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# ARTICLES OF INCORPORATION OF EVANGEL HOLDING CORPORATION

FILED
98 MAY 12 AM 8: 37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

# ARTICLE I NAME

The name of the corporation shall be Evangel Holding Corporation.

# ARTICLE II PRINCIPAL OFFICE AND PURPOSE

The principal place of business and mailing address of this corporation shall be 1175 N. E. 125 th Street, Suite 509, North Miami, Florida 33161. The general nature of the business and the object as well as purposes proposed to be transacted and carried on are to be engaged in any and all activities or business permitted under the laws of the United States and Florida.

# ARTICLES III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000,000 shares at .01 cent per share.

# ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is Eugene Porter, Jr. 1175 N. E. 125th Street, Suite 509, North Miami, Florida 33161.

# ARTICLE V NUMBER OF DIRECTORS

The number of Directors of this corporation shall not be less than one (1) nore nor than seven (7). The corporation shall initially have one (1) Director.

# ARTICLE VII

The corporation shall be managed by a Board of Directors unless the stockholder shall, by a majority vote, determine that the corporation shall be managed by the stockholders. If the corporation is managed by Directors, the exact number of Directors shall be determined by the stockholder from time to time, but at no time shall there be less than one (1) Director. At no time shall the corporation be managed by the stockholders unless there is at least one stockholder.

#### ARTICLE VIII

Any restriction imposed by the corporation on the sale or other disposition of its shares, and/or on the transfer thereof, must be noted conspicuously on each certificate representing shares to which the restriction applies.

## ARTICLE IX

The name and address of the first Board of Director of this corporation, who shall hold office for the first year or until their successors are elected, shall be as follow:

1. BishopFrancis Curry, 75 N. E. 202nd Terrace, Miami, Florida 33179

# ARTICLE X

These Articles may be amended when approved by a majority of Directors and stockholders. The corporation shall indemnify Directors or officers, or subscribers and their heirs, and assigns, against all expenses, actually and necessarily incurred in connection with the defense or settlement of any claim, action, suit or proceeding in which they are, or have been, Directors or officers, except in relation to matters as to which any such Directors or officer shall be adjudged to be liable for gross negligence or willful misconduct in the performance of duty. Such indemnification shall be in addition to any other rights to which the indemnification may be entitled under the law, or by-law, agreement, vote of stockholders, or otherwise.

The private property of the stockholders shall not be subject to the payment of corporate debts in any extent whatever.

# ARTICLE IX INCORPORATORS

The names and street address of the incorporator to these Articles of Incorporation are as follows:

1. Bishop Francis Curry
75 N.E. 202nd Terrace
Miami, FL 33179



The undersigned incorporator has executed these Articles of Incorporation this  $8^{\,\text{th}}$  day of May 1998.

IN WITNESS WHEREOF, we the undersigned, being the original subscriber to the capital stock herein above named and the incorporators, for the purpose of forming a corporation to do business both within and without the State of Florida, under the law of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein states are true and do respectively agree to tale the number of shares herein above set forth, and hereunto set our hands and seals this 8th day of May 1998.

Signed: R'Shep Franc's auny Incorporator

Date: MAY 8, 1998

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98 MAY 12 AM 8: 37

SECRETARY OF STATE FALLAHASSEE, FLORIDA

## CERTIFICATE OF DESIGNATION

# REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 609.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following Statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is Evangel Holding Corporation.
- 2. The name and address of the registered agent and office is as follow:

Eugene Porter, Jr.
1175 N. E. 125<sup>th</sup> Street, Suite 509
North Miami, Florida 33161

HAVING BEEN NAME AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Registered Agent

Date: MAY 8, 1998