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SPECIAL COUNSEL
HOWARD I. KORMAN
ALFRED J. POMERANZ

Admitted in N.Y. only

PLEASE REPLY TO:
ST. AUGUSTINE

April 15, 1999

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Department of State
UCC Filings
P.O. Box 5588
Tallahassee, FL 32314

500002846695-6

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RE: Institute for Worship Studies Florida Campus
Articles of Incorporation
Not-for-Profit Corporation

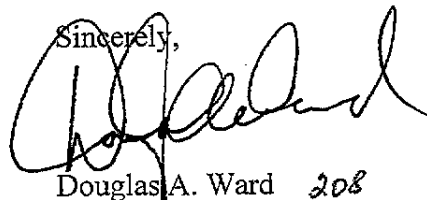
Dear Sir/Madam:

Enclosed you will find the original Articles of Incorporation for The Institute for Worship Studies Florida Campus together with a check payable to the Department of State in the amount of \$78.75 to cover the cost of filing and a certified copy. Please file these Articles with your office and then return a certified copy to me.

Thank you very much.

Deanne Jones GAVE
AUTHORIZATION BY PHONE TO
CORRECT Art X
DATE 6/22/99
DOC. EXAM BR

Sincerely,



Douglas A. Ward 208

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DAWkjb

Enclosures

F. CHESLER

APR 26 1999

(C)

**ARTICLES OF INCORPORATION
OF
THE INSTITUTE FOR WORSHIP STUDIES FLORIDA CAMPUS, INC.**

**ARTICLE I
NAME**

The name of this corporation is The Institute for Worship Studies Florida Campus, Inc.

**ARTICLE II
NOT FOR PROFIT CORPORATION**

The Corporation is a not for profit corporation under Chapter 617, Florida Statutes.

**ARTICLE III
DURATION**

The Corporation shall have perpetual existence unless dissolved sooner according to law.

**ARTICLE IV
PRINCIPAL OFFICE**

The principal office and mailing address of the Corporation will be located at 151 Kingsley Avenue, Orange Park, Florida 32073 or at such other address as may be determined by the Board of Directors.

**ARTICLE V
REGISTERED AGENT**

The resident agent of the Corporation is Douglas A. Ward whose address is 170 Malaga Street, Suite A, St. Augustine, Florida 32084.

**ARTICLE VI
PURPOSES**

(a) This Corporation is organized exclusively for charitable and educational purposes. The primary charitable and educational purpose of the corporation is to operate a graduate school of religious studies leading to the awarding of a doctoral or other graduate degree. To this end the Corporation will engage faculty and administration, recruit students, conduct courses of study, and arrange for suitable facilities and the equipment necessary to conduct its activities.

(b) Notwithstanding any other provision of these Articles of Incorporation:

1. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to any Director of the Corporation, Trustee of the Corporation, Officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation and payments and distributions may be made in furtherance of one or more of its purposes); and no Director, Trustee, Officer, or any private individual shall be entitled to share in the distributions of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

2. The Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501 (c) (3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended or replaced, or by an organization,

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contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code and Regulation as they now exist or they may hereafter be amended or replaced.

3. Upon the dissolution of the corporation, the assets of the corporation shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the 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 a court of competent jurisdiction of the county in which the principal office of the 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.

4. The Corporation is organized pursuant to the Florida Not For Profit Corporation Act and does not contemplate pecuniary gain or profit and is organized for nonprofit purposes.

ARTICLE VII MEMBERSHIP

The Corporation shall have no members.

ARTICLE VIII DIRECTORS

The Corporation shall at all times have at least three (3) Directors. Directors shall be appointed as provided in the Bylaws of the Corporation. The names and addresses of the initial directors to serve until their successors are qualified and elected pursuant to the Bylaws of the Corporation are:

Dr. Robert E. Webber	821 Pinegrove Court Wheaton, IL 60187
Rev. Dr. Richard C. Leonard	837 South Chestnut Avenue Arlington Heights, IL 60005
Rev. Dr. Samuel C. Pascoe	2385 Birdwood Drive Orange Park, FL 32073

ARTICLE IX AMENDMENTS TO ARTICLES

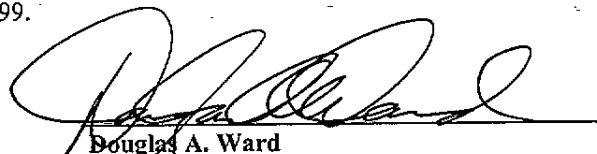
The Certificate of Incorporation may be amended by a majority of the Directors of the Corporation and the Articles of Amendment may be signed by an officer of the Corporation.

ARTICLE X INCORPORATION

The name and address of the sole incorporator of the Corporation is:

Douglas A. Ward	170 Malaga Street, Suite A St. Augustine, Florida 32084
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I, THE UNDERSIGNED, being the sole original incorporator hereinbefore named for the purpose of forming a corporation to do business both within and without the State of Florida, do make, subscribe, acknowledge, and file these Articles, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set my hand and seal this ____ day of March, 1999.


Douglas A. Ward

**CERTIFICATE OF DESIGNATION
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 office/registered agent, in the state of Florida.

1. The name of the corporation is:
The Institute for Worship Studies Florida Campus, Inc.
2. The name and address of the registered agent and office are:
Douglas A. Ward
170 Malaga Street, Suite A
St. Augustine, Florida 32084

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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


Douglas A. Ward

4/8/99
DATE

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