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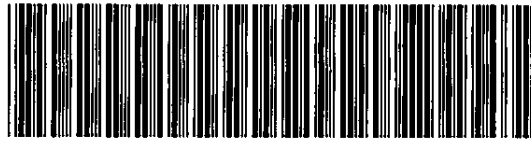
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PALM BEACH, FLORIDA

HAROLD E. WOLFE, JR., P.A.

ATTORNEYS AND COUNSELORS AT LAW

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HAROLD E. WOLFE, JR. *

*ADMITTED TO BARS OF:

FLORIDA
GEORGIA
ALABAMA

* FLORIDA BAR BOARD
CERTIFIED TAX ATTORNEY
* FLORIDA BAR BOARD
CERTIFIED ESTATE
PLANNING AND PROBATE
ATTORNEY

April 19, 2007

Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32314

**Re: Recording of the Articles of Organization for
Friendship Fellowship At Pineda Funding, L.L.C.**

Dear Sir/Madam:

Enclosed please find the original and one (1) copy of Articles of Organization for Friendship Fellowship At Pineda Funding, L.L.C. for filing with the Secretary of State, Division of Corporations. Also enclosed is a check in the amount of One Hundred Fifty-Five Dollars (\$155.00) representing the following fees:

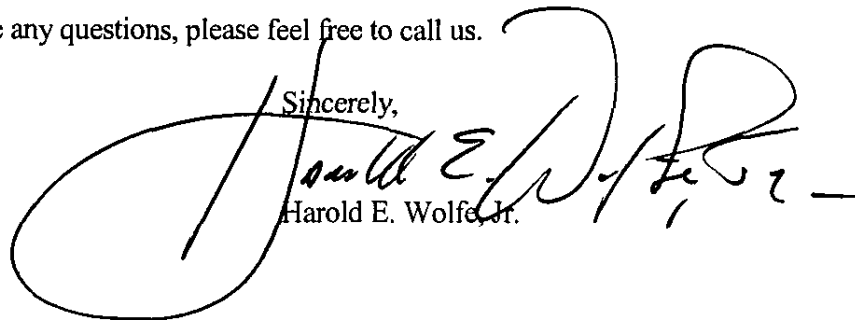
Filing Fee	\$100.00
Certified Copy Fee	30.00
Registered Agent Designation	<u>25.00</u>

Total: \$155.00

Please file these Articles at your earliest convenience and return the certified photocopy to this office in the enclosed self-addressed, stamped envelope.

Should there be any questions, please feel free to call us.

Sincerely,



Harold E. Wolfe, Jr.

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TALLAHASSEE, FLORIDA
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HEW:fss

Enclosures

cc: Mr. John G. Lees

ARTICLES OF ORGANIZATION

OF

FRIENDSHIP FELLOWSHIP AT PINEDA FUNDING, L.L.C.

We, the undersigned, hereby form and create a limited liability company pursuant to Chapter 608 and Fla. Stat. §608.407 of the laws of the State of Florida, do hereby execute and adopt these Articles of Organization to be filed with the Florida Department of State and do hereby state and certify the following:

ARTICLE I - NAME OF LIMITED LIABILITY COMPANY

In accordance with Fla. Stat. §608.406, the limited liability company's name shall be "FRIENDSHIP FELLOWSHIP AT PINEDA FUNDING, L.L.C."

ARTICLE II - PERIOD OF DURATION OF LIMITED LIABILITY COMPANY

This limited liability company shall have a duration of ninety-nine (99) years from the effective date of these Articles of Organization. This limited liability company's existence shall begin at the date and time when these Articles of Organization are filed with the Florida Department of State, all in accordance with Fla. Stat. §608.409(1).

ARTICLE III - LOCATION OF PRINCIPAL OFFICE

The mailing and street address of this limited liability company's principal office follows:

Mailing Address/Street Address:
3115 Friendship Place
Rockledge, FL 32955

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TALLAHASSEE, FLORIDA

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ARTICLE IV - REGISTERED OFFICE AND REGISTERED AGENT

The street address of this limited liability company's initial registered agent address in the State of Florida is: 271 Forecast Lane, Rockledge, Florida 32955. The name of the registered agent at such registered office is: **JOHN C. ENGLAND.**

ARTICLE V - ADMISSION OF NEW MEMBERS

Members may admit additional new Members in compliance with the terms and conditions of this article. A new Member may be admitted into this limited liability company only if (i) such new Member acquires ownership units in this limited liability company, (ii) any first refusal rights or other restrictions on ownership unit transferability granted under any operating agreement then in effect governing this limited liability company are complied with, (iii) such new Member agrees to comply with any operating agreement then in effect governing this limited liability company and (iv) such new Member executes such instruments as the other Members determine are necessary or desirable to effect such admission and to confirm the agreement of the person or entity being admitted as a new Member to be bound by all the covenants, terms and conditions of these Articles of Organization and any operating agreement then governing this limited liability company then in effect. Said new Member shall receive a capital interest and an interest in the net profits and net losses and cash flow of this limited liability company in an amount commensurate with the formula prescribed in Article VIII hereof.

