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12/6/97

FROM: Richard W. Hughes
5086 SE 102nd Place, # E 12
Bellevue, Florida 34420

To

Department of State
Divisions of Corporations
P.O.Box 6327
Tallahassee, FL 32314

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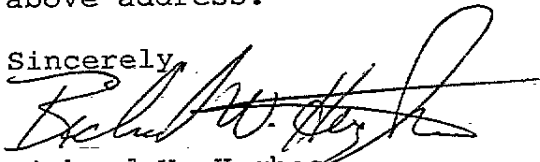
Subject: Incorporation documents for
"SUNSET HARVEST FIRST PENTECOSTAL-
CHURCH, INC."

Dear Sirs:

Enclosed please find an original and one copy of the
Articles of Incorporation for the above named subject
Corporation not-for-profit, and a check for the filing
fee and Certificate in the amount of \$78.75.

Please send the subject incorporated documents to the
above address.

Sincerely,



Richard W. Hughes
5086 SE 102nd Place, # E 12
Bellevue, FL 34420

Telephone:

(352) 307-1719

(352) 748-5578

Enclosures:

97 DEC 22 AM 10:45
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAC 12-23-97

ARTICLES OF INCORPORATION

OF

SUNSET HARVEST FIRST PENTECOASTAL CHURCH, INC.

THE UNDERSIGNED, Incorporator for the purpose of forming a corporation not for profit pursuant to Chapter 617 Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE - 1 : NAME

The name of the corporation is:

SUNSET HARVEST FIRST PENTECOASTAL CHURCH, INC.

ARTICLE 2 : PRINCIPAL OFFICE:

The corporation-not-for-profit's initial principal office and mailing address will be:

5086 S.E. 102nd Pl; E-12, Belleview, FL 34420
Telephone (352) 307-1719

ARTICLES 3 : DURATION:

This corporation not-for-profit shall have perpetual duration starting on the date of the filing of these Articles of Incorporation.

ARTICLE 4 : PURPOSES:

The purposes for which this corporation is organized are exclusively religious, educational, charitable, literary, cultural, scientific and the promotion of human rights within the meaning of Section-501(c)(3) of the Internal Revenue Code of 1986, as amended or to be amended in future U.S. Internal Revenue Code. Such purposes involve the dedication of this Corporation preaching and teaching the Gospel of Jesus Christ by every possible means.

This Corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal Income Tax under section 501(c)(3) of the Internal Revenue Code of 1986, and its amendments or the related provision of any future U.S. Internal Revenue Code and Law.

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TALLAHASSEE, FLORIDA

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Article - 5 : MEMBERSHIP:

5.1

This corporation not-for-profit is organized on a non-stock basis. Members shall be appointed by the pastor. Any members who engages in conduct that is deemed contrary to the interests of this non-profit corporation may be expelled by the pastor.

The following persons shall serve as the initial members :

- 1 Dustin Aaron Hughes - 5086 SE 102nd Place, E 12, Belleview, FLORIDA
- 2 Jessica Elizebeth Hughes --5086 SE 102nd Place, Belleview, FLORIDA
- 3 Richard W. Hughes - 5086 SE 102nd Place, E 12, Belleview, FL 34420

5.2 - Unless otherwise provided for in the corporation-not-for-profit's bylaws, a majority of the members entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of members.

ARTICLES - 6 : METHOD OF ELECTION, APPOINTMENTS AND MANAGEMENT

6.1 - This corporation not -for-profit shall be managed by a Board of Trustees with three Trustees initially. The number of Trustees may be either diminished or increase from time to time by the Pastor, but shall never be less than three.

The names and addresses of the initial Trustees are as follows:

- 1 Dustin Aaron Hughes, 5086 SE 102nd Place, E 12, Belleview, FL 34420
- 2 Jessica Elizebeth Hughes - same as above address
- 3 Richard W. Hughes - same as above address

The Board of Trustees shall exercise such powers as are designated by the Pastor; provided, however, that they shall have all powers required under the Internal Revenue Code of 1986, as amended or any successor legislation, in order to meet applicable restrictions over control of finances required so that the income of this corporation not-for-profit shall not be attributable to the Pastor.

6.2 - Election :

The trustees to serve after the initial Trustees shall be appointed by the then serving Pastor from among the Membership, to serve at his pleasure. The pastor may remove any Trustee at any time for any reason deemed by the Pastor to be in the best interests of this corporation not-for-profit.

6.3 - OFFICERS :

The day to day affairs of this corporation shall be managed by the following officers:

6.3

A - THE PASTOR :

The initial pastor is Dustin Aaron Hughes, and his current address is 5086 SE 102nd Place, E 12, Belleview, FL 34420. The initial pastor shall, until his resignation, serve as the Pastor of this Corporation not-for-profit.

- B - The Pastor shall serve as chief executive and a chief operating officer, and, shall exercise all powers traditionally associated with such offices and with the traditional corporate office of chairman of a board of directors and president of a corporation. The Pastor shall also exercise the elective role normally associated with corporate board of directors and shall elect the Trustees and officers of this corporation not-for-profit. The pastor shall designate other officers as required, including one or more vice presidents, a secretary, and a treasurer, and shall assign to each office such powers and duties as he determines are in the best interest of corporation.

ARTICLE - 7 : DISSOLUTION :

In the event of dissolution, the residual assets of this non-profit corporation will be turned over to one or more organizations which are exempt as organizations described in Section 501(c) (3) of the Internal Revenue Code of 1986, as amended or related future law, or, to the Federal or State or local government for exclusively public purposes.

ARTICLE - 8 : AMENDMENTS :

Power to amend these Articles of Incorporation or the bylaws shall be vested in the Members, provided however, that no amendment may be adopted unless it recommended by the Pastor to the Board of Trustees and approved by a majority of the Trustees. All amendments to these Articles of Incorporation or the bylaws shall be passed by a two thirds vote of the entire Membership.

ARTICLE - 9 : INITIAL REGISTERED OFFICE AND REGISTERED AGENT :

The street address of the initial registered office of this corporation is : 5086 SE 102nd Place, E 12; Belleview, FL 34420; and the name of the initial registered agent of this corporation at such address is Richard W. Hughes.

Cont..

Cont...Article - 9...

By execution of this instrument, Richard W. Hughes, hereby represents that :

HAVING BEEN NAMED ASA REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION NOT FOR PROFIT AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

DATE : 12-19-97

Richard W. Hughes
Registered Agent
(Richard W. Hughes)

ARTICLE _ 10 : INCORPORATOR:

The name and address of the Incorporator for this corporation not-for-profit is DUSTIN AARON HUGHES, whose address is 5086 SE 102nd Place, E 12, Belleview, FL 34420.

DATE : 12-19-97

Dustin A. Hughes
Incorporator
(Dustin AARON Hughes)

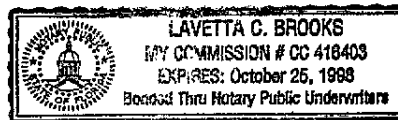
IN WITNESS WHEREOF, We have subscribed and signed our names as above on this 19th day of December, 1997.

STATE OF FLORIDA]
COUNTY OF MARION] ss.:

BEFORE ME, The undersigned authority, personally appeared Richard W. Hughes and Dustin AARON Hughes, who is personally known to me or who has produced FLDC# H220-759-47-3320 + FDC# H220161722830 as identification, and who did take an oath, on this 19th day of December, 1997.

Notary Expires: 10-25-98

Lavetta C. Brooks
Notary Public



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA