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Thomas C. Ranew, Jr.

January 20, 1999

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*****70.00 *****70.00

Office of Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: TEMPLE OF GRACE MISSIONARY BAPTIST CHURCH, INC.

Dear Ladies:

Enclosed please find the original and one copy of the Articles of Incorporation for the above captioned corporation, together with check number 15230 in the amount of \$70.00 representing your fees for incorporating the above captioned corporation.

Please file this Incorporation and forward a copy of the Articles of Incorporation to me at the above post office address.

Thank you for your attention to this matter.

Very truly yours,


THOMAS C. RANREW, JR.
For the Firm

TCRjr/crm

Enclosure

99 JAN 22 AM 8:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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99 JAN 22 AM 8:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
TEMPLE OF GRACE MISSIONARY BAPTIST CHURCH, INC.
(A Corporation Not For Profit)

We, the undersigned, being desirous of forming a corporation for religious purposes, and under the provisions of Chapter 617, of the Florida Statutes, do agree to the following:

ARTICLE I - Name

The name of this corporation is TEMPLE OF GRACE MISSIONARY BAPTIST CHURCH, INC. and the principal office shall be 5797 NW 185th Street, Orange Lake, Florida 32681.

ARTICLE II - Purposes

The purposes for which the Corporation is formed are as follows:

The general nature of the object of this corporation is to promote the message of Jesus Christ through the Bible which is the Word of God, and to bring encouragement and exhortation to the Body of Christ Jesus; and to exercise any and all rights and privileges which are now or which may hereafter be conferred upon corporations organized pursuant to the non-profit corporation laws of the State of Florida, within the limitations of Section 501(c)(3) of the Internal Revenue Code of 1954, or any corresponding provision of future provisions of any future United States Internal Revenue Law.

ARTICLE III - Membership

Members at large of the corporation shall include those of a kindred spirit who knowingly and willingly submit to the purposes herein prescribed. New members shall be admitted in the manner provided in the By-Laws.

ARTICLE IV - Term of Existence

This corporation is to exist perpetually.

ARTICLE V - Subscribers

Names and addresses of the subscribers to these articles are:

WILLIE L. KINGCADE Pastor/Founder	5797 NW 185 th Street Orange Lake, FL 32681
LONNIE B. EDWARDS	2817 NW Hwy 316 Orange Lake, FL 32686
MARTHA K. KINGCADE	5797 NW 185 th Street Orange Lake, FL 32681

ARTICLE VI - Officers

Section 1. The officers of the corporation shall be president, secretary and treasurer and such other officers as may be provided in the By-Laws.

Section 2. The names of the persons who are to serve as officers of the corporation until their successors are elected and qualified are:

WILLIE L. KINGCADE, President
LONNIE B. EDWARDS, Secretary/Treasurer

Section 3. The officers shall be elected by a majority vote of the members of the

corporation present at the annual business meeting of the corporation.

ARTICLE VII - Board of Trustees

The names and addresses of the initial Board of Trustees of this corporation are:

WILLIE L. KINGCADE Pastor/Founder	5797 NW 185 th Street Orange Lake, FL 32686
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LONNIE B. EDWARDS	2817 NW Hwy 316 Orange Lake, FL 32686
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MARTHA K. KINGCADE	5797 NW 185 th Street Orange Lake, FL 32686
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The number of Trustees may be increased or decreased from time to time by the By-Laws, but shall never be less than three (3).

ARTICLE VIII - By-Laws

The directors and members of the ministry shall have the right to make and adopt such By-Laws as they shall deem proper and advisable and such By-Laws shall be made, altered, or rescinded upon a majority vote of the members.

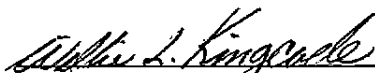
ARTICLE IX - Resident Agent

The name of the initial registered agent of this corporation is WILLIE L. KINGCADE, whose address is 5797 NW 185th Street, Orange Lake, Florida 32681, who signed these Articles of Incorporation to indicate his acceptance and agreement to act in this capacity as contemplated by Section 607.034, Florida Statutes.

ACCEPTANCE

I HEREBY accept the appointment as Registered Agent of TEMPLE OF GRACE

MISSIONARY BAPTIST CHURCH, INC., and agree to act in that capacity.



WILLIE L. KINGCADE, Pastor/Founder

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE X

1. 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 II hereof.

2. 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).

3. 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.

4. Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provisions 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, religious, educational or scientific 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 of the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any asset not so disposed of shall be disposed of in such manner as approved by order of the Circuit Court of the county in which the principal office is located, upon petition therefor by the Board of Trustees, and after the publication of such notice as the Court may direct.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 20th day of January, 1999.

SUBSCRIBERS:

Willie L. Kingcade
WILLIE L. KINGCADE, Pastor/Founder

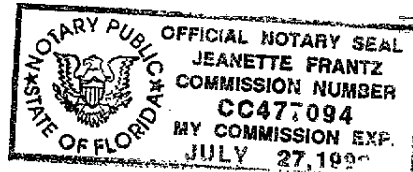
Lonnie B. Edwards
LONNIE B. EDWARDS

Martha K. Kingcade
MARTHA K. KINGCADE

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 19th day of January, 1999, by WILLIE L. KINGCADE, who is personally known to me or X produced a Florida Driver's License as identification.

Jeanette Frantz
Signature of Notary
My Commission expires:



STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 20th day of January, 1999, by LONNIE B. EDWARDS, who is personally known to me or X produced a Florida Driver's License as identification.

Candice Murphy
Signature of Notary
My Commission expires:



Candice Murphy
MY COMMISSION # CC798458 EXPIRES
September 30, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 19th day of January, 1999, by MARTHA K. KINGCADE, who is personally known to me or X produced a Florida Driver's License as identification.

Jeanette Frantz
Signature of Notary
My Commission expires:

