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REV. JACK WALLACE
3210 Acapulco Drive
Riverview, Florida 33569

July 24, 2000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL 26 AM 11:06

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Articles of Incorporation
Prayerime Church and World Outreach, Inc.

Gentlemen:

Enclosed for filing is the original of Articles of Incorporation for the above-captioned not-for-profit corporation. Also enclosed is a copy which we request be certified and returned to us.

A check for \$78.75 is enclosed to cover the filing fee and the fee for one certified copy of the Articles.

Thank you for your service herein.

Sincerely,

Jack Wallace

JACK WALLACE

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Enclosures

7/28/00

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DIVISION OF CORPORATIONS

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**ARTICLES OF INCORPORATION
OF**

PRAYERTIME CHURCH AND WORLD OUTREACH, INC.

The undersigned incorporator, for the purpose of forming a non-profit corporation under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME, REGISTERED OFFICE, AND REGISTERED AGENT

The name of this Corporation shall be:

PRAYERTIME CHURCH AND WORLD OUTREACH, INC.

The street address and mailing address of the initial office of this Corporation shall be:

3210 Acapulco Drive
Riverview, Florida 33569.

The Board of Directors may from time to time move the registered office to any other address in the State of Florida.

The initial registered agent of the Corporation shall be **Rev. Jack Wallace**, whose address is 3210 Acapulco Drive, Riverview, Florida 33569.

ARTICLE II: DURATION

The existence of the Corporation shall commence with the filing of these Articles. The duration of the Corporation is perpetual.

ARTICLE III: PURPOSE

The purpose of the Corporation is to perform all those functions and duties ordinarily undertaken by a Christian church, and to promote prayer and intercession among participants who meet and fellowship in the name of Jesus Christ. The mission activities focus overseas, ministering in churches and orphanages in Eastern Europe and elsewhere through prayer and financial support. The Church believes in promoting self-help programs in foreign countries in order to encourage nations to become self-sufficient. The Church shall have the power and authority to ordain and license ministers of the Gospel who are found to have the necessary qualifications as determined by the Board of Directors.

ARTICLE IV: OFFICERS

The initial officers of this Corporation shall be a President/Chief Executive Officer and a Secretary, with a Vice-President and a Treasurer to be elected at a later date. The duties and tenure of office of such officers shall be as described in the By-Laws. The Board of Directors may, in its discretion, establish additional offices.

The names and street addresses of the initial officers are:

Jack Wallace
3210 Acapulco Drive
Riverview, Florida 33569
President/Chief Executive Officer

Judith Wallace
3210 Acapulco Drive
Riverview, Florida 33569
Secretary

ARTICLE V: BOARD OF DIRECTORS

This Corporation shall be governed by its Board of Directors. The President shall serve as Chairman of the Board of Directors. The members of the Board of Directors shall serve staggered terms as shall be set out more specifically in the By-Laws. The method of election of directors shall be as stated in the By-Laws.

The names and addresses of the initial Board of Directors and the length of their terms shall be as follows:

	NAME	ADDRESS	LENGTH OF TERM
1.	Jack Wallace	3210 Acapulco Drive Riverview, Florida 33569	7 Years
2.	Michael Leigh	118 2 nd Street N.W. Ruskin, Florida 33570	5 Years
3.	Gerald Hardy	10141 Shadow Oak Circle Riverview, Florida 33569	3 Years

The Board of Directors may increase the number of directors from time to time, provided that the terms of a majority of the directors shall not expire in the same year. In no case shall the Board of Directors reduce the number of director positions to less than three.

ARTICLE VI: MEMBERSHIP

The requirements for membership shall be as set forth in the By-Laws of this Corporation.

ARTICLE VII: BY-LAWS

By-Laws of the Corporation may be adopted, altered, or rescinded by the directors at any regular meeting or any special meeting called for that purpose, so long as they are not inconsistent with the provisions of these Articles.

ARTICLE VIII: AMENDMENT

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them. These Articles of Incorporation may be amended by a majority vote of those present at a general or special meeting of the Board of Directors called for that purpose.

ARTICLE IX: DISSOLUTION

In the event of dissolution of the Corporation, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding Sections of any prior or future law, or to the Federal, State, or local government for exclusive public purposes.

ARTICLE X: PROHIBITED ACTIVITIES

Notwithstanding any other provision of these Articles, the Corporation will not carry on any other activities not permitted to be carried on by (a) 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) a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States internal revenue laws.

ARTICLE XI: INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are:

Jack Wallace
3210 Acapulco Drive
Riverview, Florida 33569

SIGNED by the incorporator this 24 day of July, 2000.

ADDRESS:

3210 Acapulco Drive
Riverview, Florida 33569

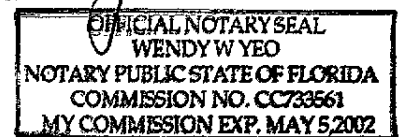
Jack Wallace
JACK WALLACE, Incorporator

STATE OF FLORIDA]

COUNTY OF HILLSBOROUGH]

The foregoing instrument was acknowledged before me this 24 day of July, 2000, by JACK WALLACE, who is personally known to me or who presented FL DL W420 930 39 229-0 as identification.

Wendy W Yeo
Notary Public
State of Florida at Large
My Commission Expires:



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

In compliance with 48.091, Florida Statutes, the following is submitted.

PRAYERTIME CHURCH AND WORLD OUTREACH, INC.,

desiring to organize or qualify under the laws of the State of Florida, County of Hillsborough, City of Riverview, has named JACK WALLACE, located at 3210 Acapulco Drive, Riverview, Florida 33569, as its agent to accept service of process within Florida.

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ACCEPTANCE BY RESIDENT AGENT

Having been named as registered agent and to accept service of process for the above-stated 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Jack Wallace
JACK WALLACE, Registered Agent

Date: July 24, 2000