

ARTICLES OF INCORPORATION

of the

BEREA BIBLICAL MINISTRIES, INC.

As amended on November 18, 2004

A Florida Corporation Not For Profit

The following are the Amended Articles of Incorporation of the Berea Biblical Ministries, Inc. (founded on May 1, 1980, Florida document number 752272, and IRS Taxpayer Identification Number 59-2103612), as approved by the Board of Directors on the eighteenth day of November 2004, and to become effective on January first 2005.

Article I, **NAME:**

The name of this corporation shall be the BEREA BIBLICAL MINISTRIES, Inc., abbreviated as BBM, a Florida corporation not for profit, with the location of its principal Florida office in Manatee County, Florida, the local address to be specified by the Board of Directors and registered with the State of Florida, Secretary of State, Division of Corporation.

Article II, **PURPOSE:**

The activities of this corporation shall be at all times exclusively consistent with such not for profit, charitable, religious and educational purposes as permitted by the Internal Revenue Code of the United States of America for organizations recognized for exemption from income tax under Section 501 (c) (3) of the Internal Revenue Code, and any future laws regarding such corporations, and therefore having the privilege to issue receipts for donations which are exempt from taxing, as permitted under Section 170. The major purpose of this corporation is the supporting of missionaries for the establishment of local churches through evangelism, Bible studies, youth ministries, camping programs and related ministries, though this numeration of such activities shall not be a limitation of the general purpose of such corporation. This corporation will be supported by donations and/or earnings from investments and assets of which no part may inure to the personal benefit of any of its members, except for the paying of expenses incurred by members in the carrying out of the aims of this corporation and reasonable compensation for services rendered by authorized personnel. At no time may this organization be used for the purpose of political propaganda, or to support or oppose political candidates or campaigns, or to influence legislation, except when such legislation will influence directly or indirectly the constitutional rights of this corporation.

Article III, **TERM OF EXISTENCE:**

This corporation shall exist perpetually.

Article IV, **MEMBERSHIP:**

There shall be two categories of members: 1) Members of the Board of Directors, and 2) Missionary Members. The manner of admission and termination, qualifications, terms of service, voting rights, and areas of responsibility shall be set forth in the Bylaws.

Article V, **THE BOARD OF DIRECTORS:**

Section A: There shall be a Board of Directors, each member having one vote, which shall manage the business affairs of this corporation as otherwise provided herein and in the Bylaws. The number of Directors shall be as defined in the Bylaws which shall be subject to the requirements of the laws of the State of Florida that there be a minimum of three (3).

Section B: The officers of the Board of Directors shall be: 1) President, 2) Vice President, 3) Secretary, 4) Treasurer, and others as provided in the Bylaws. The qualifications, responsibilities, terms of service, and method of appointment of the officers of the Board of Directors shall be set forth in the Bylaws.

Section C: Vacancies in the membership and/or in an office of the Board of Directors shall be filled in accordance with the provisions set forth in the Bylaws.

Article VI, **ORDINARY AND EXTRAORDINARY BUSINESS MEETINGS:**

There shall be an annual ordinary business meeting of the membership as defined in the Bylaws. Extraordinary meetings may be called as specified in the Bylaws.

Article VII, **REVISIONS AND/OR AMENDMENTS TO THE ARTICLES OF INCORPORATION AND/OR BYLAWS:**

The Articles of Incorporation and the Bylaws of this corporation may be revised and/or amended as provided for in the Bylaws.

Article VIII, **DISSOLUTION AND THE DISPOSITION OF ASSETS:**

Section A: This corporation may be dissolved by a simple majority vote of its membership at an extraordinary business meeting called by the Board of Directors for that purpose, as provided for in the Bylaws.

Section B: After all outstanding obligations are paid, all assets of this corporation shall be given to another corporation which meets the requirements of Section 501 (c) (3) of the Internal Revenue Code of 1954 (or corresponding provisions of any future United States Internal Revenue laws), the destination of such assets being decided by those members who participate in the extraordinary business meeting called for the dissolution of this corporation. If there is no organization to assume this corporation's assets, or the membership is unable to decide the matter, then the Circuit Court of the county in which the principal office of this corporation is then located shall dispose of the assets.

Article IX, **RESIDENT AGENT:**

The name and address of the resident agent of this corporation, upon whom the Secretary of State shall be able to serve a copy of process in any action or proceeding against the corporation which may be served upon him, currently is Phillip David Mosher, 706 – 84th Street Northwest, Bradenton, Florida 34209. Changes in the Resident Agent shall be registered with the Florida Department of State, Secretary of State, Division of Corporation.

Article X, **CERTIFICATION OF MEMBERS:**

The following members and officers of this corporation do hereby certify that the foregoing are the amended Articles of Incorporation of the BEREA BIBLICAL MINISTRIES, Inc., as amended and approved at a meeting lawfully called for that

purpose, on the eighteenth day of November 2004, the officers of the Berea Biblical Ministries, Inc. being as follows:

President and Missionary Member: Rev. Phillip David Mosher, 706 – 84th Street Northwest, Bradenton, Florida, 34209

Vice President: Ruth Eleanor Mosher, 706 – 84th Street Northwest, Bradenton, FL 34209

Secretary: Miriam Phyllis de Souza, 708 – 84th Street Northwest, Bradenton, Florida 34209

Treasurer: Kathleen Ester Johnson, 706 – 84th Street Northwest, Bradenton, FI 34209

IN WITNESS WHEREOF, such officers and members do ascribe their hands on this eighteenth day of November 2004:

Phillip David Mosher, President

Ruth Eleanor Mosher, Vice-president

Miriam Phyllis de Souza, Secretary

Kathleen Ester Johnson, Treasurer

Note: The only change made in these articles on November 18, 2004, was the official name of the corporation from Brazil Bible Mission, Inc. to Berea Biblical Ministries, Inc. The name change going into effect on January 1, 2005.