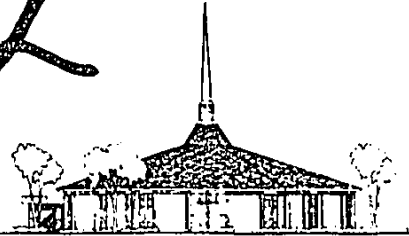


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The Alliance Church

402 West New York Avenue
DeLand, Florida 32720



Phone: (904) 734-4646

Dr. Vernon D. Evans, Pastor
Rev. Paul G. Simonsen, Assistant Pastor

March 28, 1997

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*****35.00 *****35.00

Florida Department of State
Division of Corporations
Corporate Records
P. O. Box 6327
Tallahassee, FL 32314

Attention: Sandra B. Mortham
Secretary of State

Dear Ms. Mortham:

Enclosed please find our check in the amount of \$35.00 to record the Restatement of Articles of incorporation with the amendments of articles as per the copies enclosed.

If you have any questions please feel free to contact me.

Sincerely,

Vernon D. Evans
Chairman

VDE/jb

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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*Note: Some pages on
front and back
restat*

APR 28 1997

**RESTATEMENT OF ARTICLES OF INCORPORATION
WITH AMENDMENT OF ARTICLES**

Pursuant to Chapter 617, Florida Statutes, THE CHRISTIAN AND MISSIONARY ALLIANCE CHURCH, INCORPORATED, OF DELAND, FLORIDA adopts the following amendment to its articles of incorporation and restates the articles of incorporation as follows. These Amended and Restated Articles of Incorporation shall supersede the original Articles of Incorporation and all prior amendments thereto.

**ARTICLE I.
Name**

The name of the Corporation is THE CHRISTIAN AND MISSIONARY ALLIANCE CHURCH, INCORPORATED, OF DELAND, FLORIDA.

**ARTICLE II.
Principal Place of Business and Mailing Address**

The principal place of business and the mailing address of this Corporation shall be 402 West New York Avenue, DeLand, Volusia County, Florida, 32720.

**ARTICLE III.
Duration**

The duration of the Corporation is perpetual.

**ARTICLE IV.
Purposes**

This Corporation is a not for profit Corporation organized and operated exclusively for religious purposes; is not formed for pecuniary profit or financial gain; and no part of the assets, income or profits of the Corporation is distributable to or inures to the benefit of its members, trustees, or officers or any private person.

The general purposes and objects of this Corporation shall be to promote the cause of the Christian religion; as taught in Holy Scriptures to promulgate the doctrines and teaching of the Christian and Missionary Alliance; to witness effectively for the Lord Jesus Christ; to encourage intercessory prayer for the world-wide work of the Christian and Missionary Alliance; to assist in the extension program of the Christian and Missionary Alliance; to conduct the religious worship and instruction of its members; to advance spiritual growth and enlightenment, moral and personal purity among its own membership and the people of the community in which it is located; to provide for its members a place of worship.

This Corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

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DIVISION OF CORPORATIONS
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ARTICLE V.
Powers

In addition to those rights and powers conferred by the laws of the State of Florida upon not for profit corporations, this Corporation shall have power to purchase, take, receive, lease, take by gift, devise, or bequest, or otherwise acquire, own, hold, improve, use, or otherwise deal in and with real or personal property, or any interest therein, wherever situated; to sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of its property and assets, real or personal; to make donations for religious, charitable, or similar purposes; and to own, sell, convey, mortgage, lease, exchange, transfer or otherwise own, hold, and manage real or personal property as Trustee.

ARTICLE VI.
Statement of Faith

(a) There is one God {1}, who is infinitely perfect {2}, existing eternally in three persons: Father, Son, and Holy Spirit {3}. ({1} Deuteronomy 6:4, {2} Matthew 5:48, {3} Matthew 28:19)

(b) Jesus Christ is true God and true man {4}. He was conceived by the Holy Spirit, and born of the Virgin Mary {5}. He died upon the cross, the Just for the unjust {6}, as a substitutionary sacrifice {7}, and all who believe in Him are justified on the ground of His shed blood {8}. He arose from the dead according to the Scriptures {9}. He is now at the right hand of the Majesty on high as our great High Priest {10}. He will come again to establish His kingdom of righteousness and peace {11}. ({4} Philippians 2:6-11, {5} Luke 1:36-38, {6} 1 Peter 3:18, {7} Hebrews 2:9, {8} Romans 5:9, {9} Acts 2:23,24, {10} Hebrews 8:1, {11} Matthew 26:64)

