

JAM & Associates

CHURCH & CLERGY CONSULTANTS

"Building the Bridge Between Ministry and Management"

August 30, 2001

N00000004712

Katherine Harris
Secretary of State
FLORIDA DEPARTMENT OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

100004619901--3
-10/02/01--01017--009
*****35.00 *****35.00

Dear Secretary of State Harris:

Attached you will find the Amended Articles of Incorporation for New Level Gospel Music and Books, Incorporated. The original Articles of Incorporation for New Level Gospel Music & Books, Incorporated were filed on June 28, 2000, effective June 21, 2000, and assigned document number N00000004712.

Below are the Articles Of Incorporation that were amended:

Article V
Article VII
Article VIII
Article IX
Article X
Article XI
New Level Gospel Music and Books, Inc.
Board of Directors
Experience and Qualifications

FILED
01 OCT -2 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please register and file the attached Articles of Incorporation in the State of Florida and return the stamped "filed" copy as soon as possible to:

John A. Mardenborough
President & CEO
J A M & Associates
P.O. Box 6463
Columbia, MD 21045-6463

P.S. start

T. LEWIS OCT 2 2001

Katherine Harris
Secretary of State
Florida Department of State
Page 2

Enclosed you will find a check in the amount of \$35.00 as the filing fee.

Sincerely,

J A M & ASSOCIATES

A handwritten signature in black ink, appearing to read "John A. Mardenborough", is written over the company name.

John A. Mardenborough
President & CEO

Enclosures



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 10, 2001

JOHN A. MARDENBOROUGH
JAM & ASSOCIATES
P. O. BOX 6463
COLUMBIA, MD 21045-6463

SUBJECT: NEW LEVEL GOSPEL MUSIC & BOOKS, INCORPORATED
Ref. Number: N00000004712

We have received your document for NEW LEVEL GOSPEL MUSIC & BOOKS, INCORPORATED and check(s) totaling \$35.00. However, your check(s) and document are being returned for the following:

Restated Articles of Incorporation for a Florida nonprofit corporation are filed pursuant to section 617.1007, Florida Statutes. Enclosed is a copy of chapter 617.

A certificate must accompany the Restated Articles of Incorporation setting forth one of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendments requiring member approval; OR (2) If the restatement contains an amendment requiring member approval, the date of adoption of the amendment by the members and a statement that the number of votes cast for the amendment was sufficient for approval.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Corporations may incorporate using only one name. If you wish to register your fictitious name you may do so by filing the enclosed application and submitting the appropriate fees to this office.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6905.

Thelma Lewis
Corporate Specialist Supervisor

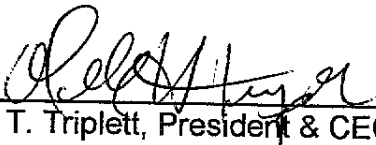
Letter Number: 601A00050758

FILED
01 OCT -2 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NEW LEVEL GOSPEL MUSIC & BOOKS, INCORPORATED
Restated Articles of Incorporation
Certificate

This certificate memorializes that the restatement was adopted by the board of directors and does not contain any amendments requiring member approval.

Having been named as registered agent and to accept service of process for the above state corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept obligations of my position as registered agent.



Derek T. Triplett, President & CEO
Registered Agent

9-20-01

Date

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not For Profit Corporation Act hereby adopt(s) the following Articles of Incorporation:

ARTICLES OF INCORPORATION - AMENDED

ARTICLE I

The name of the corporation is New Level Gospel Music and Books, Incorporated. The corporation may also be know by a contractual form of the above style, and may be represented by expanded or contractual forms to the public, to wit: New Level Gospel Music & Books, Incorporated.

ARTICLE II

The registered office and principal place of this corporation is located at 869 Derbyshire Road, Daytona Beach, FL 32117. Offices may also be maintained at such other place or places, either within or without the State of Florida, as may be designated from time to time by the Board of Directors. Bishop Derek T. Triplett of 448 Pelican Bay Drive, Daytona Beach, FL 32119 serves as the President and CEO and Incorporator of this entity.

ARTICLE III

The purpose of this corporation is to proclaim the Gospel of the Lord Jesus Christ, and to otherwise function as a Christian Bookstore.

ARTICLE IV

The corporation elects to have no members. Any actions which would otherwise require a vote of members shall require only a vote of the members of the Board of Directors, and no meeting or vote of members shall be required for this corporation, any provision of the Articles of Incorporation of this Corporation or the By-Laws of the Corporation to the contrary notwithstanding.

The corporation, a ministry, elects the ecclesiastical form of church government, whereby the Board of Directors shall be the highest ecclesiastical tribunal of the organization, and shall be the final arbiter of all questions of doctrine, discipline, property, policy, and policy of every kind and nature whatsoever, and the Board of Directors in its deliberations as the ecclesiastical government of the organization shall use as its sole and final authority the standard the Holy Scriptures Old and New Testaments, King James version.

