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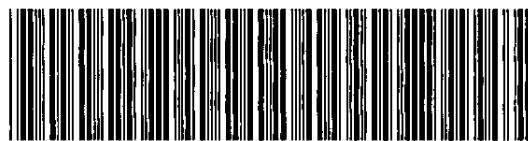
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merger

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

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9/3/08

GRAY | ROBINSON
ATTORNEYS AT LAW

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TALLAHASSEE
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jmcfarland@gray-robinson.com

September 2, 2008

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Church of the Highlands of Lakeland, Inc. into
South Lakeland Church of God, Inc.
Our File No. 410501-1

Dear Madam or Sir:

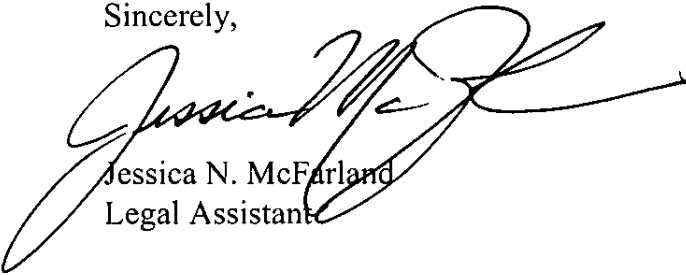
Enclosed for filing are an original and two (2) copies of the **ARTICLES OF MERGER** of:

**CHURCH OF THE HIGHLANDS OF LAKELAND, INC. into
SOUTH LAKELAND CHURCH OF GOD, INC.**

PLEASE FILE THESE ARTICLES AND ISSUE A CERTIFIED COPY. A check in the amount of \$78.75 is enclosed. Upon receipt of this request, please date-stamp the copy of these Articles, and call me when the certified copy is ready to be picked up.

Thank you for your assistance in this matter.

Sincerely,


Jessica N. McFarland
Legal Assistant

Enclosures

FILED

ARTICLES OF MERGER
of
CHURCH OF THE HIGHLANDS OF LAKELAND INC.,
a Florida not-for-profit corporation
into
SOUTH LAKELAND CHURCH OF GOD, INC.,
a Florida not-for-profit corporation

2008 SEP -2 PM 3:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. CHURCH OF THE HIGHLANDS OF LAKELAND, INC., a Florida not-for-profit corporation, Document No. N04000000773 ("Church of the Highlands"), and SOUTH LAKELAND CHURCH OF GOD, INC., a Florida not-for-profit corporation, Document No. 704626 ("South Lakeland"), are the parties to the merger, with South Lakeland being the Surviving Corporation.

2. The Plan of Merger is attached hereto.

3. The date on which the merger shall be effective (referred to in the Plan of Merger as the "Effective Date") shall be September 1, 2008, or as soon thereafter as these Articles of Merger are filed in the Office of the Florida Department of State.

4. On August 4, 2008, at a meeting duly called and held, the Board of Directors of Church of the Highlands adopted a resolution approving the Plan of Merger.

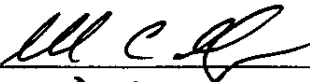
5. On August 4, 2008, at a meeting duly called and held, the Board of Directors of South Lakeland adopted a resolution approving the Plan of Merger.

6. On August 17, 2008, at a meeting duly called and held, the Members of Church of the Highlands adopted a resolution approving the Plan of Merger, by the affirmative vote of not less than a majority of the Members present and voting at such meeting.

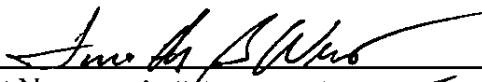
7. On August 17, 2008, at a meeting duly called and held, the Members of South Lakeland adopted a resolution approving the Plan of Merger, by the affirmative vote of not less than a majority of the Members present and voting at such meeting.

These Articles of Merger have been signed this 28th day of August, 2008.

CHURCH OF THE HIGHLANDS OF LAKELAND, INC.

By: 
Print Name: DONALD E. DODGE
its President

SOUTH LAKELAND CHURCH OF GOD, INC.

By: 
Print Name: TIMOTHY S. WEST
its President

PLAN OF MERGER

A. CORPORATIONS PROPOSING TO MERGE

1. The corporations proposing to merge are CHURCH OF THE HIGHLANDS OF LAKELAND, INC., a Florida not-for-profit corporation (referred to herein as "Church of the Highlands") and SOUTH LAKELAND CHURCH OF GOD, INC., a Florida not-for-profit corporation (referred to herein as "South Lakeland" and also as "Surviving Corporation" as such term is used in Sections 617.1101 – 617.1107 of the Florida Statutes).

2. Church of the Highlands shall, upon the Effective Date of the merger as specified in the Articles of Merger (referred to herein as "Effective Date"), be merged into South Lakeland in accordance with the applicable statutes of the State of Florida and on the terms and provisions of this Plan of Merger. South Lakeland shall be the Surviving Corporation and the separate corporate existence of Church of the Highlands shall cease upon the Effective Date.