(c) The Holy Spirit is a divine person {12}, sent to indwell, guide, teach, empower the believer {13}, and convince the world of sin, of righteousness, and of judgment {14}. ({12} John 14:15-18, {13} John 16:13, Acts 1:8, {14} John 16:7-11)

(d) The Old and New Testaments, inerrant as originally given, were verbally inspired by God and are a complete revelation of His will for the salvation of men. They constitute the divine and only rule of Christian faith and practice {15}. ({15} 2 Peter 1:20-21, 2 Timothy 3:15-16)

(e) Man was originally created in the image and likeness of God {16}: he fell through disobedience, incurring thereby both physical and spiritual death. All men are born with a sinful nature {17}, are separated from the life of God, and can be saved only through the atoning work of the Lord Jesus Christ {18}. The portion of the impenitent and unbelieving is existence forever in conscious torment {19}; and that of the believer, in everlasting joy and bliss {20}. ({16} Genesis 1:27, {17} Romans 3:23, {18} 1 Corinthians 15:20-23, {19} Revelation 21:8, {20} Revelation 21:1-4)

(f) Salvation has been provided through Jesus Christ for all men; and those who repent and believe in Him are born again of the Holy Spirit, receive the gift of eternal life, and become the children of God {21}. ({21} Titus 3:4-7)

(g) It is the will of God that each believer should be filled with the Holy Spirit and be sanctified wholly {22}, being separated from sin and the world and fully dedicated to the will of God, thereby receiving power for holy living and effective service {23}. This is both a crisis and a progressive experience wrought in the life of the believer subsequent to conversion {24}. ({22} 1 Thessalonians 5:23, {23} Acts 1:8, {24} Romans 6:1-14)

(h) Provision is made in the redemptive work of the Lord Jesus Christ for the healing of the mortal body {25}. Prayer for the sick and anointing with oil are taught in the Scriptures and are privileges for the Church in this present age {26}. ({25} Matthew 8:16-17, {26} James 5:13-16)

(i) The church consists of all those who believe on the Lord Jesus Christ, are redeemed through His blood, and are born again of the Holy Spirit. Christ is the Head of the Body, the Church {27}, which has been commissioned by Him to go into all the world as a witness, preaching the gospel to all nations {28}.

The local church is a body of believers in Christ who are joined together for the worship of God, for edification through the Word of God, for prayer, fellowship, the proclamation of the gospel, and observance of the ordinances of Baptism and the Lord's Supper {29}. ({27} Ephesians 1:22-23, {28} Matthew 28:19-20, {29} Acts 2:41-47)

(j) There shall be a bodily resurrection of the Just and of the unjust; for the former, a resurrection unto life {30}; for the latter, a resurrection unto judgment {31}. ({30} 1 Corinthians 15:20-23, {31} John 5:28-29)

(k) The second coming of the Lord Jesus Christ is imminent {32} and will be personal, visible, and premillennial {33}. This is the believer's blessed hope and is a vital truth which is an incentive to holy living and faithful service {34}. ({32} Hebrews 10:37, {33} Luke 21:27, {34} Titus 2:11-14)

ARTICLE VII. Board of Directors

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors (the board of directors shall be called the "Governing Board." These two phrases shall have the exact same meaning and are used interchangeably.) The number of members of the Governing Board shall be not less than five (5) nor more than thirteen (13). Within these limits, the number of directors shall be set by the bylaws of the corporation.

Any action of the Governing Board which is required or permitted to be taken at a meeting may be taken without a meeting if written consent to the action signed by all of the members of the Governing Board is filed in the minutes of the proceedings of the Board prior to the taking of such action.

The Governing Board shall be elected according to the method set forth in the bylaws of the corporation.

ARTICLE VIII. Limitations on Corporate Powers

The amount of indebtedness or liability to which this corporation may at any time subject itself shall never be greater than FIVE HUNDRED THOUSAND DOLLARS (\$500,000.00).

The amount of real estate that this corporation may own shall not be more than ONE MILLION DOLLARS (\$1,000,000.00).

ARTICLE IX. By-Laws

The "Constitution For Churches" as adopted by the Christian and Missionary Alliance, Inc., a Colorado not for profit corporation, at the meeting of the General Council, and as amended from time to time by the General Council, is hereby adopted by this corporation as a part of its By-Laws. Other supplemental by-laws which are consistent with this Constitution For Churches may be adopted by this corporation. This Constitution For Churches and the supplemental by-laws adopted by this corporation shall collectively be referred to herein as the "By-Laws."

