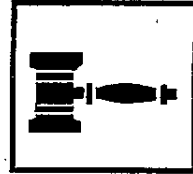


DOCUMENT TYPING SERVICE

2715 N. Cocoa Boulevard (U.S. 1)
Cocoa, Florida 32922
(407) 633-9353



N000000006434

Sept 22, 2000

Department of State
Division of Corporations
Corporate Records Bureau
P.O. Box 6327
Tallahassee, Florida 32301

600003403446--6
-09/25/00-01142-013
*****78.75 *****78.75

Re: *Gathering of Eagles Ministries*

Gentleman/Madam:

Enclosed is an original and one copy of Articles of Incorporation for the above named Corporation. In addition, a check in the sum of \$ *78.75* is enclosed for filing.

Please file the original of the enclosed Articles of Incorporation and return to the undersigned.

Yours very truly,

Connie L. Embury
Connie L. Embury

FILED
00 SEP 25 PM 1:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Connie Embury GAVE
AUTHORIZATION BY PHONE TO
CORRECT *Principal office address* & take off one
DATE *9-27-00* at *1:27 pm.* RA Name
DOC. EXAM *J. B. [Signature]*

W-23918

9-26

ARTICLES OF INCORPORATION
OF
FLORIDA NON-PROFIT CORPORATION

FILED
00 SEP 25 PM 1:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE: The name of the corporation shall be: GATHERING OF EAGLES MINISTRIES INC.

ARTICLE TWO: This is a nonprofit corporation, organized solely for general charitable purposes pursuant to the Florida Corporations Not for Profit Law set forth in Section 617 of the Florida Statutes.

ARTICLE THREE: The term of existence of the corporation is perpetual.

ARTICLE FOUR: PURPOSE: The specific and primary purposes for which this corporation is formed are; to help people and children in need, to help support the Toys for Tots, Yellow Umbrella Children Abuse Prevention Center, Serve the Children Fund and many other organizations in our area. We will hold charitable benefits throughout the year and all proceeds from those benefits will be donated to Organizations as named above.

ARTICLE FIVE: MANAGEMENT OF CORPORATE AFFAIRS:

A. BOARD OF TRUSTEES: The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Trustees. The number of Trustees of the corporation shall be 4, provided, however that such number may be changed by a bylaw duly adopted by the members.

The Trustees named herein as the first Board of Trustees shall hold office until the first meeting of members at which time an election of Trustees shall be held.

Trustees elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Trustees and until the qualification of the successors in office. Annual meetings shall be held at 244 No. Grove Street, Merritt Island, Florida 32953 on January 10th of each year or at such other times or places as the Board of Trustees may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Trustees under any provision of law may be taken without a meeting. If all members of the board shall individually or collectively consent in writing to such action.

Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Trustees. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Trustees without a meeting, and the Articles of Incorporation and the Bylaws of this corporation authorize the Trustees to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Trustees are as follows:

DIANNA HINKLEY
244 No. Grove Street
Merritt Island, Florida 32953

MARYANN BENSON
7215 Pluto Avenue
Pt. St. John, Florida 32927

PAMELA BUENAVENTURA-BARILE
301 Filmore Avenue
Cape Canaveral, Florida 32920

VINCENT J. MACK
1370 Mariposa Drive N.E.
Palm Bay, Florida 32905

B. CORPORATE OFFICERS: The Board of Trustees shall elect the following officers President, Vice-President, Secretary and Treasurer, and such others officers as the bylaws of the corporation may authorize the Trustees to elect from time to time, initially, such officers shall be elected at the first annual meeting of the Board of Trustees. Until such election is held, the following persons shall serve as corporate officers.

PRESIDENT
DIANNA HINKLEY
244 No. Grove Street
Merritt Island, Florida 32953

VICE PRESIDENT
MARYANN BENSON
7215 Pluto Avenue
Pt. St. John, Florida 32927

SECRETARY
PAMELA BUENAVENTURA-BARILE
301 Filmore Avenue
Cape Canaveral, Florida 32920

TREASURER
VINCENT J. MACK
1370 Mariposa Drive N.E.
Palm Bay, Florida 32905

ARTICLE SIX: EARNINGS & ACTIVITIES OF CORPORATION:

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, except that 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 four hereof.

B. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

C. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

D. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE SEVEN: DISTRIBUTION OF ASSETS:

Upon dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine.

Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE EIGHT: MEMBERSHIP:

A. The corporation shall have one class of members and no more than one membership may be held by any one person. The rights and privileges of all members shall be equal. Each member shall be entitled to one vote.

B. Any person paying the dues provided for by the bylaws and agreeing to be bound by the Articles of Incorporation and the Bylaws of the corporation and by such rules and regulations as the trustees may from time to time adopt, is eligible for membership.

C. A prospective member shall be eligible for membership upon presentation of an approved application by membership committee for approval and acceptance by the Board of Trustees.

ARTICLE NINE: SUBSCRIBERS:

The names and residence addresses of the Subscribers of this corporation are as follows:

DIANNA HINKLEY
244 No. Grove Street
Merritt Island, Florida 32953

MARYANN BENSON
7215 Pluto Avenue
Pt. St. John, Florida 32927

PAMELA BUENAVENTURA-BARILE
301 Filmore Avenue
Cape Canaveral, Florida 32920

VINCENT J. MACK
1370 Mariposa Drive N.E.
Palm Bay, Florida 32905

ARTICLE TEN: AMENDMENT OF BYLAWS:

Subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporation Not For Profit law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation. Bylaws of this corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by a resolution of the Board of Trustees, or by following the procedure set forth therefor in the Bylaws.

ARTICLE ELEVEN: DEDICATION OF ASSETS:

The property of this corporation is irrevocable dedicated to [charitable] purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

ARTICLE TWELVE: REGISTERED AGENT AND OFFICE:

The address of the corporation's registered office shall be 244 N. Grove Street, Merritt Island, Florida 32953 and the name of its registered agent at said address shall be VINCENT J. MACK. Also principal office address.

ARTICLE THIRTEEN: AMENDMENT OF ARTICLES:

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Trustees and presented to a quorum of members for their vote.

We, the undersigned, being the subscribers and incorporators of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida have executed these Articles of Incorporation this 19th day of September 2000.

Margie Benson
Subscriber

Linda Guadalupe
Subscriber

Olanna M. Hunkley
Subscriber

Vincent J. Mack
Subscriber

I hereby am familiar with and accept the duties and responsibilities as Registered Agent.

Vincent J. Mack
VINCENT J. MACK Registered Agent

FILED

STATE OF FLORIDA
COUNTY OF BREVARD

00 SEP 25 PM 1:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME, the undersigned authority, personally appeared DIANNA HINKLEY to me known to be the person who executed the foregoing Articles of Incorporation and she acknowledged to and before me that she executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 19th day of September 2000.



Richard A Mathewson
My Commission CC959486
Expires August 8, 2004

Richard A. Mathewson

Notary Public, State of Florida

NOTARY SEAL

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, personally appeared MARYANN BENSON, to me known to be the person who executed the foregoing Articles of Incorporation and she acknowledged to and before me that she executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 19th day of September 2000.



Richard A Mathewson
My Commission CC959486
Expires August 8, 2004

Richard A. Mathewson

Notary Public, State of Florida

NOTARY SEAL