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CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: TRUTH MINISTRIES, INC.

AUDIT NUMBER.....H98000016529

DOC TYPE.....FLORIDA NON-PROFIT CORPORATION

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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 8, 1998

EMPIRE

SUBJECT: TRUTH MINISTRIES, INC.
REF: W98000020304

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Corporate Specialist

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
TRUTH WORSHIP CENTER, INC.

The undersigned, for the purpose of forming a nonprofit corporation under Florida Statutes Chapter 617, do hereby make and adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is TRUTH WORSHIP CENTER, INC.

ARTICLE II. NOT FOR PROFIT

The Corporation is a nonprofit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Director or Officers, except to the extent permissible under law.

ARTICLE III. DURATION

The period of the corporation's duration shall be perpetual unless dissolved according to law.

ARTICLE IV. PURPOSE

The general purposes for which the corporation is organized are:

1. Charitable and educational within the meaning of section 501(c)(3) and 509(a) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.
2. Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) and 509(a) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.
3. To promote and establish a place of worship, to promote, foster and create Christian organizations

ANNE G. TELASCO, ESQ.
7320 BISCAYNE BLVD. FBNO. 939420
MIAMI, FL 33138 (305) 754.4466

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who provide counseling, housing, food, clothing for those in need more specifically battered and/or abused children, shelters for battered and/or abused women, day care programs for children, create youth and drugs programs and any other programs necessary to serve the community.

4. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to amount or value, and to hold, invest, re-invest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.
5. To do such other things as are incidental to the purpose of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE V. LIMITATION

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Director or Officers, but the 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 IV (Purposes) hereof.

ARTICLE VI. MEMBERS

The Corporation shall have Voting Members who shall be elected (and may be removed) by the Voting Members and shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Members is as follows:

ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT

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The name and address of the initial registered agent and office are as follows: REGISTERED AGENT: JACQUELINE S. WRIGHT at 811 N.W. 119th Street, Miami, Fl. 33168.

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

The management of the Corporation shall be vested in a Board of Directors. The number constituting the initial Board of directors shall be three. The number of directors may be increased or decreased from time to time in accordance with the Bylaws. Voting Members shall elect the directors annually. The Bylaws may provide for ex-official and honorary Director, and their rights and privileges.

ARTICLE IX. OFFICERS

The Officers of the Corporation shall consist of a President, Vice-President, Secretary, Treasurer and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws.

ARTICLE X. INCORPORATORS

The names and addresses of each Incorporator is as follows:

- 1) JAMES E. WRIGHT, JR.
President/Incorporator/Officer/Director
Address: 811 N.W. 119th Street, Miami Florida 33168
- 2) JACQUELINE S. WRIGHT
Vice President/Incorporator/Officer/Director
Address: 811 N.W. 119th Street, Miami, Florida 33168
- 3) SULLIE KEMP
Treasurer/Secretary/Incorporator/Officer/Director
Address: 811 N.W. 119th Street, Miami, Florida 33168

ARTICLE XI. BYLAWS

The Bylaws of the Corporation are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors.

ARTICLE XII. AMENDMENT

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The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Director and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law.

ARTICLE XIII. INDEMNIFICATION

The Corporation shall indemnify each Officer and Trustee, including former Officers and Director, to the full extent permitted by the laws of the State of Florida.

ARTICLE XIV. BYLAWS

The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Director, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Voting Members.

ARTICLE XV. COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with the laws of the State of Florida, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation.

ARTICLE XVI. NONSTOCK BASIS

This Corporation is organized on a nonstock basis. This Corporation shall not issue shares of stock.

ARTICLE XVII. PRINCIPAL PLACE OF BUSINESS

The corporation's principal place of business are:

1450^{1/2} N.W. 7th Avenue
Miami, Florida 33167

ARTICLE XVIII. DISSOLUTION

In the event of Dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in

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Section 50(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 purpose.

IN WITNESS WHEREOF, the undersigned incorporators of this corporation, have executed these Articles of Incorporation this 9th day of Sept. 1998.

[Signature]
JAMES E. WRIGHT, JR.

[Signature]
JACQUELINE S. WRIGHT

[Signature]
SULLIE KEMP

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

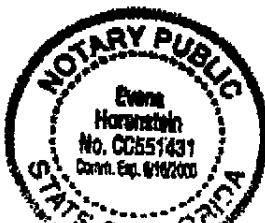
BEFORE ME, the undersigned authority, personally appeared JAMES E. WRIGHT, JR., JACQUELINE S. WRIGHT, and SULLIE KEMP, who after first being duly sworn, depose and say, under oath, that they are the incorporators named in the foregoing Articles of Incorporation, that they have read the Articles of Incorporation, and they executed the same freely and voluntarily and for the uses and purpose therein described.

The foregoing instrument was acknowledge before me this 9th day of Sept. 1998.
JAMES E. WRIGHT, JR., JACQUELINE S. WRIGHT and SULLIE KEMP,
who produced their current Florida Driver's Licenses as identification.

My commission expires:

[Signature]
Signature of Notary

EVERNA HORENSTEIN
Print Name



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**CERTIFICATE DESIGNATING REGISTERED OFFICE FOR SERVICE OF
PROCESS WITHIN THE STATE OF FLORIDA, AND NAMING THE
REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091 and 607.034, Florida
statutes (1979), the following is submitted.

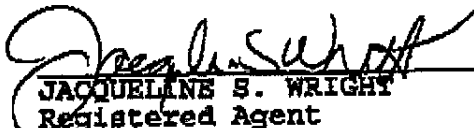
1. That TRUTH WORSHIP CENTER, INC., desiring to qualify under the laws of the State of Florida, with its principal place of business at Miami, Dade County, Florida has appointed JACQUELINE S. WRIGHT, as its Registered Agent to accept Service of process within the state of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the
above named corporation at the place designated above,

I DO HEREBY AGREE TO ACT IN THIS CAPACITY and agree to
comply with the provisions of all statutes relative to the
proper and complete performance of my duties.

DATE this 9th day of Sept.,
1998.


JACQUELINE S. WRIGHT
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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