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ROBERTS & ENGVALSON, P.A.

ATTORNEYS AT LAW

1920 Victoria Avenue
Fort Myers, Florida 33901

Kinley I. Engvalson
Charles M. Roberts
Lori W. Clifford

Tel (941) 332-7273
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July 5, 2000

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*****78.50 *****78.50

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: Iglesia Pentecostal Peniel, Inc.
English translation: Pentecostal Church of Peniel
(Peniel is a biblical place)
Ref Number: W00000012317

Dear Madam or Sir:

Per your telephone call to our office today, enclosed please find the pages from the Articles of Incorporation and Designation and Acceptance of Registered Agent which were apparently missing.

Thank you for your assistance in this matter. Should you have any questions, or need anything further, please do not hesitate to call my office collect.

Very truly yours,

Kinley I. Engvalson
Kinley I. Engvalson *cg*

KIE:clg
Enclosures

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FILED
STATE DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 11, 2000

KINLEY I. ENGVALSON
ROBERTS & ENGVALSON, P.A.
1920 VICTORIA AVENUE
FORT MYERS, FL 33901

SUBJECT: IGLESIA CRISTIANA PENIEL, INC.
Ref. Number: W00000012317

We have received your document for IGLESIA CRISTIANA PENIEL, INC. and your check(s) totaling \$78.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Teresa Brown
Corporate Specialist

Letter Number: 700A00026358

ROBERTS & ENGVALSON, P.A.

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1920 Victoria Avenue
Fort Myers, Florida 33901

Kinley I. Engvalson
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T BROWN

June 28, 2000

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: Iglesia Pentecostal Peniel, Inc.
English translation: Pentecostal Church of Peniel
(Peniel is a biblical place)
Ref Number: W00000012317


Dear Madam or Sir:

Enclosed please find a copy of your letter dated May 11, 2000 regarding our request for a corporation in the name of Iglesia Cristiana Peniel, Inc.

I have enclosed new Articles of Incorporation and Designation and Acceptance of Registered Agent in the name of Iglesia Pentecostal Peniel, Inc. Since the check for \$78.50 was not returned to our office, I will assume that you have retained the filing fee and certified copy fee, and will apply it to this corporation.

Thank you for your assistance in this matter. Should you have any questions, or need anything further, please do not hesitate to call my office collect.

Very truly yours,



Kinley I. Engvalson

KIE:clg

FILED

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
IGLESIA PENTECOSTAL PENIEL, INC.

We, the undersigned, for the purposes of forming a corporation not for profit under the Florida Corporations Not for Profit Act do hereby adopt the following Articles of Incorporation:

ARTICLE I. CORPORATE NAME.

The name of this corporation is IGLESIA PENTECOSTAL PENIEL, INC.

ARTICLE II. PURPOSES AND POWERS.

1. The purpose for which the Corporation is formed are as follows:

A. To disseminate the Gospel of Jesus Christ and the Word of God, to the end that people may be evangelized and believers may be conformed to the image of Jesus Christ.

B. To pray for the needs of all races of people, for national and local leaders, governments, and for all that are in authority as instructed in I Timothy 2:1-3.

C. To regularly assemble together the members of this Corporation for fellowship one with another both in large public congregations and in small fellowship groups in houses and other places, to worship God in Spirit and in Truth and to cooperate in the building up of the whole body of Christ.

D. To strengthen the family units so that the home life of each member is healthy and fruitful by biblical standards.

E. To involve every participant of this Corporation in its fellowship and activities and in the ministry of the Holy Spirit throughout the Body of Christ.

F. To provide basic New Testament discipleship to all who are approved for this purpose by the Elders.

G. To establish and maintain a place of worship, study, recreation and social interaction, ministering to the whole family and to the whole person, spirit, soul, and body.

H. To acquire, either by deed, gift or purchase, any real estate or personal property to be held in trust for the benefit of the corporation and its stated purposes.

