

Susan J. Williams, P.A.
Professional Association

Attorney and Counselor at Law

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Casselberry, Florida 32707

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Jul 15, 1999

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-07/19/99--01043--006
*****35.00 *****35.00

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-08/11/99--01008--002
*****35.00 *****35.00

Re: **FAITH AND POWER WORSHIP CENTER, INC.**

Dear Sir:

Enclosed for filing please find an original and one copy of the Amended Articles of Incorporation for the above Corporation and our check in the amount of \$35.00 to cover the costs of filing same.

Your anticipated cooperation in this matter is appreciated. If you should have any questions, please feel free to contact me personally. Thank you.

Very truly yours,

Susan J. Williams
Susan J. Williams
For the firm

SJW/lg
Enclosures

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W99-17132



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 26, 1999

SUSAN J. WILLIAMS, ESQ.
5200 S. U.S. HWY 17-92
CASSELBERRY, FL 32707

SUBJECT: FAITH AND POWER WORSHIP CENTER, INC.
Ref. Number: W99000017132

We have received your document for FAITH AND POWER WORSHIP CENTER, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$35.00.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6926.

Cheryl Gallmon-Case
Document Specialist

Letter Number: 999A00037989

ARTICLES OF INCORPORATION
OF
FAITH AND POWER WORSHIP CENTER, INC.

The undersigned, acting as incorporator of a Corporation pursuant to Chapter 617,
Florida Statutes, adopts the following Articles of Incorporation of such corporation.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation shall be FAITH AND POWER WORSHIP CENTER, INC.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of this corporation shall be 453
Weathersfield Avenue, Altamonte Springs, Florida 32714.

ARTICLE III - DURATION OF CORPORATION

The period of the duration of this corporation is perpetual unless dissolved according to
law.

ARTICLE IV - PURPOSE OF THE CORPORATION

The purpose for which the corporation is organized is religious and charitable.

ARTICLE V - MEMBERSHIP QUALIFICATION

The qualifications for members and the manner of their admission will be provided for in
the By-laws of the Corporation.

ARTICLE VI - DIRECTORS

The manner of election of directors will be provided for in the By-laws. The number
constituting the initial Board of Directors of the Corporation is five (5), the names and addresses
of the persons who are to serve initially are:

MATTHEW J. SHAW
453 WEATHERSFIELD AVENUE
ALTAMONTE SPRINGS, FLORIDA 32714

JOHN BERNARD SHAW
453 WEATHERSFIELD AVENUE
ALTAMONTE SPRINGS, FLORIDA 32714

PAMELA B. SHAW
453 WEATHERSFIELD AVENUE
ALTAMONTE SPRINGS, FLORIDA 32714

TIMOTHY D. BARBER
453 WEATHERSFIELD AVENUE
ALTAMONTE SPRINGS, FLORIDA 32714

JEFFREY M. SHAW
453 WEATHERSFIELD AVENUE
ALTAMONTE SPRINGS, FLORIDA 32714

ARTICLE VII – CAPITAL STOCK

This corporation is organized under a non-stock basis.

ARTICLE VIII – 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 Section 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954, as amended, or corresponding sections of any prior or future law, or to the Federal, State, or Local Government for exclusive public purpose.

ARTICLE IX – ACTIVITIES

Notwithstanding any other provisions of these articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) 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) a corporation contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law.

ARTICLE X – AMENDMENTS

The corporation's right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation will be provided for in the Bylaws of the Corporation.

ARTICLE XI – FIRST OFFICERS

The names and street addresses of the first officers, all of whom shall hold office until their successors are duly elected and qualified, are as follows:

MATTHEW J. SHAW
453 WEATHERSFIELD AVENUE
ALTAMONTE SPRINGS, FLORIDA 32714

PRESIDENT

PAMELA B. SHAW
453 WEATHERSFIELD AVENUE
ALTAMONTE SPRINGS, FLORIDA 32714

VICE PRESIDENT

TIMOTHY D. BARBER
453 WEATHERSFIELD AVENUE
ALTAMONTE SPRINGS, FLORIDA 32714

SECRETARY

JEFFREY M. SHAW
453 WEATHERSFIELD AVENUE
ALTAMONTE SPRINGS, FLORIDA 32714

TREASURER

ARTICLE XII - INITIAL REGISTERED AGENT AND ADDRESS

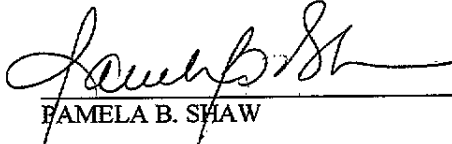
The name and address of the initial registered agent is MATTHEW J. SHAW, 453
WEATHERSFIELD AVENUE, ALTAMONTE SPRINGS, FLORIDA 32714.

ARTICLE XIII - INCORPORATOR

The name and address of the incorporator is:

PAMELA B. SHAW
453 WEATHERSFIELD AVENUE
ALTAMONTE SPRINGS, FLORIDA 32714

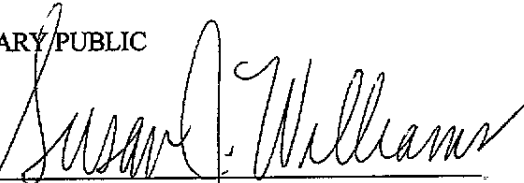
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation
this 14th day of July, 1999.


PAMELA B. SHAW

STATE OF FLORIDA
COUNTY OF SEMINOLE

The foregoing instrument was acknowledged and sworn to before me this 14th day of
July, 1999, by PAMELA B. SHAW, of FAITH AND POWER WORSHIP CENTER, INC., who is
personally known to me or who did produce F.D. License as
identification, and who did take an oath.

NOTARY PUBLIC

Sign 
Print Susan J. Williams

State of Florida at Large (Seal)
My Commission Expires:



SUSAN J WILLIAMS
My Commission CC554238
Expires May, 12, 2000

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 617.0501 and 617.0502 of Florida Statutes, the undersigned not-for-profit 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:

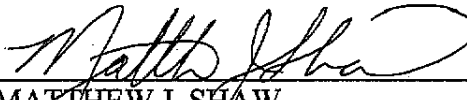
Faith and Power Worship Center, Inc.

2. The name and address of the registered agent and office are:

**Matthew J. Shaw
453 Weatherfield Avenue
Altamonte Springs, Florida 32714**

ACCEPTANCE BY REGISTERED AGENT

The undersigned, being the person appointed in the foregoing Articles of Incorporation as the registered agent for Faith and Power Worship Center, Inc. hereby accepts such appointment this 2nd day of August, 1999, and states that he is familiar with, and accepts, the obligations provided for in Section 617.0503 Florida Statutes.



MATTHEW J. SHAW

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA