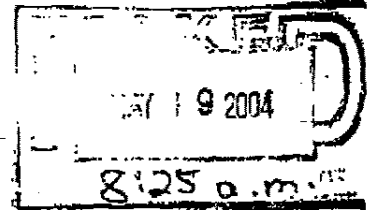


721483

Florida Department of State  
Division of Corporations  
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DIVISION OF CORPORATIONS

MERGER OR SHARE EXCHANGE

RESTORATION FELLOWSHIP, A CORNERSTONE CHURCH, INC.

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*Merger*  
*5/25/04*  
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FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

May 19, 2004

RESTORATION FELLOWSHIP, A CORNERSTONE CHURCH, INC.  
5614 RICHARDSON ROAD  
SARASOTA, FL 34232

SUBJECT: RESTORATION FELLOWSHIP, A CORNERSTONE CHURCH, INC.  
REF: 721483

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The merger must contain the appropriate approval: If the members have voting rights, as to each corporation:

- (1) the date of the meeting of members at which the plan of merger was adopted
- (2) a statement that the number of votes cast for the merger was sufficient for approval, and
- (3) the vote on the plan - or a statement that such plan was adopted by written consent and executed in accordance with section 617.0701, Florida Statutes.

When there are no members entitled to vote, as to each corporation:

- (1) a statement that there are no members or members entitled to vote,
- (2) the date of adoption of the plan by the board of directors, and
- (3) the number of directors then in office and the vote for the plan.

THE DATE SHOWN IN THE FIRST PARAGRAPH OF THE ARTICLES OF MERGER IS INCOMPLETE.

Please return 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) 245-6906.

Darlene Connell  
Document Specialist

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FAX AUDIT #H04-108495

ARTICLES OF MERGER  
OF  
CORNERSTONE CHURCH OF THE SUNCOAST, INC.  
INTO  
RESTORATION FELLOWSHIP, A CORNERSTONE CHURCH, INC.

Pursuant to the provisions of Florida Statutes Section 617.1105 of the Florida Business Corporation Act (the "Florida Act"), these Articles of Merger are entered into this 14<sup>TH</sup> day of September, 2003, by and between the undersigned corporations, who adopt the following Articles of Merger for the purpose of merging Cornerstone Church of the Suncoast, Inc., a Florida nonprofit corporation ("Merged Corporation"), into Restoration Fellowship, A Cornerstone Church, Inc., a Florida nonprofit corporation ("Surviving Corporation"):

The Plan of Merger is as follows:

1. The surviving corporation will be Restoration Fellowship, A Cornerstone Church, Inc.
2. Restoration Fellowship, A Cornerstone Church, Inc. will assume all of the assets and liabilities of Cornerstone Church of the Suncoast, Inc., pursuant to Florida Statute Section 617.1106.
3. Cornerstone Church of the Suncoast, Inc. shall cease to exist as a separate corporation.

The members of each Corporation entitled to vote approve the Plan of Merger.

The membership of Cornerstone Church of the Suncoast, Inc. approved said Plan of Merger at a meeting duly called for such purpose with notice as required by the Bylaws of the Corporation on September 14, 2003. The number of votes cast was sufficient for approval. All such voting was conducted in accordance with the Florida act. No votes were made against the Plan.

The membership of Restoration Fellowship of Sarasota, Inc. approved said Plan of Merger at a meeting duly called for such purpose with written notice as required by the Bylaws of the Corporation on September 14, 2003. The number of votes cast was sufficient for approval. All such voting was conducted in accordance with the Florida act. No votes were made against the Plan.

The effective date of this merger shall be at such time as these Articles of Merger shall be filed by the Secretary of State of the State of Florida.

Prepared by: L. Howard Payne, Esq.  
Kirk Pinkerton  
720 South Orange Avenue  
Sarasota, Florida 34236  
(941) 364-2480  
Atty. Bar #061952

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04 MAY 2004  
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TALLAHASSEE, FLORIDA

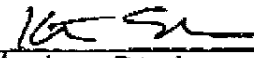
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IN WITNESS WHEREOF, CORNERSTONE CHURCH OF THE SUNCOAST, INC. and RESTORATION FELLOWSHIP, A CORNERSTONE CHURCH, INC. have set their hands and seals the date and year first above written.

Attest:

CORNERSTONE CHURCH OF THE SUNCOAST, INC., a Florida corporation

  
Richard Gaines, Secretary

By:   
Kenton Slabaugh, President

RESTORATION FELLOWSHIP, A CORNERSTONE CHURCH, INC.

  
PHYLLIS PRESSELEY, Secretary

By:   
KENTON SLABAUGH, President

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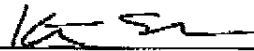
PLAN OF MERGER

CORNERSTONE CHURCH OF THE SUNCOAST, INC., a Florida not for profit corporation with its offices at 3708 53<sup>RD</sup> Avenue East, Bradenton, Florida 34203, hereby adopts this Plan of Merger and states:

1. It will merge with RESTORATION FELLOWSHIP, A CORNERSTONE CHURCH, INC., a Florida not for profit corporation with offices at 5614 Richardson Road, Sarasota, Florida 34232.

2. The surviving corporation will be RESTORATION FELLOWSHIP, A CORNERSTONE CHURCH, INC.

3. The surviving corporation will assume title to all of the assets of CORNERSTONE CHURCH OF THE SUNCOAST, INC., and assume all of its liabilities.

  
\_\_\_\_\_  
Kenton Slabaugh, President

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