I. To mortgage, sell or otherwise encumber any such property when such action is deemed to be in the best interests of the Corporation as defined in its stated purpose as a Christian Organization.

J. To license and ordain ministries; to assist in the establishment and maintenance of other churches and other institutions; and to send forth and maintain ministers, and other workers for the establishment and development of such churches and institutions, either domestic or foreign.

2. Powers: To accomplish the foregoing purposes, the Corporation shall have all corporate powers permitted under Florida Law, including the capacity to contract, bring suit and be sued. No part of the income of the Corporation shall be distributed to the members, directors and officers of the Corporation.

3. The Corporation is specifically precluded from engaging in any prohibited activities as defined in Section 617.0105, Florida Statutes.

ARTICLE III. MEMBERSHIP

The Board of Directors shall determine whether or not to accept a candidate for membership. A member must be a mature person openly expressing a belief and faith in the Lordship of Jesus Christ and in compliance with the following standards:

1. Accept and believe in and rely in Jesus Christ for his salvation.
2. Believe that the Holy Bible is the Word of God.
3. Confess his faith in Jesus Christ as Lord.
4. Be baptized in water.
5. Commit himself to participate actively in the fellowship of the Church.
6. Support the Corporation with tithes and offerings.
7. Submit self to the authority of the Elders and to the discipline of the church.

ARTICLE IV. PERIOD OF DURATION

The Corporation shall have perpetual existence. In the event of dissolution of this Corporation, a plan providing for the distribution of assets pursuant to §617.1406 Florida Statutes shall be prepared by the Board of Directors.

ARTICLE V. MANAGEMENT OF CORPORATE AFFAIRS

The powers of this Corporation shall be exercised, its properties

controlled and its affairs conducted by a Board of Directors. The number of the directors shall not be less than three (3). However, such number may be increased by a by-law duly adopted by the directors of this Corporation.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one year or until the first annual meeting of members after they take office; and they may be re-elected. Special meetings of the general membership may be called at any time on thirty (30) days notice for the recall or replacement of a director according to established by-laws.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting if all members of the Board shall individually or collectively consent in writing to such action. Such written consent shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote in regular meeting of the directors. Any certificate or other document filed under any provision of the law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without meeting and that the Articles of Incorporation of this Corporation authorize the directors so to act. Such a statement shall be prima facie evidence of such authority.

ARTICLE VI. BOARD OF DIRECTORS

The affairs of the corporation shall be managed by a board of Directors consisting of not less than three members. Each Director shall be elected in the manner set forth in the By-Laws. The initial members of the Board of Directors, each to serve until a successor is appointed, are the following:

<u>NAME</u>	<u>ADDRESS</u>
Carlos Mena	95 Schneider Drive Fort Myers, FL 33905
Katherine Mena	95 Schneider Drive Fort Myers, FL 33905
Miguel Morales	1430 Apollo Drive Fort Myers, FL 33905
Rosa Morales	1430 Apollo Drive Fort Myers, FL 33905
Lis Rivera	95 Schneider Drive Fort Myers, FL 33905

ARTICLE VII. REGISTERED AGENT

This Article shall be a certificate designating a registered agent and a registered office.

The name and address of this Corporation's initial registered office and registered agent, in compliance with Section 607.324, Florida

Statutes, are

Registered Agent: Kinley I. Engvalson
1920 Victoria Ave., Fort Myers, FL 33901

Registered Office: 1920 Victoria Ave., Fort Myers, FL 33901

I hereby agree to act in the capacity as said registered agent and agree to comply with the provision of Section 48.091, Florida Statutes, in keeping the registered office of the Corporation open every day from 9:00 a.m. to 4:30 p.m., except Saturdays, Sundays and legal holidays, during which period of time registered agent, I will be at said office in order to receive service of process.

Principal Office: 2957 Palm Beach Plaza
Fort Myers, FL 33916

ARTICLE VIII. INCORPORATORS.