ARTICLE X.
Not-For-Profit

The property of this corporation is irrevocably dedicated to religious purposes and no part of the net income or assets of this corporation is distributable to or for the benefit of any director, officer, or member thereof, or to the benefit of any private individual; but 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 IV (Purposes) hereof.

On liquidation or dissolution all properties and assets of this corporation remaining after paying or providing for all debts and obligations shall be distributed and paid over to The Southeastern District Of The Christian And Missionary Alliance, Inc., a Florida not for profit corporation.

If the Southeastern District Of The Christian And Missionary Alliance, Inc., does not at that time qualify as a tax-exempt organization under Internal Revenue Code Section 501 (c) (3), as amended, or has been dissolved, then the properties and assets of this corporation shall be distributed to The Christian And Missionary Alliance, Inc., a Colorado not for profit corporation.

However, if The Christian and Missionary Alliance, Inc., does not at that time qualify as a tax-exempt organization under Internal Revenue Code Section 501 (c) (3), as amended, or has been dissolved, then the properties and assets of this corporation shall be distributed and paid over to such fund, foundation or corporation organized and operated for religious purposes as the board of directors shall determine and as shall at the time qualify as a tax-exempt organization under Internal Revenue Code Section 501 (c) (3), as amended.

ARTICLE XI.
Subordination

This corporation is connected with and subordinate to The Christian and Missionary Alliance, Inc., a Colorado not for profit corporation. Should this corporation cease to be subject to the purposes, usages, doctrines, and teachings of The Christian and Missionary Alliance, then all of its property, appurtenances, and effects then owned or held by it shall revert to the benefit of and become the property of the Southeastern District Of The Christian And Missionary Alliance, Inc., a Florida not for profit corporation.

However, if The Southeastern District Of The Christian And Missionary Alliance, Inc., does not at that time qualify as a tax-exempt organization under Internal Revenue Code Section 501 (c) (3), as amended, or has been dissolved, then the properties and assets of this corporation shall be distributed to The Christian And Missionary Alliance, Inc., a Colorado not for profit corporation.

ARTICLE XII.
Registered Office and Agent

The name and the street address of the current registered agent of the Corporation is Vernon D. Evans, 402 W. New York Ave., Volusia County, DeLand, FL 32720, and the name and address of its initial registered agent was Joseph H. Beck, 734 Lindley Blvd., Volusia County, DeLand, FL 32724.

ARTICLE XIII.
Incorporators

The name and address of each incorporator to the original Articles of Incorporation of the Corporation was as follows:

Name	Address
Joseph H. Beck	734 Lindley Boulevard, DeLand, FL
Ronald D. McPherson	628 E. Church, DeLand, FL
Michael A. Nave, Jr.	RD 1, Box 41 5A, DeLeon Springs, FL
Dale Parlin	N. Kepler Rd., DeLand, FL
Daniel R. Sherwood	225 Barden Drive, DeLand, FL
Julius A Barnett	223 1/2 W. Winnemissett Ave., DeLand, FL
William D. Combs	604 Alliance Court., DeLand, FL

ARTICLE XIV.
Amendment of Articles of Incorporation

These articles of incorporation may be amended according to the method set forth in the bylaws of the corporation.

We the undersigned, being the President and Secretary of The Christian and Missionary Alliance Church, Incorporated, of DeLand, Florida, a Florida not for profit corporation, hereby certify that the foregoing Restatement of the Articles of Incorporation with Amendment of Articles was duly adopted by the Members and the Board of Directors of the Corporation at a meeting duly held by them on the 28th day of March, 1997. We further certify that the number of votes cast by the members for the Amendment of the Articles was sufficient for approval.

In witness Whereof, we hereby set our hands this 28th day of March, 1997.

By: Vernon D. Evans
President
Attest: Lettie Williams
Secretary

(Corporate Seal)

State of Florida
County of Volusia

Before me personally appeared VERNON D. EVANS and LETTIE WILLIAMS, to me well known and known to me to be the persons described in and who executed the foregoing instrument as President and Secretary of The Christian and Missionary Alliance Church, Incorporated, of DeLand, and severally acknowledged to and before me that they executed said instrument for the purposes therein expressed.

Witness my hand and official seal this 28th day of MARCH, 1997, in the aforesaid County and State.

Bettie Parker
Notary Public--State of Florida
Print Name BETTIE PARKER
Commission No. _____
My Commission Expires _____



--- (Notary Seal)
BETTIE PARKER
MY COMMISSION # CC448433 EXPIRES
March 28, 1999
BOLDED TITLY TONY PAUL INSURANCE, INC.