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CLEARWATER CHRISTIAN MINISTRIES
1001 S. PROSPECT AVE. # 1
CLEARWATER, FL 33756
813-441-1046 813-446-0566 (FAX)

October 19, 1997

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****122.50 ****122.50

STATE OF FLORIDA
DIVISION OF CORPORATIONS
TALLAHASSEE, FL

Enclosed please find check in the amount of \$122.50 as filing fee for the enclosed Articles of Incorporation for Clearwater Christian Ministries, a corporation not for profit. Should you require further information please contact:

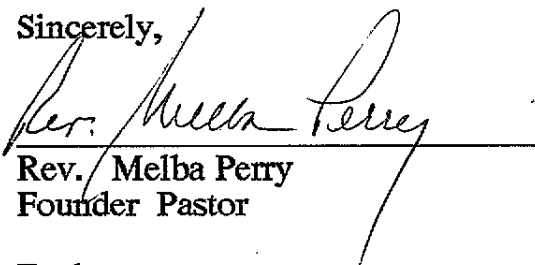
Rev. Melba Perry
1001 S. Prospect Ave. # 1
Clearwater, FL 33756 - 4001

or Kyle A. Roberts, Esq.
P.O. Box 472
Palm Harbor, FL 34682

813-441-1046
813-446-0566 Fax

Please send any information I should have in helping me to run this corporation legally and in compliance with all requirements.

Sincerely,


Rev. Melba Perry
Founder Pastor

Encl:

Melba Perry GAVE
AUTHORIZATION BY PHONE TO
CORRECT Directors
DATE 12-1-97
DOC. EXAM WS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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12-2-97
WS

*ARTICLES OF INCORPORATION
OF
CLEARWATER CHRISTIAN MINISTRIES, INC.*

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The undersigned, acting as incorporator of a corporation pursuant to chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation shall be **CLEARWATER CHRISTIAN MINISTRIES, INC.**

ARTICLE II

The principal place of business of this corporation shall be 1001 South Prospect Drive, Suite 1, Clearwater, Florida 34616. The mailing address of this corporation shall be Post Office Box 2876, Clearwater, Florida 34617.

ARTICLE III

This corporation is organized exclusively for charitable, religious, and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV

The names and addresses of the persons who are the initial trustees of the corporation are as follows:

The method of appointment of the trustees shall be stated in this corporation's bylaws.

ARTICLE V

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this 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 of these articles, this 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 (or the corresponding provision of any future federal tax code) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code (or the corresponding provision of any future federal tax code).

ARTICLE VI

Upon dissolution of this corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government,

for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Competent Jurisdiction of the county in which the principal office of this corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VII

The name and the street address of the initial registered agent is:

Melba Perry
1001 South Prospect Drive, Suite 1
Clearwater, Florida 34616.

ARTICLE VIII

The name and the street address of the incorporator for these Articles of Incorporation is:

Melba Perry
1001 South Prospect Drive, Suite 1
Clearwater, Florida 34616.

The undersigned incorporator has executed these Articles of Incorporation this 15 day of Sept, 1997.

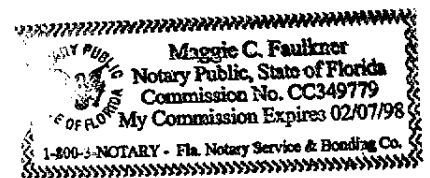
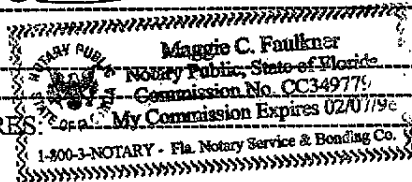
SIGNATURE OF INCORPORATOR: Melba Perry
MELBA PERRY

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME personally appeared MELBA PERRY to me known and known to me to be the person described herein and who executed the foregoing Articles of Incorporation and who acknowledged to me that she executed same.

Maggie C. Faulkner

NOTARY PUBLIC
Print Name: Maggie C. Faulkner
COMMISSION NO.: CC349779
MY COMMISSION EXPIRES: 02/07/98



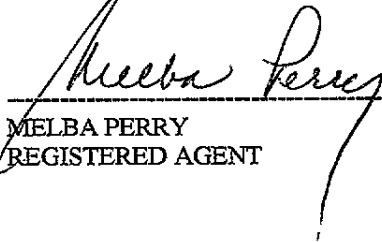
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE IN THE STATE OF FLORIDA:

1. The name of this corporation is **CLEARWATER CHRISTIAN MINISTRIES, INC.**
2. The name and address of the registered agent and office is:

Melba Perry
1001 South Prospect Drive, Suite 1
Clearwater, Florida 34616.

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


MELBA PERRY
REGISTERED AGENT

DATE: Sept. 15, 1997

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