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HAMRICK, PERREY, QUINLAN & SMITH

A Partnership of Professional Associations

Suite 920
1401 Manatee Avenue West
P.O. Box 551
Bradenton, Florida 34206
941-747-1871
Fax 941-745-2868

MICHAEL M. HAMRICK
PHILIP E. PERREY

JOHN V. QUINLAN
GILBERT A. SMITH, JR.

November 15, 1996

Florida Secretary of State
Division of corporations
P.O. Box 6327
Tallahassee, Florida 32301

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****122.50 ****122.50

Re: Manatee Religious Services Foundation, Inc.

Dear Sirs:

Enclosed is the original and one copy of the Articles of Incorporation of the above referenced corporation. We have also enclosed our check in the amount of \$122.50 for the filing and certified copy fees.

Please process this at your earliest opportunity and return the certified copy of the Articles to this office in the envelope provided for your mailing convenience.

Thank you for your assistance. If you have any questions, please do not hesitate to call us.

Very truly yours,


Michael M. Hamrick

MMH:mb
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
MANATEE RELIGIOUS SERVICES FOUNDATION, INC.
A Florida Not for Profit Corporation

ARTICLE I. NAME

The name of this corporation shall be MANATEE RELIGIOUS SERVICES FOUNDATION, INC.

ARTICLE II. PRINCIPAL OFFICE

The mailing address and principal office of the Corporation is 5111 26th Street West, Bradenton, FL 34207.

ARTICLE III. CORPORATE EXISTENCE AND DURATION

The Corporation shall exist perpetually unless sooner dissolved as authorized by law.

ARTICLE IV. PURPOSES AND POWERS

The general purposes for which the Corporation is organized are the following:

A. This Corporation is a not for profit Corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purpose of this Corporation is to benefit the Manatee Religious Services, Inc. by providing, as a way of example but not by way of limitation, financial resources to Manatee Religious Services and other support services to Manatee Religious Services, financial as well as non-financial, and to assist Manatee Religious Services, directly or indirectly, in carrying out its function and purpose of operation. In carrying out such purpose, the Corporation shall have the power

to exercise all rights conferred by the laws of the State of Florida upon nonprofit corporations.

B. The purposes for which this Corporation is organized are exclusively charitable within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue Law.

C. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.

D. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Director of the Corporation or any member of the Corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no Director of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

E. 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office.

F. In the event of dissolution, the residual assets of the Corporation shall be turned over to one or more Organizations which themselves are exempt as Organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any subsequent Internal Revenue Code or Regulation.

ARTICLE V. INITIAL REGISTERED AGENT

The name and address of the individual who is currently serving as this Corporation's registered agent is: J. Edward Donley, 5111 26th Street West, Bradenton, FL 34207.

ARTICLE VI. BOARD OF DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business of the Corporation shall be managed under the direction of, a Board of Directors. The number of Directors on this Corporation's Board of Directors shall initially be five (5) provided, however, that the number of Directors may be increased or decreased from time to time, as provided in this Corporation's Bylaws, but shall never be less than five (5) nor more than nine (9). Such Directors are to be elected or appointed in the manner provided for by the Corporation's Bylaws.

ARTICLE VII. - INCORPORATORS

The name and address of the incorporator of this Corporation is J. Edward Donley, 5111 26th Street West, Bradenton, FL 34207.

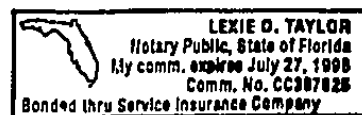
IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation
on this 14 day of November, 1996.

J. Edward Donley
J. Edward Donley, Incorporator

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 14 day of November, 1996, by J. Edward Donley, designated above as the individual who shall serve as this corporation's initial Registered Agent and Incorporator, personally appeared before me and signed and acknowledged signing these Articles of Incorporation of the MANATEE RELIGIOUS SERVICES FOUNDATION, INC. He is personally known to me or has produced Known (type of identification).

Lexie O. Taylor
Notary Public, State of Florida
Lexie O. Taylor
(Type or Print Notary Name Here)



ACKNOWLEDGMENT BY REGISTERED AGENT

The undersigned hereby acknowledges that, as set forth in the foregoing Articles of Incorporation, he is presently serving as Registered Agent of MANATEE RELIGIOUS SERVICES FOUNDATION, INC. Pursuant to Section 617.0501(3), Florida Statutes (1991), I hereby state that I am familiar with and will continue to perform the duties, obligations and responsibilities as Registered Agent for said corporation.

DATED this 14 day of November, 1996.

J. Edward Donley
Edward Donley, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE FLORIDA