3. The name of the Surviving Corporation shall continue and shall be SOUTH LAKELAND CHURCH OF GOD, INC.

B. TERMS AND CONDITIONS OF PROPOSED MERGER

1. The corporate identity, existence, purposes, powers, rights, privileges, immunities and franchises, of a public, as well as of a private nature of South Lakeland, shall continue unaffected and unimpaired by the merger, and the corporate identity, existence, purposes, powers, rights, privileges, immunities and franchises, of a public, as well as of a private nature, of Church of the Highlands shall be merged into South Lakeland, and South Lakeland shall be fully vested therewith. Upon the Effective Date, the separate corporate existence of Church of the Highlands, except to the extent the same may be continued by statute, shall cease, and Church of the Highlands and South Lakeland shall be and become a single corporation.

2. On and after the Effective Date, all rights, privileges, immunities, and franchises of a public, as well as a private nature, of Church of the Highlands, shall be possessed by South Lakeland, as the Surviving Corporation; and all property, real, personal, tangible and intangible, and all debts due on whatever account, and all other choses of action and all and every other interest of or belonging to or due to Church of the Highlands shall be taken and deemed to be transferred to and vested in South Lakeland, as the Surviving Corporation, without any further act or deed; and the title to any real property or any interest therein, shall not revert or be in any way impaired by reason of such merger.

3. From and after the Effective Date, South Lakeland, as the Surviving Corporation, shall be responsible and liable for all of the liabilities and obligations of Church of the Highlands; and any claim existing or action or proceeding pending by or against Church of the Highlands may be prosecuted as if the merger had not taken place, or, South Lakeland, as the Surviving Corporation, may be substituted in the place of Church of the Highlands. Neither the

rights of creditors nor any liens upon the property of Church of the Highlands shall be impaired by the merger.

4. If at any time South Lakeland, as the Surviving Corporation, shall consider or be advised that any further deeds, assignments or other instruments, or any further actions are necessary or desirable to vest, perfect or confirm, of record or otherwise, in South Lakeland, as the Surviving Corporation, the title to any property or rights of Church of the Highlands acquired or to be acquired by reason of merger, or otherwise to carry out the provisions hereof, the proper officers and directors of Church of the Highlands prior to the Effective Date, and thereafter the proper officers of South Lakeland, as the Surviving Corporation, on behalf of Church of the Highlands, shall execute and deliver all such deeds, assignments and other instruments, and take all other actions necessary or desirable to vest, perfect or confirm title to such property or rights in South Lakeland, as the Surviving Corporation and otherwise to carry out the terms hereof.

C. CONVERSION OF MEMBERSHIP

Upon the Effective Date, all of the Members of Church of the Highlands shall be and become Members of South Lakeland as the Surviving Corporation and shall each be entitled to the same rights and privileges as Members, including the right to vote in accordance with the Articles of Incorporation and Bylaws of South Lakeland.

D. ARTICLES OF INCORPORATION, BYLAWS, DIRECTORS AND OFFICERS OF SURVIVING CORPORATION

1. The Articles of Incorporation of South Lakeland, in the form of the Amended and Restated Articles of Incorporation of SOUTH LAKELAND CHURCH OF GOD, INC. to be adopted by the Board of Directors and Members of South Lakeland and to be filed with the office of the Secretary of State of the State of Florida shall, on and after the Effective Date constitute the Articles of Incorporation of the Surviving Corporation, unless and until amended in accordance with the provisions thereof and in accordance with the requirements of Florida law.

2. On and after the Effective Date, the Bylaws of South Lakeland, in the form to be adopted by the Board of Directors and Members of South Lakeland as the Revised Bylaws of South Lakeland, shall be the Bylaws of the Surviving Corporation, unless and until they shall be altered, amended or repealed, or until new Bylaws shall be adopted, in accordance with the provisions of such Bylaws.

3. The Directors listed on the attached Exhibit "A" shall, as of the Effective Date, serve as the directors of the Surviving Corporation until their respective successors are duly elected and have qualified.

4. Subject to the authority of the Board of Directors, as provided in the Bylaws of South Lakeland, as the Surviving Corporation, or by law, the officers of South Lakeland, as of the Effective Date, shall be the persons listed on the attached Exhibit "B".

EXHIBIT "A"

SOUTH LAKELAND CHURCH OF GOD, INC.

DIRECTORS

GLENN NAKAMURA

GORDON HOWE

CHRISTA LEGG

MICHAEL BLACK

BRYAN LEGG

EXHIBIT "B"

SOUTH LAKELAND CHURCH OF GOD, INC.

OFFICERS

PRESIDENT - TIMOTHY B. WEST

VICE PRESIDENT - GORDON HOWE

SECRETARY/TREASURER - CHRISTA LEGG