

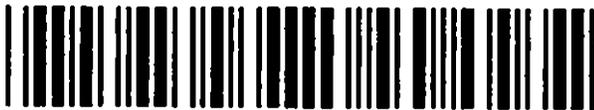


NON-PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2005

Filing Period: June 1 - June 30 • **Filing Fee \$20.00**
(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. Corporate ID No. 117359		2. Name of Corporation MARKETPLACE MINISTRIES, INC.			
3. State of Incorporation TEXAS		4. Corporate address in Rhode Island - Street Address 222 Jefferson Boulevard, Suite 200		City Warwick	Zip 02888
5. Foreign corporation. Enter principal office address 12900 Preston Rd Suite 1215			City Dallas	State Texas	Zip 75230
6. Brief Description of the character of the affairs which are actually conducted in Rhode Island PROVIDE CHAPLAINS TO BUSINESS CLIENTS TO AID IN THEIR EMPLOYEE ASSISTANCE PROGRAM.					
7. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name Gilford A. Stricklin			Vice President Name C.G. MacLin		
Street Address 12900 Preston Rd #1215			Street Address 12900 Preston Rd #1215		
City Dallas	State Texas	Zip 75230	City Dallas	State Texas	Zip 75230
Secretary Name Dan Dansby MD			Treasurer Name Jerry Lilley		
Street Address 12900 Preston Rd #1215			Street Address 12900 Preston Rd #1215		
City Dallas	State Texas	Zip 75230	City Dallas	State Texas	Zip 75230
8. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
THE NUMBER OF DIRECTORS OF A DOMESTIC (RHODE ISLAND) CORPORATION SHALL NOT BE LESS THAN THREE (3). R.I.G.L. 7-6-23					
Director Name Dr. Charles E. Handy (Chairman)			Director Name Kyle Heaton		
Street Address 12900 Preston Rd #1215			Street Address 12900 Preston Rd #1215		
City Dallas	State Texas	Zip 75230	City Dallas	State Texas	Zip 75230
Director Name Carl B. Bolin			Director Name James Neal Jefferson		
Street Address 12900 Preston Rd #1215			Street Address 12900 Preston Rd #1215		
City Dallas	State Texas	Zip 75230	City Dallas	State Texas	Zip 75230
9. REGISTERED AGENT IN RHODE ISLAND - DO NOT ALTER - Changes require filing of Form 641 - R.I.G.L. 7-6-13 / 7-6-78					
Agent Name CORPORATION SERVICE COMPANY			Address		
Address 222 JEFFERSON BOULEVARD, SUITE 200			City WARWICK	Zip 02888	

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



117359

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

C.G. MacLin 6/02/05
Signature of Officer Date

C.G. MacLin
Print or Type Name of Officer

Sr. Vice Pres. of Operations
Title of Officer

File Date 7-14-05
Check No. 54195
By: [Signature]
FOR SECRETARY OF STATE USE ONLY

**OFFICERS AND COMMITTEE SERVICE
YEAR 2005
MARKETPLACE MINISTRIES INC.
OFFICERS OF THE BOARD OF DIRECTORS**

Chairman..... Charles Tandy, M.D.**
 Advisor to the Chairman..... Former Chairman, Ed Bonneau
 Secretary..... Dan Dansby, M.D.
 Treasurer..... Jerry Lilley

COMMITTEE SERVICE

EXECUTIVE COMMITTEE*

Chairman..... Charles Tandy, M.D.**
Members
 Ed Bonneau Dan Dansby Gil A. Stricklin** Jerry Lilley

PERSONNEL COMMITTEE***

Chairman..... Charles Tandy, M.D.
Members
 Greg Terrell Ben March Carl Bolin Ken Stohner, Jr.

SPIRITUAL RESOURCES COMMITTEE

Chairman..... Greg Terrell
Members
 Steve Oliver Mickey McKenzie Jerry Lilley LTG John Van Alstyne Tom Freet

BOARD LEADERSHIP COMMITTEE

Chairman..... Ben March
Members
 Andy Nace Neal Jeffrey Jerry Lilley Steve Kerns

FINANCE-AUDIT-COMPENSATION (FAC) COMMITTEE

Chairman..... Carl Bolin
Members
 Ben March Kyle Hearon Nelson McKinney Andy Nace Ralph McCune

LEGAL COMMITTEE

Chairman..... Ken Stohner, Jr.
Members
 Bob Osburn, J.D. Ken Paxton, J.D. Andy Nace

*Executive Committee is Composed of Current Board Officers, Immediate Past Chairman and President & CEO of Marketplace Ministries

**Serve as a Member of all Committees

***Personnel Committee Consists of Current Board Officers and the Chairmen of the Five Standing Committees: Personnel, Spiritual Resources, FAC, Legal, and Board Leadership

MARKETPLACE MINISTRIES INC.®
BOARD OF DIRECTORS
2005

CHAIRMAN:

CHARLES C. TANDY, MD (Roena)
ANESTHESIOLOGIST
Bus. - 221 W. Colorado Blvd., Suite 204, Dallas, TX 75208
214/946-2151; FAX 214/946-2595
e-mail charrofarm@aol.com
Res. - 450 Allison, Dallas, TX 75208
214/942-4105