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FLORIDA

ARTICLE VI - CONTINUATION OF BUSINESS

The remaining Members of this limited liability company are specifically given the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or the occurrence of an event which terminates the continued membership of a Member

in this limited liability company; it being the intent of the Members hereunder that the existence of this limited liability company be for the term of years set forth in Article II hereof.

ARTICLE VII - COMPOSITION OF MANAGEMENT

This limited liability company shall be managed by three (3) Managers, JOHN GORDON LEES, as Trustee of the John Gordon Lees Revocable Living Trust dated February 15th, 2007, PATRICIA M. HEMPHILL, Settlor/Trustee of the Patricia M. Hemphill Trust and SHIRLEY M. WORKS, who shall serve for an initial term of three (3) years. All initial Managers and Managers elected at any annual meeting shall serve for a term of three (3) years. Any Managers elected at a special meeting shall serve for a period until the second annual meeting after their election at which time their successor Manager shall be selected. This Limited Liability Company is to be a Manager-managed company as set forth in Fla. Stat. §608.407(d) and shall be so managed by JOHN GORDON LEES, as Trustee of the John Gordon Lees Revocable Living Trust dated February 15th, 2007, PATRICIA M. HEMPHILL, Settlor/Trustee of the Patricia M. Hemphill Trust and SHIRLEY M. WORKS, until passage of the three (3) year term set forth above or until they have resigned, died or retired, or consent to a Successor Manager. Upon the resignation, death, or retirement, or written consent to a successor Manager, in such event, a successor Manager (to such Manager who has resigned, died, retired or provided written consent to a Successor Manager) shall be selected (i) in accordance with any then adopted operating agreement governing this Limited Liability Company or (ii) if no such operating agreement has been so adopted, by majority percentage vote of members holding a majority of Units in this Limited Liability Company. In accordance with the foregoing, the names and addresses of the Managers of this Limited Liability Company are:

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Name of Manager

Address

John Gordon Lees

8226 Simpkins Way
Melbourne, Florida 32940

Patricia M. Hemphill

117 Tropic Place
Rockledge, Florida 32955

Shirley M. Works

1820 Woodberry Circle
Melbourne, Florida 32935

Notwithstanding anything to the contrary contained in Fla. Stat. §608.426 (or successor section) the Managers shall have sole discretion in making decisions to make distributions to members from this Limited Liability Company. Furthermore, since this limited liability company is to be a manager-managed company, the Manager or Managers herein named shall have all of the rights afforded under Fla. Stat. § 608.422(4)(b) (or successor statute); and the rights afforded the Manager or Managers hereunder shall not be abridged by any subsequent amendments to this limited liability company's operating agreement.

ARTICLE VIII - OWNERSHIP UNITS

The maximum number of ownership units that this limited liability company is authorized to have outstanding is ten thousand (10,000) units, all of which shall be identical units. This limited liability company is not obligated to issue all of its authorized outstanding units but rather may issue to initial Members a portion of its authorized ownership units and reserve a portion of such ownership units for future authorization to future Members, if any. Each of such ownership units shall represent the ownership of that percentage of the total units outstanding at any time as is the equivalent of the ratio in which one is the numerator and the total number of units outstanding is the

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denominator. Each Member shall receive a capital interest and an interest in the net profits and net losses and cash flow of this limited liability company (to the extent distribution is authorized) in an amount equal to that ratio in which the number of units held by that Member is the numerator and the total number of units outstanding is the denominator.

ARTICLE IX - PURPOSE OF LIMITED LIABILITY COMPANY

The purpose for which this limited liability company is formed is to engage in any lawful acts or other activities for which limited liability companies may be formed under Chapter 608 of the Florida Statutes. Additionally, this limited liability company shall engage in the business of lending and providing funding for construction of a new sanctuary and provide a first mortgage to the **THE FRIENDSHIP FELLOWSHIP AT PINEDA, INC.**

ARTICLE X - OPERATING AGREEMENT

Upon the unanimous written consent of all members hereto, this limited liability company may adopt an "Operating Agreement" which shall govern the operations of this limited liability company, shall prescribe the method for electing managers and designating successors and shall, if the Members so elect, grant first refusal rights or other restrictions on ownership unit transferability and govern legal arrangements among Members. Nothing in these Articles of Organization shall compel the Members to adopt such an Operating Agreement unless they deem same desirable

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IN WITNESS WHEREOF, the undersigned, Members of this limited liability company have executed these Articles of Organization on this the 18 day of April, 2007.