The manner in which the Board of Directors is elected or appointed is by nomination among the team of the original founders, organizers, and volunteers. All subsequent nominations will be by designation of the existing Board of Directors and all nominees will be selected based upon an established set of qualifications and criteria.

ARTICLE V

NAME	ADDRESS
Derek T. Triplett President & CEO	448 Pelican Bay Drive Daytona Beach FL 32119
Tracey A. Triplett Vice President/General Manager	448 Pelican Bay Drive Daytona Beach, FL 32119
Marion Listenbee Purchasing & Merchandising Manager	448 Pelican Bay Drive Daytona Beach, FL 32119
Brian K. Rothwell Chief Financial Officer/Fiscal Officer	1320 Ruthbern Road Daytona Beach, FL 32114
Robin R. Wiley Director of Advertising & Public Relations	546 Janice Avenue Daytona Beach, FL 32114
Valeria N. Davis Executive Assistant to the President & CEO	274 Westhampton Drive Palm Coast, FL 32164

ARTICLE VI

NAME	ADDRESS
Derek T. Triplett	448 Pelican Bay Drive Daytona Beach, FL 32119

ARTICLE VII

Upon the winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a nonprofit fund, foundation or corporation, which is organized and operated exclusively for charitable, education, or religious and/or scientific purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.


ARTICLE VIII

No part of the net earnings of this corporation shall ever inure to or for the benefit of or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the exempt purposes for which it was formed.

ARTICLE IX

Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986.

ARTICLE X



Signature of Incorporator

8-15-01

Date

Derek T. Triplett
448 Pelican Bay Drive
Daytona Beach, FL 32119

ARTICLE XI

The Articles of Incorporation for New Level Gospel Music & Books are effective as of _____

Having been named as registered agent and to accept service of process for the above state corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

✓ 

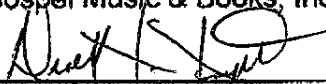
Signature/Registered Agent

8-15-01

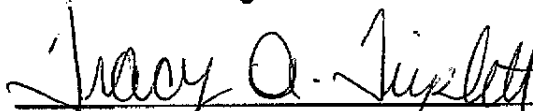
Date

New Level Gospel Music & Books, Inc.**Board of Directors**

I, the undersigned, do hereby certify that I will perform an active role based upon my respective area of responsibility and based upon my expertise in the management and operation of New Level Gospel Music & Books, Inc. My operational responsibilities do not preclude my fiduciary duties and responsibilities in the management of New Level Gospel Music & Books, Inc.




Derek T. Triplett, President & CEO



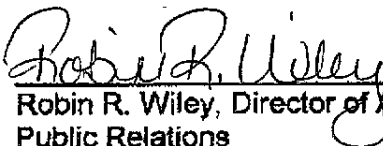
Tracey A. Triplett, Vice President & General Manager



Marion Listenbee, Purchasing & Merchandising Manager



Brian K. Rothwell, Fiscal Officer
Chief Financial Officer



Robin R. Wiley, Director of Advertising & Public Relations



Valeria N. Davis, Executive Assistant
To the President & CEO

New Level Gospel Music & Books, Inc.**Board of Directors****Experience and Qualifications****Derek T. Triplett, President & CEO**

- ◆15+ years successful corporate management experience
- ◆10+ years pioneering visionary leadership in ministry
- ◆10+ years exceptional leadership experience in the management and operation of non-profit entities and organizations

Tracey A. Triplett, Vice President & General Manager

- ◆10+ years management experience
- ◆10+ years experience in television and media management and operations
- ◆Solid experience in retail management, merchandising, purchasing, sales, and staffing

Marion Listenbee, Purchasing & Merchandising Manager

- ◆30+ years in merchandising industry with an emphasis in international and overseas markets
- ◆Solid sales and purchasing experience
- ◆Sound experience in consumer buying behavior with an emphasis in religious markets

Brian Rothwell, Chief Financial Officer/Fiscal Officer

- ◆10+ years of solid financial and fiscal experience for local county government
- ◆5+ years experience as Fiscal Officer for Hope Fellowship Church, Inc.
- ◆Proven and exceptional experience in all accounting functions and operations including knowledge of Generally Accepted Accounting Principles and Internal Revenue Service Rules and Regulations governing non-profit organizations

Robin R. Wiley, Director of Advertising & Public Relations

- ◆5+ years of solid experience in guest relations, public relations, and advertising
- ◆Manages and orchestrates all public relations and guest relations activities for Hope Fellowship Church
- ◆Academic matriculation in advertising, marketing, and business management

Valeria N. Davis, Executive Assistant to the President & CEO

- ◆25 years of proven administrative management experience
- ◆Executive Assistant to the Senior Pastor of Hope Fellowship Church
- ◆Solid experience in the management and operation of senior level executives administrative and management offices