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625 COURT STREET
P.O. BOX 1669 (ZIP 33757)
CLEARWATER, FLORIDA 33756
(727) 441-8966 FAX (727) 442-8470

IN REPLY REFER TO

June 11, 1999

Clearwater

100002910251--3
-06/21/99-01072-009
*****78.75 *****78.75

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32301

Re: LIVING HIS LIFE ABUNDANTLY INTERNATIONAL, INC.

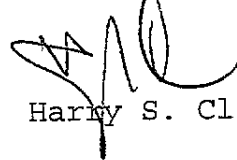
Dear Sir or Madam:

Enclosed please find an original and one (1) copy of Articles of Incorporation for the referenced corporation, together with our firm check in the amount of \$78.75 as the filing fee.

If you have any questions, please do not hesitate to contact me; absent hearing from you, please return the appropriate confirmation that the articles have been properly filed with the Secretary of State.

Thank you for your cooperation in this regard.

Sincerely yours,

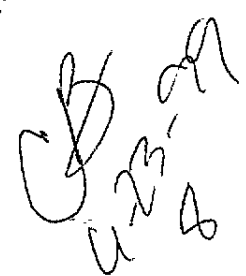


Harry S. Cline

HSC:koh
Enclosures

cc: Our Lady of Divine Providence, House
of Prayer, Inc.

99 JUN 21 PM 1:27
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
LIVING HIS LIFE ABUNDANTLY INTERNATIONAL, INC.

ARTICLE I

Name and Address

The name of this corporation not-for-profit shall be LIVING HIS LIFE ABUNDANTLY INTERNATIONAL, INC., whose business is located at 702 S. Bayview Avenue, Clearwater, FL 33759.

ARTICLE II

Term

The term for which this corporation shall exist shall be perpetual.

ARTICLE III

Principal Office

The principal office of the corporation is located at: 702 S. Bayview Avenue, Clearwater, FL 33759.

ARTICLE IV

Purposes

The purposes for which the corporation is organized are exclusively charitable, scientific or educational within the meaning of §501(c) (3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law (the "Internal Revenue Code"), and, in furtherance of these purposes, the corporation's purposes shall include pursuit of its mission, which is stated as follows:

The mission of Living His Life Abundantly International, Inc. is to inform, instruct, and inspire the people of the world with the truths of sacred scripture and the teachings of the Roman Catholic Church.

ARTICLE V

Powers

This corporation shall have all of the corporate powers enumerated as it may be amended from time to time and set forth in

Section 617, Florida Statutes provided, however, that none of the powers granted to this corporation shall be used in any manner whatsoever in contravention of the purpose or purposes for which the corporation has been formed as set forth in Article IV. In addition to the powers granted by statute, the corporation may:

The Corporation shall operate exclusively for charitable, scientific or educational purposes within the meaning of §501(c)(3) of the Internal Revenue Code, in the course of which operation:

1. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its individual members, directors, officers, or other 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 herein.

2. 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 publishing or distribution of statements), any political campaign on behalf of any candidate for public office except as authorized under the Internal Revenue Code.

3. Notwithstanding any other provisions 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 §501(c)(3) of the Internal Revenue code, or (b) by a corporation, contributions to which are deductible under §170(c)(2) of the Internal Revenue Code.

ARTICLE VI Dissolution

The corporation may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the voting membership. Upon dissolution of the Corporation, other than incidental to a merger or consolidation, the Board of Directors, after paying or making provisions for the payment of all of the liabilities

ties of the corporation, shall distribute, in any proportions considered prudent, all of the assets of the corporation to such organization or organizations organized and operated exclusively for charitable, educational or scientific purposes as shall at the time qualify as an exempt organization or organizations under §501(c)(3) of the Internal Revenue Code of 1986 (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 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 which shall at the time qualify as an exempt organization or organizations under §501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Revenue law), as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VII
Original Subscribers

The names and addresses of the original subscribers of these Articles of Incorporation are as follows:

Johnnette S. Benkovic 2245 Toniwood Lane
Palm Harbor, FL 34685

ARTICLE VIII
Members

The membership of this corporation shall constitute all persons hereinafter named as subscribers, and such other persons as, from time to time hereafter, may become members in the manner provided in the corporate Bylaws.