**FRIENDSHIP FELLOWSHIP AT PINEDA FUNDING, L.L.C.,
a Florida Limited Liability Company**

John Gordon Lees
JOHN GORDON LEES, as Trustee of the
John Gordon Lees Revocable Living Trust
dated February 15th, 2007

Patricia M. Hemphill
PATRICIA M. HEMPHILL, Settlor/Trustee of the
Patricia M. Hemphill Trust

Shirley M. Works
SHIRLEY M. WORKS

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STATE OF FLORIDA)
) SS
COUNTY OF BREVARD)

BEFORE ME, an officer duly qualified to take acknowledgments, personally appeared JOHN GORDON LEES, as Trustee of the John Gordon Lees Revocable Living Trust dated February 15th, 2007, the signor who appeared before me at the time of this notarization, and is personally known to me or have produced Florida DL Lic as identification and is known to be the person described in and who executed the foregoing instrument and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this the 12 day of APRIL, 2007.

Jane M Morello
Signature of Notary Public
JANE M MORELLO
Printed Name of Notary Public
Notary Public, State of Florida at Large

Serial Number of Commission

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TAMM SEEL
FLORIDA



Jane M. Morello
My Commission DD258027
Expires October 12, 2007

My Commission Expires:

[Affix Notarial Seal or Stamp]

STATE OF FLORIDA)
) SS
COUNTY OF BREVARD)

BEFORE ME, an officer duly qualified to take acknowledgments, personally appeared
PATRICIA M. HEMPHILL, as Settlor/Trustee of the Patricia M. Hemphill Trust, the signor who
appeared before me at the time of this notarization, and is personally known to me or has produced
Honda D.D.S. as identification and is known to be the person described in
and who executed the foregoing instrument and acknowledged to and before me that she executed
said instrument for the purposes therein expressed.

WITNESS my hand and official seal this the 18 day of April, 2007.

Jana M. Morello
Signature of Notary Public
JANA M MORELLO
Printed Name of Notary Public
Notary Public, State of Florida at Large
Serial Number of Commission

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TALLAHASSEE, FLORIDA

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My Commission Expires:

[Affix Notarial Seal or Stamp]

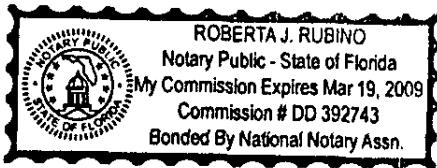


Jana M. Morello
My Commission DD258027
Expires October 12, 2007

STATE OF FLORIDA)
) SS
COUNTY OF BREVARD)

BEFORE ME, an officer duly qualified to take acknowledgments, personally appeared SHIRLEY M. WORKS, the signor who appeared before me at the time of this notarization, and is personally known to me or has produced Military ID as identification and is known to be the person described in and who executed the foregoing instrument and acknowledged to and before me that she executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this the 16 day of April, 2007.



Roberta J. Rubino
Signature of Notary Public
Roberta J. Rubino
Printed Name of Notary Public
Notary Public, State of Florida at Large

Serial Number of Commission

My Commission Expires:

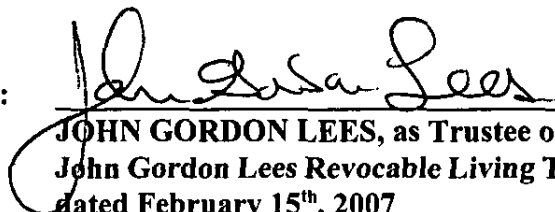
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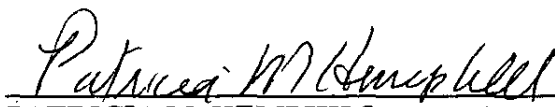
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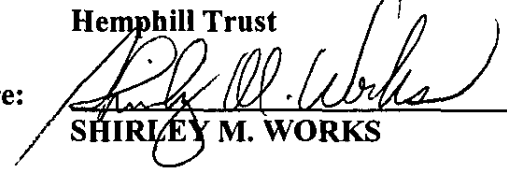
**CERTIFICATION DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 608.415 and 48.061, Florida Statutes, the following is submitted:

That **FRIENDSHIP FELLOWSHIP AT PINEDA FUNDING, L.L.C.**, desiring to organize or qualify under the laws of the State of Florida as a limited liability company with its principal place of business in the City of Rockledge, County of Brevard, State of Florida, has named **JOHN C. ENGLAND**, as its agent to accept service of process.

Signature: 
**JOHN GORDON LEES, as Trustee of the
John Gordon Lees Revocable Living Trust
dated February 15th, 2007**

Signature: 
**PATRICIA M. HEMPHILL, as
Settlor/Trustee of the Patricia M.
Hemphill Trust**

Signature: 
SHIRLEY M. WORKS

Title: **Incorporating Members**

Date: April 18, 2007

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TALLAHASSEE, FLORIDA

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ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

Pursuant to the provisions of the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, the undersigned does hereby accept this appointment as Registered Agent on whom process may be served within the State of Florida for the limited liability company named in the foregoing Articles of Organization and by affixing such Registered Agent's signature below states that he is familiar with, and accepts the obligations of that position.

REGISTERED AGENT:

Signature:


JOHN C. ENGLAND

Dated:

12 APRIL, 2007

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TALLAHASSEE, FLORIDA