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July 12, 2004

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Spirit Church, Inc.

Dear Registration Section:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida," "Certificate of Existence," and check for 78.75 for the filing fee and a Certificate of Status are submitted to register the above referenced not-for-profit corporation to conduct its affairs in Florida. The enclosed Certificate for Spirit Church, Inc. from the Mississippi Secretary of State's office is what is received when you order a "Certificate of Existence." This Certificate can be verified by referring to the website listed at the bottom of the page of the certificate.

Please return all correspondence concerning this matter to the following:

Frank Sommerville
Weycer, Kaplan, Pulaski & Zuber, P.C.
1600 E. Pioneer Parkway, Suite 520
Arlington, Texas 76010

For further information concerning this matter, please call (817) 795-5046.

Very truly yours,



Frank Sommerville

FS/ly
Enclosures


**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO
CONDUCT ITS AFFAIRS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN
THE STATE OF FLORIDA:*

1. Spirit Church, Inc.
(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
2. Mississippi 3. 64-0770277
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 12/12/1988 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. July 1, 2004
(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S. to determine penalty liability.)
7. 4812 Mirabella Place, Lutz, FL 33558
(Principal office address)
P.O. Box 341799, Tampa, FL 33694
(Current mailing address)
8. Church
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box **NOT** acceptable)
Name: Tim O'Leary
Office Address: 4812 Mirabella Place
Lutz, Florida 33558
(City) (Zip Code)

10. Registered Agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered Agent's signature)

11. Attached is a Certificate of Existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Tim O'Leary

Address: 4812 Mirabella Place
Lutz, FL 33558

Vice Chairman: Meredith O'Leary

Address: 4812 Mirabella Place
Lutz, FL 33558

Director: David Grothe

Address: 4812 Mirabella Place
Lutz, FL 33558

Director: Becky Brothe

Address: 4812 Mirabella Place
Lutz, FL 33558

B. OFFICERS

President: Tim O'Leary

Address: 4812 Mirabella Place
Lutz, FL 33558

Vice President: Meredith O'Leary

Address: 4812 Mirabella Place
Lutz, FL 33558

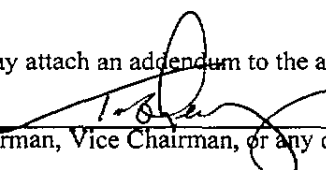
Secretary: David Grothe

Address: 4812 Mirabella Place, Lutz, FL 33558

Treasurer: Becky Grothe

Address: 4812 Mirabella Place, Lutz, FL 33558

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. TIM O'LEARY, President/Director
(Typed or printed name and capacity of person signing application)

State of Mississippi

Office of the Secretary of State

Eric Clark, Secretary of State

Jackson, Mississippi

CERTIFICATE

I, ERIC CLARK, Secretary of State of the State of Mississippi, and as such, the legal custodian of the corporate records, required by the laws of Mississippi, to be filed in my office, do hereby certify as follows:

That on December 12, 1988, the State of Mississippi issued a non profit charter of incorporation/certificate of authority to SPIRIT CHURCH, INC..

That the registered office of said corporation is located at 512 N CANTON CLUB CIRCLE, JACKSON, MS 39211 and the registered agent at that address is TIM O'LEARY.

That the period of duration is perpetual.

That insofar as the records of this office are concerned the said SPIRIT CHURCH, INC. is in good standing at this time.



Given under my hand
and seal of office
June 23, 2004

A handwritten signature in cursive script that reads "Eric Clark".

ERIC CLARK
Secretary of State