STEVE KERNS (Becky)
President, INSURMARK, INC.
820 Gessner - Suite 970, Houston, TX 77024
e-mail - skerns@annuitybiz.com
713-973-7575
Home - 214 Kilts Dr., Houston, TX 77024
713-973-2580

BOARD MEMBERS:

CARL B. BOLIN (Vera)
Corp. Sec./Treas. BROOK MAYS MUSIC COMPANY
Bus. - 8605 John Carpenter Frwy., Dallas, TX 75247-6010
214/267-3739 FAX 214/267-3744 e-mail carbolin@brookmays.com
Res. - 2314 Mockingbird, Garland, TX 75042
972/276-5302 e-mail cbolin5053@aol.com (home)

JERRY LILLEY (Carolyn)
Owner, LILLEY'S LANDING RESORT
367 River Lane, Branson, MO 65616
417-334-6380 800-284-2196 Fax - 417-334-6311
Home - 367 River Lane, Branson, MO 65616
417-334-6308 e-mail - jerrydlilley@aol.com

ED BONNEAU (Barbara)
Investments
Home 2710 Farmers Branch Ln., Farmers Branch, TX 75234
972/247-0219 Fax 972/347-6632
No e-mail

BEN MARCH (Anita)
Regional Director for Development, Baylor University
3100 McKinnon - Suite 180, Dallas, TX 75201
214/953-0190 Fax 214/953-3071 Cell 214/663-4523
e-mail Ben_March@baylor.edu
Res. - 7065 Freemont, Dallas, TX 75231
214/221-7771

DAN DANSBY, MD (Gray)
DALLAS OTOLARYNGOLOGY ASSOC.
7777 Forest Lane-Bldg. A-Suite 103, Dallas, TX 75230
972/566-7600; Fax 972/566-6560
e-mail dmdansby@sbcglobal.net
Res. - 5754 Glen Falls Lane - Dallas, TX 75209
214/692-7403

RALPH McCUNE (Jan)
Rector Emeritus - Church of the Holy Trinity
Res. - 11560 Drummond - Dallas, TX 75228
Res. 972/279-8495
e-mail henryralpl@hotmail.com

THOMAS FREET (Janice)
Operations Manager, KERR McGEE
16666 N. Chase, Houston, TX 77060
281/673-6935 e-mail tfreet@kmg.com
Res. - 26 Bough Leaf Place - Spring, TX 77381
936/273-0609

MICKEY McKENZIE (Barbara)
Chairman of the Board
GSC Enterprises
P.O. Box 638 - Sulphur Springs, TX 75483
903/885-7621 e-mail -
Res. - 1830 Church - Sulphur Springs, TX 75482
903/885-2059 e-mail mmckenzie@gscenterprises.com

KYLE HEARON (Kim)
Commercial Real Estate Appraiser
HEARON-SPELL & ASSOCIATES
2100 N. Collins - Suite 305, Richardson, TX 75080
972/792-7000 e-mail kyle@hearonspell.com
Res. - 1602 N. Cheyenne, Richardson, TX 75080
972/907-1548

NELSON McKINNEY (Barbara)
MCKINNEY & ASSOCIATES
213 E. Northgate Dr., Irving, TX 75062
972/541-0117; Fax 972/541-0118
e-mail (work) nelmck@mindspring.com
Res. - 213 Northgate Drive - Irving, TX 75062
972/717-6785

JAMES NEAL JEFFREY, JR. (Sheila)
Associate Pastor, PRESTONWOOD BAPTIST CHURCH
Bus. - 6801 W. Park, Plano, TX 75093
972/820-5000 Ext. 5305 FAX 972/820-5130
e-mail Njetfrey@Prestonwood.org
Res. - #2 Wilderness Cir., Richardson, TX 75080
972/437-3514

ANDY NACE (Susan)
Associate General Counsel
NL INDUSTRIES, INC.
5430 LBJ Freeway - Suite 1700, Dallas, TX 75240
972/233-1700 972/450-4260 direct line
Fax 972/448-1445
e-mail anace@valhi.net
Res. - 8535 Vista View Dr., Dallas, TX 75243
214/349-6646

MARKETPLACE MINISTRIES BOARD OF DIRECTORS

Page 2

STEVE A. OLIVER (Kathy)
PRES/CEO, SUNFLOWER DODGE
15500 West 117th Street, Olathe KS 66062
e-mail - steveoliversr@skodautomotive.com
Res. - 2535 SW Sampson Rd - Lees Summit, MO 64082
816-554-7718

ROBERT H. OSBURN (Susan)
A Professional Corporation, Attorney at Law
Bus. - 8117 Preston Road
800 Preston Commons West, Dallas, TX 75225-6332
214/696-3200; FAX 214/696-5971 e-mail rhopc@swbell.net
Res. - 5530 Lobello Dr., Dallas, TX 75229
214/691-2581

KEN PAXTON (Angela)
State Representative
Office - McKinney 469/742-0100
Res. - 307 Scarlet Drive, McKinney, TX 75070
1-972/540-1038
No e-mail

KENNETH STOHNER, JR. (Beverly)
Attorney at Law, Partner, JACKSON & WALKER
Bus. - 901 Main St., Suite 6000, Dallas, TX 75202
214/953-5904; FAX 214/953-5822
e-mail kstohner@jw.com
Res. - 3805 West Bay Circle, Dallas, TX 75214
214/828-1126

GIL A. STRICKLIN (Ann)
President, MARKETPLACE MINISTRIES INC.
Bus. - 12900 Preston Rd., Suite 1215, Dallas, TX 75230
972/385-7657; FAX 972/385-7307
e-mail gil.stricklin@marketplaceministries.com
Res. - 7707 Twisted Oaks Cir., Dallas, TX 75231
214/341-4141

GREG TERRELL (Melissa)
Self Employed Executive Dir., PERMIER DESIGNS
Res. 9 Stillforest, Houston, TX 77024
713/465-3287 Fax 713/465-3327
e-mail TERRELLG4M@aol.com

VAN ALSTYNE, JOHN, LTG. (Anita)
USA, Retired
COMMANDANT OF THE CORPS OF CADETS
TEXAS A&M UNIVERSITY
1400 TAMU, College Station, TX 77843
797/845-2811 e-mail jvanalstynce@tamu.edu
Res. - 9256 Brookwater Circle, College Station, TX 77845
979/693-1420



NON-PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2004

Filing Period: June 1 - June 30 • Filing Fee: \$20.00
FORM MUST BE TYPED OR PRINTED IN BLACK

1. Corporate ID No. 117359		2. Name of Corporation MARKETPLACE MINISTRIES, INC.	
3. State of Incorporation TEXAS		4. Corporate address in Rhode Island - Street Address 170 Westminster Street, Suite 900	
City Providence		Zip 02903	
Foreign corporation. Enter principal office address 12900 Preston Rd - Suite 1215		City Dallas	Zip 75230
Brief Description of the character of the affairs which are actually conducted in Rhode Island PROVIDE CHAPLAINS TO BUSINESS CLIENTS TO AID IN THEIR EMPLOYEE ASSISTANCE PROGRAM.			
NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS			
President Name Gil A. Stricklin		Vice President Name	
Street Address 12900 Preston Rd Suite 1215		Street Address	
City Dallas	State TX	Zip 75230	
Secretary Name Ben March		Treasurer Name Gretchen Minyard Williams	
Street Address 12900 Preston Rd- Suite 1215		Street Address 12900 Preston Rd - Suite 1215	
City Dallas	State TX	Zip 75230	
NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS			
THE NUMBER OF DIRECTORS OF A DOMESTIC (RHODE ISLAND) CORPORATION SHALL NOT BE LESS THAN THREE (3). R.I.G.L. 7-6-23			
Director Name Os Chrisman		Director Name Dan Dansby	
Street Address 12900 Preston Rd - Suite 1215		Street Address 12900 Preston Rd - Suite 1215	
City Dallas	State TX	Zip 75230	
Director Name John Harrison		Director Name Kyle Hearon	
Street Address 12900 Preston Rd - Suite 1215		Street Address 12900 Preston Rd - Suite 1215	
City Dallas	State TX	Zip 75230	
REGISTERED AGENT IN RHODE ISLAND - DO NOT ALTER - Changes require filing of Form 641 - R.I.G.L. 7-6-13 / 7-6-78			
Agent Name CORPORATION SERVICE COMPANY		Address	
Address 170 WESTMINSTER STREET, SUITE 900		City PROVIDENCE	Zip 02903-

RECEIVED
SECRETARY OF STATE
JUL 23 11 11 AM '04

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 1 1 7 3 5 9 *

File Date 7/1/04
Check No. 50958
By: DA
FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Gil A. Stricklin
Signature of Officer
Date
Gil A. Stricklin
Print or Type Name of Officer
President & CEO
Title of Officer

#117359

**OFFICERS AND COMMITTEE SERVICE
YEAR 2004
MARKETPLACE MINISTRIES INC.
OFFICERS OF THE BOARD OF DIRECTORS**

Chairman..... Charles Tandy, M.D.**
Advisor to the Chairman..... Past Chairman, Calvin McKaig, M.D.
Secretary..... Ben March
Treasurer..... Gretchen Minyard Williams

COMMITTEE SERVICE

EXECUTIVE COMMITTEE*

Chairman..... Charles Tandy, M.D.**

Members

Ben March Gretchen Minyard Williams Ray Pace Gil A. Stricklin**

PERSONNEL COMMITTEE***

Chairman..... Charles Tandy, M.D.

Members

Andy Nace Ben March Ralph McCune
Calvin McKaig Del Rogers Gretchen Minyard Williams

SPIRITUAL RESOURCES COMMITTEE

Chairman..... Ralph McCune

Members

Neal Jeffrey Nelson McKinney Greg Terrell Charles Tandy LTG John Van Alstyne

FINANCE-AUDIT-COMPENSATION (FAC) COMMITTEE

Chairman..... Craig Hodges

Members

Ben March Kyle Hearon Calvin McKaig Ray Pace Homer Stewart

LEGAL COMMITTEE

Chairman..... Andy Nace

Members

Os Chrisman, J.D. John Harrison, J.D. Ken Paxton, J.D. Ken Stohner, J.D.

DEVELOPMENT COMMITTEE

Chairman..... Del Rogers

Members

Craig Hodges Nelson McKinney Homer Stewart Gretchen Minyard Williams

**Serve as a Member of all Committees

*Executive Committee is Composed of Current Board Officers, Immediate Past Chairman, and President & CEO of Marketplace Ministries

***Personnel Committee Consists of Current Board Officers and the Chairmen of the Five Standing Committees Personnel, Spiritual Resources, FAC, Legal, and Development.

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV.
JUN 23 11 49 AM '04

MARKETPLACE MINISTRIES INC.®
BOARD OF DIRECTORS
2004

117359

CHAIRMAN:

CHARLES C. TANDY, MD (Roena)
ANESTHESIOLOGIST
Bus. - 221 W. Colorado Blvd., Suite 204, Dallas, TX 75208
214/946-2151; FAX 214/946-2595
e-mail charrofarm@aol.com
Res. - 450 Allison, Dallas, TX 75208
214/942-4105

RALPH McCUNE (Jan)
11560 Drummond - Dallas, TX 75228
Res. 972/279-8495
e-mail henryralpl@hotmail.com

BOARD MEMBERS:

OS CHRISMAN (Marilyn)
Mediator & Arbitrator
Bus. - 2213 Boll St., Dallas, TX 75204
214/942-0889, FAX 214/637-9331 e-mail os@tx-law.com
Res. - 1151 Plymouth Road, Dallas, TX 75208
214/942-0889

CALVIN N. McKAIG, MD (Mary Lou)
OPHTHALMOLOGY
Res. - 1203 Canterbury Ct., Arlington, TX 76013
817/860-1529; FAX 817/860-1529
e-mail CNMCK@aol.com

DAN DANSBY, MD (Gray)
DALLAS OTOLARYNGOLOGY ASSOC.
7777 Forest Lane-Bldg. A-Suite 103, Dallas, TX 75230
972/566-7600; Fax 972/566-6560
e-mail dmdansby@sbcglobal.net
Res. - 5754 Glen Falls Lane - Dallas, TX 75209
Res. 214/692-7403

NELSON McKINNEY (Barbara)
MCKINNEY & ASSOCIATES
213 E. Northgate Dr., Irving, TX 75062
972/541-0117; Fax 972/541-0118
e-mail (work) nelmek@mindspring.com
Res. - 213 Northgate Drive - Irving, TX 75062
Res. 972/717-6785

JOHN HARRISON (Lisa)
Attorney at Law
OGLETREE DEAKINS, NASH, SMOAK & STEWART
Bus. 700 Preston Commons, 8117 Preston Rd., Dallas, TX 75225
214/987-3892; Fax 214/987-3927
e-mail john.harrison@odnss.com
Res. 4240 San Gabriel Dr. - Dallas, TX 75229
214/352-5595

ANDY NACE (Susan)
Associate General Counsel
NL INDUSTRIES, INC.
5430 LBJ Freeway - Suite 1700, Dallas, TX 75240
972/233-1700 972/450-4260 direct line
Fax 972/448-1445
e-mail anace@valhi.net
Home - 8535 Vista View Dr., Dallas, TX 75243
214/349-6646

KYLE HEARON (Kim)
Commercial Real Estate Appraiser
HEARON-SPELL & ASSOCIATES
2100 N. Collins - Suite 305, Richardson, TX 75080
972/792-7000 e-mail kyle@hearonspell.com
Res. - 1602 N. Cheyenne, Richardson, TX 75080
972/907-1548

RAY H. PACE (Sondi)
CEO of PACE INVESTMENTS III
Bus. Phone 972/562-2664 FAX 972/562-7498
e-mail ray@paceiii.com
Res. - 1181 Kempton Park Lane, Fairview, TX 75069
972/562-8486 Cell 214/649-5710

CRAIG HODGES (Jo Ann)
President, FIRST DALLAS SECURITIES
2905 Maple, Dallas, TX 75201
Wk. 214/665-9109, FAX 214/954-1523
e-mail chodges@firstdallas.com
Res. - 6449 Waggoner Dr, Dallas, TX 75230
214/265-7707

KEN PAXTON (Angela)
State Representative
Office - McKinney 469/742-0100
Res. - 307 Scarlet Drive, McKinney, TX 75070
1-972/540-1038

JAMES NEAL JEFFREY, JR. (Sheila)
Associate Pastor, PRESTONWOOD BAPTIST CHURCH
Bus. - 6801 W. Park, Plano, TX 75093
972/820-5000 Ext. 5305 FAX 972/820-5130
e-mail Njeffrey@Prestonwood.org
Res. - #2 Wildemess Cir., Richardson, TX 75080
972/437-3514

DEL ROGERS (Judy)
Founder & CEO, THE ROGERS COMPANY (Vision Funding)
Bus. - 10713 Plano Road, Dallas, TX 75238
214/349-4174 FAX 214/349-4741 e-mail delmarr@sbcglobal.net
Res. - 11322 Ferndale Rd., Dallas, TX 75238
214/341-2789 Cell 214/417-4611

BEN MARCH (Anita)
Regional Director for Development, Baylor University
3100 McKinnon - Suite 180, Dallas, TX 75201
214/953-0190 Fax 214/953-3071 Cell 214/663-4523
e-mail Ben_March@baylor.edu
Res. - 9910 Vistadale Dr., Dallas, TX 75238
214/221-7771

KENNETH STOHNER, JR. (Beverly)
Attorney at Law, Partner, JACKSON & WALKER
Bus. - 901 Main St., Suite 6000, Dallas, TX 75202
214/953-5904; FAX 214/953-5822
e-mail kstohner@jw.com
Res. - 3805 West Bay Circle, Dallas, TX 75214
214/828-1126

