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January 13, 1999

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32314

100002746161--4
-01/19/99--01089--012
*****78.75 *****78.75

RE: HOLY SPIRIT BAPTIST KOREAN CHURCH, INC.

To Whom It May Concern:

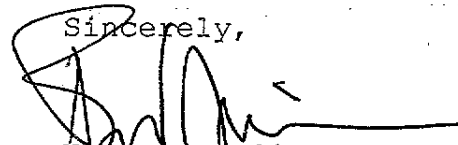
Enclosed please find the original and one copy of the Articles of Incorporation on the above-referenced corporation.

I have also enclosed my Trust Account check number 4763 in the amount of \$78.75.

I would request that you forward a Certified Copy of the Articles as soon as possible.

Thank you for your cooperation in this matter.

Sincerely,


H. Bryant Sims

HBS/gch
Enclosures

99 JAN 19 PM 4:00
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
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99 JAN 19 PM 4:00
DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION

OF

HOLY SPIRIT BAPTIST KOREAN CHURCH, INC.

WE the undersigned, hereby associate ourselves together for the purpose of becoming a corporation Not for Profit under Chapter 617, Laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a Corporation for Profit.

ARTICLE I

CORPORATE NAME AND ADDRESS

The name and address of the Corporation shall be: **HOLY SPIRIT BAPTIST KOREAN CHURCH, INC.**, 18400 N.W. 68th Avenue, Hialeah, Florida 33015.

ARTICLE II

CORPORATE NATURE

The general purpose and object of this Corporation is a Non-profit religious organization, whose intent is to raise funds for monetary support for inspiration and religious programs. To operate exclusively in any other manner or for such religious purpose that will qualify it as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations

qualified as tax exempt organizations under the Internal Revenue Code. Further, to conduct any lawful pursuit in the State of Florida that qualifies as a nonprofit endeavor.

ARTICLE III

DURATION

The term of existence of the Corporation is perpetual unless dissolved according to law.

ARTICLE IV

MEMBERSHIP

(a) The Corporation shall have one class of members and no more than one membership may be held by any one person. The rights and privileges of all members shall be equal. Each member shall be entitled to one vote.

(b) Any person agreeing to be bound by the Articles of Incorporation and the Bylaws of the corporation and by such rules and regulations as the Directors may from time to time adopt, is eligible for membership.

(c) A prospective member shall be eligible for membership upon application for membership subject to acceptance by the members of the corporation.

ARTICLE V

MANAGEMENT OF CORPORATE AFFAIRS

(a) Board of Directors. The powers of this Corporation shall

be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The initial number of Directors of the Corporation shall be two (2), provided however, that such number may be changed by a Bylaw duly adopted by the members.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Trustees and until the qualification of Successors in office. Annual meetings shall be held on December 1st, of each year, at 18400 N.W. 68th Avenue, Hialeah, Florida 33015, or at such other place or places as the Board of Directors may designate from time to time by resolution.

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 or consents 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 of the Directors. Any certificate or other document filed under any provision of law which relates to action by written consent shall have the same

force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the Bylaws of this Corporation authorize the Directors to act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Directors are as follows:

**REVEREND JOHN YOUNG HWANG, 1081-C SUMMIT PLACE CIRCLE,
WEST PALM BEACH, FL 33415**

**REVEREND JAE WON RYU, 6296 N.W. 186 Street, #111,
Miami, FL 33015**

(B) **CORPORATE OFFICERS.** The Board of Directors shall elect the following Officers: President, Vice President, Secretary and Treasurer, and such other Officers as the Bylaws of this Corporation may authorize the Trustees to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Trustees. Until such election is held, the following persons shall serve as corporate officers:

**PRESIDENT/SECRETARY - REVEREND JOHN YOUNG HWANG
4601 FOREST HILL BOULEVARD, WEST PALM BEACH, FL 33415**

**VICE PRESIDENT/TREASURER - REVEREND JAE WON RYU,
6296 N.W. 186 Street, #111, Miami, FL 33015**

ARTICLE VI

This Corporation is organized under a non-stock basis.

ARTICLE VII

EARNINGS AND ACTIVITIES

(a) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 purposes set forth in Article IV hereof.

(b) No substantial part of the activities of the Corporation shall be the carrying on or propaganda, or otherwise attempting to influence legislation, 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.

(c) Notwithstanding any other provision of these articles, 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).

(d) Notwithstanding any other provision of these articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

ARTICLE VIII

DISTRIBUTION OF ASSETS

Upon dissolution of the Corporation, the Board of Directors shall, after making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable or religious purposes as shall at the time qualify as an Exempt Organization or Organizations under Section 501(C)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of by a Court of competent jurisdiction in the County in which the principal office of the Corporation is then located, exclusively for such purposes to such organization or organizations as such Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX

SUBSCRIBERS/INCORPORATORS

The name and residence address of the Subscriber/Incorporator

of the Corporation is as follows:

REVEREND JOHN Y. HWANG
4601 FOREST HILL BLVD., WEST PALM BEACH, FL 33415

ARTICLE X

AMENDMENT OF BYLAWS

Subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporations Not for Profit law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the Corporation, Bylaws of this Corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefore in the Bylaws.

ARTICLE XI

REGISTERED AGENT AND OFFICE

The address of the Corporation's registered office shall be 7301 South Dixie Highway, West Palm Beach, Florida 33405, and the name of its registered agent at said address shall be **H. BRYANT SIMS, ESQUIRE.**

ARTICLE XII

AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote.

I, the undersigned, being the Subscriber and Incorporator of this Corporation, for the purpose of forming this Nonprofit Corporation under the Laws of the State of Florida, have executed these Articles of Incorporation this 6th day of January, 1999.

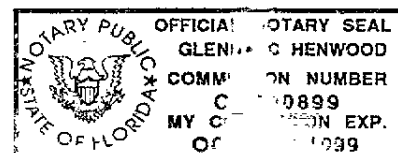
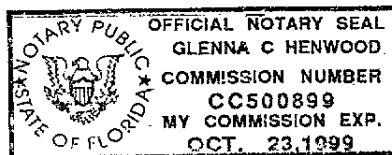
John Young Hwang
REVEREND JOHN Y. HWANG
SUBSCRIBER

STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared REVEREND JOHN Y. HWANG, who produced as Identification FL. D.L. # 4520-479-48-049-D, to me known to be the persons who executed the foregoing Articles of Incorporation, and who did take and oath, and they acknowledged to and before me that they executed such instrument.


IN WITNESS WHEREOF, I have hereunto set my hand and seal this 6th day of January, 1999.

Glenna C. Henwood
GLENNA C. HENWOOD
NOTARY PUBLIC, STATE OF
FLORIDA AT LARGE
MY COMMISSION EXPIRES:



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and further agree to comply with the provisions of all statutes relative to the proper performance of my duties.



H. BRYANT SIMS, ESQUIRE

99 JAN 19 PM 4:01
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED