFICER, KEITH R. ELLIOTT  
SECRETARY, AMY N. SHELTON

**ARTICLE IX: REGISTERED AGENT**

**SECTION 9.01 REGISTERED AGENT:** THE NAME AND ADDRESS OF THE REGISTERED AGENT IS:

ALLEN L KINMAN, 450054 FLORIDA STATE ROAD, BOX 1832, CALLAHAN, NASSAU, FLORIDA, USA, 32011

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS APPLICATION, 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.

SIGN: 

DATE: 03JUL23

ALLEN L KINMAN, 450054 FLORIDA STATE ROAD, BOX 1832, CALLAHAN, NASSAU, FLORIDA, USA, 32011

**ARTICLE X: EFFECTIVE DATE**

**SECTION 10.01 EFFECTIVE DATE:** THE EFFECTIVE DATE SHALL BE THE DATE OF FILING THESE ARTICLES OF INCORPORATION

**ARTICLE XI: INCORPORATOR**

**SECTION 11.1 INCORPORATOR:** THE INCORPORATOR, KNOWN AS, ALLEN L KINMAN, PRESIDENT AND CHIEF EXECUTIVE OFFICER OF THE A L KINMAN COMPANY DOING BUSINESS AT 450054 FLORIDA STATE ROAD, BOX 1832, CALLAHAN, NASSAU, FLORIDA, USA, 32011 IS HEREBY INCORPORATING THE FLORIDA FOR-PROFIT CORPORATION, TO BE KNOWN AS, THE "N A MCABEE COMPANY"

SIGN: 

DATE: 03JUL23

ALLEN L KINMAN – CHAIR, PRESIDENT, CHIEF EXECUTIVE OFFICER, SECRETARY & INCORPORATOR  
A L KINMAN COMPANY, 450054 FLORIDA STATE ROAD, BOX 1832, CALLAHAN, NASSAU, FLORIDA, USA, 32011

I SUBMIT THIS DOCUMENT AND AFFIRM THAT THE FACTS STATED HEREIN ARE TRUE. I AFFIRM THAT THE FACTS STATED HEREIN ARE TRUE AND THAT THE INCORPORATOR IS AWARE THAT FALSE INFORMATION SUBMITTED IN A DOCUMENT TO THE DEPARTMENT OF STATE CONSTITUTES A THIRD-DEGREE FELONY.

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