117359

MARKETPLACE MINISTRIES BOARD OF DIRECTORS

Page 2

HOMER L. STEWART, JR (Martha)
Partner, SOS Timber Company LLC
Email - hmstewart@evl.net
18 Fairway Drive, Frisco, TX 75034
972/625-5918

GIL A. STRICKLIN (Ann)
President, MARKETPLACE MINISTRIES INC.
Bus. - 12900 Preston Rd., Suite 1215, Dallas, TX 75230
972/385-7657; FAX 972/385-7307
e-mail gil.stricklin@marketplaceministries.com
Res. - 7707 Twisted Oaks Cir., Dallas, TX 75231
214/341-4141

GREG TERRELL (Melissa)
Self Employed Executive Dir., PERMIER DESIGNS
Res. 910 Oak Valley, Houston, TX 77024
713/465-3287 Fax 713/465-3327
e-mail TERRELLGJM@aol.com

VAN ALSTYNE, JOHN, LTG. (Anita)
USA, Retired
COMMANDANT OF THE CORPS OF CADETS
TEXAS A&M UNIVERSITY
1400 TAMU, College Station, TX 77843
797/845-2811 e-mail jvanalstyne@tamu.edu
Res. - 9256 Brookwater Circle, College Station, TX 77845
979/693-1420

GRETCHEN MINYARD WILLIAMS (Sonny)
Co-Chairman of the Board & Co-CEO
MINYARD FOOD STORES, INC.
Bus. - 777 Freeport Parkway, Coppell, TX 75109
972/393-8202 FAX 972/393-8550
e-mail gwilliams@minyards.com
Res. - 12221 Creek Forest Drive, Dallas, TX 75230
469/374-9915



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Matthew A. Brown, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401.222.3040

NON-PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2003

Filing Period: June 1 - June 30 • Filing Fee: \$20.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. Corporate ID No. *117359*		2. Name of Corporation MARKETPLACE MINISTRIES, INC.			
3. State of Incorporation TEXAS		4. Corporate address in Rhode Island - Street Address 170 Westminster St. Suite 0900		City Providence	Zip 02903
5. Foreign corporation: Enter principal office address 12900 PRESTON ROAD, SUITE 1215			City DALLAS	State TX	Zip 75230-
6. Brief Description of the character of the affairs which are actually conducted in Rhode Island PROVIDE CHAPLAINS TO BUSINESS CLIENTS TO AID IN THEIR EMPLOYEE ASSISTANCE PROGRAM.					
7. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name Gilford A. Stricklin, Sr.			Vice President Name		
Street Address 7707 Twisted Oaks Circle			Street Address		
City Dallas	State TX	Zip 75231	City	State	Zip
Secretary Name Jerry Lilley			Treasurer Name Gretchen Minyard Williams		
Street Address 367 River Lane			Street Address 7420 Glenshannon Circle		
City Branson	State MO	Zip 65616	City Dallas	State TX	Zip 75225
8. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS THE NUMBER OF DIRECTORS OF A DOMESTIC (RHODE ISLAND) CORPORATION SHALL NOT BE LESS THAN THREE (3). R.I.G.L. 7-6-23					
Director Name Carl B. Bolin			Director Name Randy Draper		
Street Address 2314 Mockingbird			Street Address 7407 Belle Meade Drive		
City Garland	State TX	Zip 75042	City Colleyville	State TX	Zip 76034
Director Name Os Chrisman			Director Name Thomas G. Freet		
Street Address 1151 Plymouth Road			Street Address 1509 Ambleside Lane		
City Dallas	State TX	Zip 75208	City Richardson	State TX	Zip 75082
9. REGISTERED AGENT IN RHODE ISLAND - DO NOT ALTER - Changes require filing of Form 641 - R.I.G.L. 7-6-13 / 7-6-78					
Agent Name CORPORATION SERVICE COMPANY			Address 170 WESTMINSTER STREET, SUITE 900		
Address			City PROVIDENCE	Zip 02903-	

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



117359 FNP6/6/0311:13:22 AM

File Date 9-2-03

Check No. 117359 40075

By: AMF

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Gilford A. Stricklin, Sr. 6/13/03
Signature of Officer Date
Gilford A. Stricklin, SR.
Print or Type Name of Officer
President & Founder
Title of Officer

MARKETPLACE MINISTRIES INC.®
BOARD OF DIRECTORS
2003

CHAIRMAN:

CALVIN N. McKAIG, MD (Mary Lou)
Consultant, OPHTHALMIC INNOVATIONS INTERNATIONAL
Res. - 1203 Canterbury Ct., Arlington, TX 76013
817/860-1529; FAX 817/860-1529
e-mail CNMCK@aol.com

JAMES NEAL JEFFREY, JR. (Sheila)
Associate Pastor, PRESTONWOOD BAPTIST CHURCH
Bus. - 6801 W. Park, Plano, TX 75093
972/820-5000 Ext. 5305 FAX 972/820-5130
e-mail Njeffrey@Prestonwood.org
Res. - #2 Wilderness Cir., Richardson, TX 75080
972/437-3514

BOARD MEMBERS:

CARL B. BOLIN (Vera)
Corp. Sec./Treas. BROOK MAYS MUSIC COMPANY
Bus. - 8605 John Carpenter Frwy., Dallas, TX 75247-6010
214/267-3739 FAX 214/267-3744 e-mail caribolin@brookmays.com
Res. - 2314 Mockingbird, Garland, TX 75042
972/276-5302 e-mail cbolin5053@aol.com (home)

JERRY D. LILLEY (Carolyn)
Owner, LILLEYS LANDING RESORT
Bus. - 367 River Lane, Branson, MO 65616
417/334-6380; 800/284-2196; FAX 417/334-6311
e-mail jerrydlilley@aol.com
Res. - 367 River Lane, Branson, MO 65616
417/334-6308

OS CHRISMAN (Marilyn)
Mediator & Arbitrator
Bus. - 2213 Boll St. - Dallas, Tx 75204
214/999-0800; Fax 214/637-9331 e-mail os@tx-law.com
Res. - 1151 Plymouth Road - Dallas, TX 75208
214/942-0889

RALPH McCUNE (Jan)
11560 Drummond - Dallas, TX 75228
Res. 972/279-8495
e-mail RaiphMc@flash.net

DRAPER, RANDY (Elizabeth)
Vice President of Marketing - Premier Designs
1551 Corporate Drive, Irving, TX 75038
1-800-899-0091
Res. - 7407 Belle Meade Drive, Colleyville, Tx 76034
817/329-2961

NELSON MCKINNEY (Barbara)
MCKINNEY & ASSOCIATES
213 E. Northgate Dr., Irving, TX 75062
972/541-0117; Fax 972/541-0118
e-mail (work) nelsonmckinney@msn.com
Res. - 213 Northgate Drive - Irving, TX 75062
Res. 972/717-6785 e-mail nelmck@mindspring.com

THOMAS G. FREET (Janice)
Operations Manager, KERR McGEE,
Bus. - P. O. 809004, Dallas, TX 75380
972/715-4648; FAX 972/715-4600 e-mail tfreet@kmg.com
Res. - 1509 Ambleside Ln., Richardson, TX 75082
972/669-0440

ROBERT H. OSBURN (Susan)
A Professional Corporation, Attorney at Law
Bus. - 8117 Preston Road
800 Preston Commons West, Dallas, TX 75225-6332
214/696-3200; FAX 214/696-5971 e-mail rhopci@swbcil.net
Res. - 5530 Lobello Dr., Dallas, TX 75229
214/691-2581

JOHN HARRISON (Lisa)
Attorney at Law
OGLETREE DEAKINS, NASH, SMOAK & STEWART
Bus. 700 Preston Commons, 8117 Preston Rd., Dallas, TX 75225
214/987-3892; Fax 214/987-3927
e-mail john.harrison@odnss.com
Res. 5300 Mercedes Ave. - Dallas, TX 75206
972/437-3514

RAY H. PACE (Sondi)
CEO of PACE INVESTMENTS III
Bus. Phone 972/562-2664 FAX 972/562-2664
e-mail ray@paceiii.com
Res. - 1181 Kempton Park Lane, Fairview, TX 75069
972/562-8486

KYLE HEARON (Kim)
Commercial Real Estate Appraiser
HEARON-SPELL & ASSOCIATES
2100 N. Collins - Suite 305, Richardson, TX 75080
972/792-7000 e-mail kyle@hearonspell.com
Res. - 1602 N. Cheyenne, Richardson, TX 75080
972/907-1548

DEL ROGERS (Judy)
Founder & CEO, THE ROGERS COMPANY (Vision Funding)
Bus. - 10713 Plano Road, Dallas, TX 75238
214/349-4174 FAX 214/349-4741 e-mail rjudy@nueworld.com
Res. - 11322 Ferndale Rd., Dallas, TX 75238
214/341-2789 Cell 214/417-4611

CRAIG HODGES (Jo Ann)
President, FIRST DALLAS SECURITIES
2905 Maple, Dallas, TX 75201
Wk. 214/665-9109. FAX 214/954-1523
e-mail chodges@firstdallas.com
Res. - 12412 Matssse Lane, Dallas, TX 75230
972/490-3877

KENNETH STOHNER, JR. (Beverly)
Attorney at Law, Partner, JACKSON & WALKER
Bus. - 901 Main St., Suite 6000, Dallas, TX 75202
214/953-5904; FAX 214/953-5822
e-mail kstohner@jw.com
Res. - 3805 West Bay Circle, Dallas, TX 75214
214/828-1126

**OFFICERS AND COMMITTEE SERVICE
YEAR 2003
MARKETPLACE MINISTRIES INC.**

OFFICERS OF THE BOARD OF DIRECTORS

Chairman Calvin McKaig, M.D.**
Vice Chairman (Chairman Elect 2004) Charles Tandy, M.D.
Secretary Jerry Lilley
Treasurer Gretchen Minyard Williams

COMMITTEE SERVICE

EXECUTIVE COMMITTEE*

Chairman Calvin McKaig, M.D.**

Members

Jerry Lilley Gretchen Minyard Williams Charles Tandy Gil A. Stricklin**

PERSONNEL COMMITTEE***

Chairman Charles Tandy, M.D.

Members

Tom Freet	Jerry Lilley	Ralph McCune
Robert Osburn	Calvin McKaig	Gretchen Minyard Williams
Del Rogers		

SPIRITUAL RESOURCES COMMITTEE

Chairman Ralph McCune

Members

Neal Jeffrey Nelson McKinney Charles Tandy LTG John Van Alstyne

FINANCE-AUDIT-COMPENSATION (FAC) COMMITTEE

Chairman Tom Freet

Members

Carl Bolin Kyle Hearon Craig Hodges Ray Pace Homer Stewart

LEGAL COMMITTEE

Chairman Robert Osburn, J.D.

Members

Os Chrisman John Harrison Ken Stohner, J.D.

DEVELOPMENT COMMITTEE

Chairman Del Rogers

Members

Craig Hodges	William R. Thomas
Homer Stewart	Gretchen Minyard Williams

**Serve as a Member of all Committees

*Executive Committee is Composed of Current Board Officers, Immediate Past Chairman, and President & CEO of Marketplace Ministries

***Personnel Committee Consists of Current Board Officers and the Chairmen of the Five Standing Committees-Personnel, Spiritual Resources, FAC, Legal, and Development.

117359

CSC Corporation Service Company
2711 Centerville Road, Suite 400, Wilmington, DE 19808
(866) 846-8765

Form: A-GEN-MAIL
R-62286-5

Date: 03-JUN-03

MR. DAN SHOTTS
MARKETPLACE MINISTRIES, INC.
12900 PRESTON ROAD
SUITE 1215
DALLAS TX 75230

RE: MARKETPLACE MINISTRIES, INC.--1989813 (RI)

As your registered agent, CSC is forwarding the enclosed mail which we received on your behalf.

If we can be of further assistance please do not hesitate to contact us.

Very truly yours,

Corporation Service Company

Enclosure:

Annual Report

Filing Fee: \$20.00

To be filed annually during the month of June



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Corporations Division
100 North Main Street Providence, Rhode Island 02903-1335
Telephone (401) 222-3040

NON-PROFIT CORPORATION

Corporate ID Number FNP-117359

Annual Report for the year 2002

- 1. The name of the corporation is MARKETPLACE MINISTRIES, INC.
2. The state or other jurisdiction under the laws of which it is incorporated is TEXAS
3. The address of the registered office of the corporation in this state is 170 WESTMINSTER STREET, SUITE 900 PROVIDENCE, RI 02903- and the name of its registered agent in this state at that address is CORPORATION SERVICE COMPANY
4. The character of the affairs which it is actually conducting in Rhode Island, briefly stated, is employee care and assistance provided by ministry Chaplains.
5. If a foreign corporation, the address of its principal office in the state or other jurisdiction under the laws of which it is incorporated is 12900 Preston Road, Suite 1215, Dallas, TX 75230
6. Corporate address in Rhode Island
7. Names and addresses of its directors and officers: (In compliance with 7-6-23 of the R.I.G.L. 1956, as amended, the number of directors of a domestic (Rhode Island) corporation shall not be less than three (3).)

Table with 3 columns: NAME, OFFICE, ADDRESS. Rows include Calvin N. McKaig (Director, 1203 Canterbury CT, Arlington, TX 76013), Carl Bolin (Director, 2314 Mockingbird Garland, TX 75042), Thomas Freet (Director, 1509 Ambleside Ln, Richardson, TX 75082), Gilford A. Stricklin (President, 7707 Twisted Oaks Circle, Dallas, TX 75231), Edwin Boneau (Vice-President, 2710 Farmers Branch Lane, Farmers Branch, TX 75234), Greg Terrell (Secretary, 910 Oak Valley, Houston, TX 77024), William Thomas (Treasurer, 7418 Overdale, Dallas, TX 75240).

See Attached List for additional members
Dated:

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.



Marketplace Ministries Inc.
Exact Name of Corporation
By [Signature]
Title President and Founder
(Report must be signed by an officer)

FOR SECRETARY OF STATE USE ONLY
File Date: 12.9.02
Check No.: 37139
By: [Signature]

MARKETPLACE MINISTRIES INC.®
BOARD OF DIRECTORS
2002

CHAIRMAN:

~~CALVIN N. MCKAIG, MD (Mary Lou)
OPHTHALMOLOGY - RETIRED
Res. - 1203 Canterbury Ct., Arlington, TX 76013
817/860-1529 FAX 817/860-1529
e-mail CNMCK@aol.com~~

ANDREW B. NACE (Susan)
Associate General Counsel, SOFTWARE SPECTRUM
Bus. - 2140 Meritt Drive, Garland, TX 75041
972/864-5244; FAX 972/864-7889
e-mail andy.nace@softwarespectrum.com
Res. - 8535 Vista View Dr., Dallas, TX 75243
214/349-6646

BOARD MEMBERS:

~~CARL B. BOLIN (Vera)
Corp. Sec./Treas. BROOK MAY'S MUSIC COMPANY
Bus. - 8605 John Carpenter Frwy., Dallas, TX 75247-6010
214/267-3939 FAX 214/267-3744 e-mail
carlbolin@brookmays.com
Res. - 2314 Mockingbird, Garland, TX 75042
972/276-5302 e-mail cbolin5053@aol.com (home)~~

ROBERT H. OSBURN (Susan)
A Professional Corporation, Attorney at Law
Bus. - 8117 Preston Road
800 Preston Commons West, Dallas, TX 75225-6332
214/696-3200; FAX 214/696-5971 e-mail rhopc@swbell.net
Res. - 5530 Lobello Dr., Dallas, TX 75229
214/691-2581