The names and street addresses of the incorporators to these articles of incorporation are: Carlos Menna, 95 Schneider Drive, Fort Myers, Florida 33905 and Katherine Menna, 95 Schneider Drive, Fort Myers, Florida 33905.

ARTICLE IX. BYLAWS

The directors of the corporation may provide bylaws for the conduct of the corporation's business and the carrying out of its purposes as they deem necessary or desirable from time to time. The bylaws shall provide for the manner in which the directors are to be elected or appointed. Upon proper notice, the bylaws may be amended, altered or repealed by a majority vote of the directors present at any regular meeting or at any special meeting called for that purpose.

ARTICLE X. AMENDMENT

Amendments to the Articles of Incorporation may be proposed and adopted in the following manner:

Such may be proposed and considered at any regular meeting of the Board of Directors, but may not be adopted until the next regular meeting of the Board of Directors and then only by unanimous vote.

ARTICLE XI. NET EARNINGS

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, officers, or other private persons except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the corporation. No substantial part of the activities of the corporation shall be the

carrying on of propaganda or otherwise attempting to influence legislation, (except as otherwise provided in Section 501(h) of the Internal Revenue Code of 1954 or the corresponding provision of any further United States Internal Revenue Law), and the corporation shall not participate in, or intervene in, (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision in this Article, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE XII. DISSOLUTION

Upon dissolution of the corporation, the Board of Directors, shall, after paying or making provision for the payment of all of the liabilities of the corporation, transfer all of the assets of the corporation exclusively to an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954. Any such assets not so disposed of for any reason shall be disposed of by the Circuit Court of the court in which the principal office of the corporation is then located, exclusively for charitable, educational, religious or scientific purposes, or to such organization or organizations as such Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XIII. OFFICERS

The offices of the Corporation shall be President, Vice President, Secretary, and Treasurer, and such other officers as may be provided for in the by-laws.

The officers of this Corporation shall also be members of the Corporation. The names and address of the officers are:

<u>Name</u>	<u>Address</u>
Carlos Mena, President	95 Schneider Drive Fort Myers, FL 33905
Miguel Morales, Vice President	1430 Apollo Drive Fort Myers, FL 33905
Cathy Mena, Secretary	95 Schneider Drive Fort Myers, FL 33905
Louis Rivera, Treasurer	95 Schneider Drive Fort Myers, FL 33905
Rosa Morales, Director	1430 Apollo Drive Fort Myers, FL 33905

The undersigned have executed these articles of incorporation on June 21, 2000.

Carlos Mena
CARLOS MENA
Katherine Mena
KATHERINE MENA

STATE OF FLORIDA
COUNTY OF LEE

Before me personally appeared CARLOS MENA and KATHERINE MENA, to me well known and known to me to be the person described in or who produced identification in the form of _____, and who executed the foregoing instrument, and acknowledged to and before me that they executed said instrument for the purposes therein expressed.

Witness my hand and official seal this 21ST day of June, 2000.

Carolyn R. Glover
Notary Public
State of Florida

My Commission Expires:



Prepared by:

Roberts & Engvalson, P.A.
1920 Victoria Avenue
Fort Myers, Florida 33901
(941) 332-7273

Kinley I. Engvalson
Kinley I. Engvalson
Florida Bar No. 332399

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

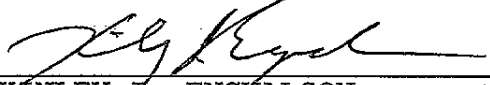
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SECRETARY OF STATE
TALLAHASSEE FL 32399

Pursuant to the provisions of F.S. 607.0501, 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 IGLESIA PENTECOSTAL PENIEL, INC.
2. The name of the registered agent is KINLEY I. ENGVALSON.
3. The address of the registered agent/registered office is 1920 Victoria Avenue, Fort Myers, FL 33901.

Acceptance

Having been named as registered agent and designated to accept service of process for the above corporation, 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.



KINLEY I. ENGVALSON
Date: 6-28-00