ARTICLE IX
Board of Directors and Officers

The management of the affairs of this corporation is vested in its Board of Directors which shall consist of not less than three (3) members. All members of the Board shall be elected or

appointed in the manner and for the terms prescribed in the Bylaws of the corporation, and shall hold office until their respective successors are duly elected and qualified.

The Board of Directors, at its annual meeting, shall elect a President, Vice-President, Secretary and a Treasurer, and such other officers as may, in the opinion of the Board, from time to time be necessary to adequately administer the affairs of the corporation, such officers to hold office at the pleasure of the Board or until their successors are duly elected and qualified. Any individual may hold two or more corporate offices, except that the offices of President and Secretary may not be held by the same person. The officers of the corporation shall have such duties as may be specified by the Board or by the Bylaws of this corporation. Compensation for any of such officers, if any, shall be fixed by the Board. Vacancies occurring on the Board or among the officers shall be filled in the manner prescribed by the Bylaws or this corporation.

ARTICLE X
Initial Officers

The names of the officers who are to serve until the first election or appointment under the Articles of Incorporation are the following:

<u>Name</u>	<u>Office</u>
Johnnette S. Benkovic	President
Anthony J. Benkovic	Vice President
Rev. Edmund J. Sylvia, C.S.C.	Secretary/Treasurer

ARTICLE XI
Initial Board of Directors

The number of the persons constituting the initial Board of Directors of this corporation shall be three (3); and the names and addresses of the members of such Board of Directors, each of whom is to hold office until the first election to be held under the provision of these Articles or the provisions of the Bylaws, are the following:

<u>Name</u>	<u>Address</u>
Johnnette S. Benkovic	2245 Toniwood Lane Palm Harbor, FL 34685
Anthony J. Benkovic	2245 Toniwood Lane Palm Harbor, FL 34685
Rev. Edmund J. Sylvia, C.S.C.	717 S. Bayview Avenue Clearwater, FL 33759

ARTICLE XII
Bylaws

The Bylaws of the corporation shall be adopted by the initial Board of Directors, as constituted under Article XI above, at the organizational meeting of the Board, and said Bylaws may thereafter be amended, by the affirmative vote of two-thirds (2/3) of the Board of Directors present and voting, at any meeting of the Board of Directors called for that purpose provided that such meeting shall be held after first giving thirty (30) days written notice mailed to each member of the Board of Directors at his or her last known address. Prior written notice may be waived by the members of the Board of Directors provided the waiver of notice be in writing.

ARTICLE XIII
Amendment of Articles of Incorporation

These Articles of Incorporation may be amended by the affirmative vote of two-thirds (2/3) of the Board of Directors of this corporation, present and voting, at any meeting of the Board of Directors called for that purpose provided that such meeting shall be held after first giving thirty (30) days written notice mailed to each member of the Board of Directors at his or her last known address. Prior written notice may be waived by the members of the Board of Directors provided the waiver of notice be in writing.

ARTICLE XIV
Registered Agent

The name of the initial registered agent of this corporation is HARRY S. CLINE, and the address of said agent is: 625 Court Street, Suite 200, Clearwater, FL 33756.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 01 day of June, 1999.

In the Presence of:

Mary Jane Seminski

Dorothy Mc Donald

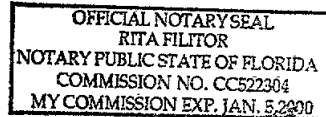
Johnette Benkovic (SEAL)
JOHNNETTE S. BENKOVIC

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY, that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, JOHNNETTE S. BENKOVIC, to me personally known or who has produced _____ as identification, and known to me to be the individual described in and who executed the foregoing instrument and she acknowledged before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal at Clearwater, said County and State, this 1st day of June, 1999.

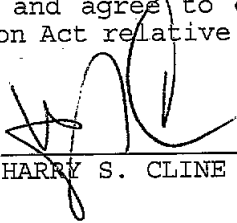
Rita Filitor
Notary Public
Print Name RITA FILITOR
My Commission Expires:



ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

ACKNOWLEDGMENT:

Having been named to accept service for process for HARRY S. CLINE at the place designated in this Certificate, I hereby accept and agree to act in said capacity and agree to comply with the provisions of the Florida Corporation Act relative to keeping open said office.



HARRY S. CLINE

FILED
99 JUN 21 PM 1:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA