

724497

ANDERSON & ARTIGLIERE a professional association

JON H. ANDERSON
RALPH ARTIGLIERE

LAW OFFICES: 4927 SOUTHFORK DRIVE
POST OFFICE DRAWER 6839
LAKELAND, FLORIDA 33807
TELEPHONE (941)644-6478
FAX (941)644-5251

September 3, 1999

Florida Department of State
Bureau of Corporate Records
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-09/07/99--01107--002
*****78.75 *****78.75

Re: **Merger of Evangel Christian School, Inc. into
The Carpenter's Home Church, Inc.**

Dear Sir or Madame:

Please find enclosed the original Articles of Merger as executed by The Carpenter's Home Church, Inc. and Evangel Christian School, Inc. effectively merging Evangel Christian School, Inc., a not for profit Florida corporation into The Carpenter's Home Church, Inc., a not for profit Florida corporation.

Also enclosed is our check in the amount of \$78.75 which shall serve as the necessary filing fee and certified copy fee.

You may return the certified copy to the above-referenced address.

Should you have any questions with regard to the enclosed, please do not hesitate to contact my assistant, Deana Smith.

Sincerely,

JON H. ANDERSON



*Merger
HJA 9-16-99*

JHA.ds
Enclosures
cc: Mr. Greg Gillman

FILED
99 SEP -7 AM 10:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER
Merger Sheet

MERGING:

EVANGEL CHRISTIAN SCHOOL, INC., a Florida corporation (Document
#724216)

INTO

THE CARPENTER'S HOME CHURCH, INC., a Florida entity, 724497

File date: September 7, 1999

Corporate Specialist: Louise Flemming-Jackson

FILED

99 SEP -7 AM 10: 35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER
of
THE CARPENTER'S HOME CHURCH, INC.
and
EVANGEL CHRISTIAN SCHOOL, INC.
into
THE CARPENTER'S HOME CHURCH, INC.

Pursuant to Fla. Stat. 617.1105 and 617.01201, the Carpenter's Home Church, Inc., a Florida corporation not for profit, and Evangel Christian School, Inc., a Florida corporation not for profit, adopt these Articles of Merger for the purpose of merging the two corporations into one corporation not for profit to be known as the Carpenter's Home Church, Inc.

ARTICLE I
CONSTITUENT CORPORATIONS

The parties to this Merger are as follows:

A. The Carpenter's Home Church, Inc., a Florida corporation not for profit, was originally incorporated as First Assembly of God Church, Inc., of Lakeland, Florida, on October 6, 1972, by Articles of Incorporation filed with the Florida Secretary of State. The corporation's name was changed to the Carpenter's Home Church, Inc., when Amended and Restated Articles of Incorporation were filed with the Florida Secretary of State on October 9, 1989.

B. Evangel Christian School, Inc., a Florida corporation not for profit, was originally incorporated on August 28, 1972, by Articles of Incorporation filed with the Florida Secretary of State.

ARTICLE II
SURVIVING CORPORATION

Evangel Christian School, Inc. shall be merged into the Carpenter's Home Church, Inc. The Carpenter's Home Church, Inc. shall be the surviving corporation, and shall continue to be organized and incorporated under Chapter 617, Fla. Stat.

ARTICLE III
PLAN OF MERGER

The Plan of Merger attached to these Articles of Merger as Exhibit "A" was adopted by each of the constituent corporations as follows:

A. The members of Evangel Christian School, Inc. consist of the officers and directors of the corporation. The corporation's Board of Directors and members adopted the Plan of Merger by unanimous vote on Sunday, July 22, 1998.


B. The Operations Team and Board of Trustees of the Carpenter's Home Church, Inc., each adopted the Plan of Merger by unanimous vote on July 28, 1998. The members of the Carpenter's Home Church were not entitled to vote on the Plan of Merger.

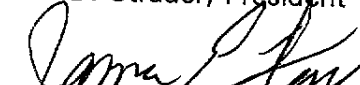
**ARTICLE IV
EFFECT OF MERGER**

The provisions of Fla. Stat. 617.1106 and the Plan of Merger attached to these Articles as Exhibit "A" describe the effect of this merger. All property formerly owned by Evangel Christian School, Inc. or by the Carpenter's Home Church, Inc. shall be owned by the Carpenter's Home Church, Inc. after this merger. All legal obligations of Evangel Christian School, Inc. or of the Carpenter's Home Church, Inc. shall be considered obligations of Carpenter's Home Church, Inc. after this merger.


In witness whereof, the Carpenter's Home Church, Inc. and Evangel Christian School, Inc., have each caused these Articles of Merger to be executed in duplicate by their respective Presidents and Secretaries, and verified by one such officer, on this 31ST day of August, 1999.

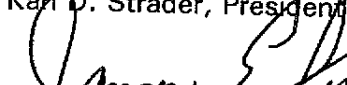
CARPENTER'S HOME CHURCH, INC.


Karl D. Strader, President


James E. Ferrell, Secretary

EVANGEL CHRISTIAN SCHOOL, INC.


Karl D. Strader, President



James E. Ferrell, Secretary

STATE OF FLORIDA
COUNTY OF POLK

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Karl D. Strader, as President and James E. Ferrell, as Secretary, of The Carpenter's Home Church, Inc., to me known to be the persons described in and who executed the foregoing instrument and acknowledged before me that they executed the same.

WITNESS my hand and seal in the County and State last aforesaid this 31ST day of August, 1999.




NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

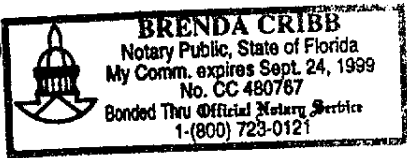
My Commission Expires:

STATE OF FLORIDA
COUNTY OF POLK

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Karl D. Strader, as President and James E. Ferrell, as Secretary, of Evangel Christian School, Inc., to me known to be the persons described in and who executed the foregoing instrument and acknowledged before me that they executed the same.

WITNESS my hand and seal in the County and State last aforesaid this 31ST day of August, 1999.

(SEAL)



Brenda Cribb

NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My Commission Expires:

**PLAN OF MERGER
OF
THE CARPENTER'S HOME CHURCH, INC.
AND
EVANGEL CHRISTIAN SCHOOL, INC.**

1. **Parties:** The parties to this Plan of Merger are The Carpenter's Home Church, Inc., a Florida corporation not for profit (the "Church") and Evangel Christian School, Inc., a Florida corporation not for profit (the "School").
2. **Intention:** This Plan of Merger is intended to fulfill the requirements of Fla. Stat. 617.1101. If adopted by the Church and the School, this Plan of Merger is intended to accomplish the merger of the Church and the School in accordance with Florida law. The parties intend that the Church shall be the surviving entity after merger. The surviving corporation shall be known as the Carpenter's Home Church, Inc.
3. **Expenses:** The Church and the School shall each pay one half of the expenses of the adoption and implementation of this Plan of Merger.
4. **Effective Date:** This Plan of Merger shall be effective as of August 1, 1998.
5. **Changes in Articles of Incorporation:** After the adoption of this Plan of Merger, the surviving entity shall be governed by the Articles of Incorporation and Bylaws of the Carpenter's Home Church, Inc., as they exist on August 1, 1998.
6. **Creditors Protected:** This Plan of Merger is not intended to affect any lien, encumbrance or security interest in effect prior to the effective date. The interests of creditors of the Church and the School are not affected by the merger of the Church and the School in any way.
7. **Further Action:** The officers of the Church are authorized and empowered to take such additional steps as may reasonably be required to document the merger of the Church and the School and to give full effect to this Plan of Merger.