~~EDWIN V. BONNEAU (Barbara)
Investments
Res. - 2710 Farmers Branch Lane, Farmers Branch, TX 75234
972/247-0219, FAX 972/247-6632~~

RAY H. PACE (Sondi)
CEO of PACE INVESTMENTS III
Bus. Phone 972/562-2664 FAX 972/562-2664
e-mail ray@paceiii.com
Res. - 1181 Kempton Park Lane, Fairview, TX 75069
972/562-8486

~~THOMAS G. FREET (Janice)
Operations Manager, KERR MCGEE.
Bus. - P. O. 809004, Dallas, TX 75380
972/715-4648; FAX 972/715-4600 e-mail tfreet@kmg.com
Res. - 1509 Ambleside Ln., Richardson, TX 75082
972/669-0440~~

W. KENNETH PAXTON, JR. (Angela)
Attorney & Counselor
Res. - 307 Scarlet Drive, McKinney, TX 75070
972/540-1038 (Long Distance) fax 469/247-2360
e-mail Ken.Paxton@artbi.com

~~CRAIG HODGES (Jo Ann)
President, FIRST DALLAS SECURITIES
2905 Maple, Dallas, TX 75201
Wk. 214/665-9109, FAX 214/954-1523
e-mail chodges@firstdallas.com
Res. - 12412 Matisse Lane, Dallas, TX 75230
972/490-3877~~

DEL ROGERS (Judy)
Founder & CEO, THE ROGERS COMPANY (Vision Funding)
Bus. - 10713 Plano Road, Dallas, TX 75238
214/349-4174 FAX 214/349-4741 e-mail rjudyr@nueworld.com
Res. - 11322 Ferndale Rd., Dallas, TX 75238
214/341-2789 Cell 214/417-4611

~~JAMES NEAL JEFFREY, JR. (Sheila)
Associate Pastor, PRESTONWOOD BAPTIST CHURCH
Bus. - 6801 W. Park, Plano, TX 75093
972/820-5000 Ext. 5305 FAX 972/820-5130
e-mail Njeffrey@Prestonwood.org
Res. - #2 Wilderness Cir., Richardson, TX 75080~~

KENNETH STOHNER, JR. (Beverly)
Attorney at Law, Partner, JACKSON & WALKER
Bus. - 901 Main St., Suite 6000, Dallas, TX 75202
214/953-5904; FAX 214/953-5622
e-mail kstohner@jw.com
Res. - 3805 West Bay Circle, Dallas, TX 75214
214/828-1126

~~JERRY D. LILLEY (Carolyn)
Owner, LILLEYS LANDING RESORT
Bus. - 367 River Lane, Branson, MO 65616
417/334-6380; 800/284-2196; FAX 417/334-6311
e-mail jerrydilley@aol.com
Res. - 367 River Lane, Branson, MO 65616
417/334-6308~~

HOMER L. STEWART, JR (Martha)
Partner, SOS Timber Company LLC
18 Fairway Drive, Frisco, TX 75034
972/625-5918

~~BEN Y. MARCH (Anita)
Baylor University Dir. Of Development
5949 Sherry Lane - Suite 620, Dallas, TX 75225
214/953-0190 Fax 214/953-3071 Cell 214/663-4523
e-mail Ben_March@baylor.edu
Res. - 9910 Vistadale Drive, Dallas, TX 75238
214/221-7771~~

~~GIL A. STRICKLIN (Ann)
President, MARKETPLACE MINISTRIES INC.
Bus. - 12900 Preston Rd., Suite 1215, Dallas, TX 75230
972/385-7657; FAX 972/385-7307
e-mail gil.stricklin@marketplaceministries.com
Res. - 7707 Twisted Oaks Cir., Dallas, TX 75231
214/341-4141~~

MARKETPLACE MINISTRIES BOARD OF DIRECTORS
Page 2

CHARLES C. TANDY, MD (Roena)
ANESTHESIOLOGIST
Bus. - 221 W. Colorado Blvd., Suite 204, Dallas, TX 75208
214/946-2151; FAX 214/946-2595
e-mail charrofarm@aol.com
Res. - 450 Allison, Dallas, TX 75208
214/942-4105

GRETCHEN MINYARD WILLIAMS (Sonny)
Co-Chairman of the Board & Co-CEO
MINYARD FOOD STORES, INC.
Bus. - 777 Freeport Parkway, Coppell, TX 75109
972/393-8202 FAX 972/393-8550
e-mail gwilliams@minyards.com
Res. - 7420 Glenshannon Circle, Dallas, TX 75225
214/369-7832

GREG FERRELL (Melissa)
Self Employed, Executive Director, PREMIER DESIGNS
Res. - 910 Oak Valley, Houston, TX 77024
713/465-3287; FAX 713/465-3327
e-mail TERRELLG4M@aol.com

WILLIAM R. (Bill) THOMAS
President, CAPITAL SOUTHWEST CORPORATION
Bus. - 12900 Preston Rd., Suite 700, Dallas, TX 75230
972/233-8242; FAX 972/233-7362
e-mail jnickerson@capkalsouthwest.com
Res. - 7418 Overdale, Dallas, TX 75240
972/387-1247