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January 30, 2002

Corporate Records Bureau
Division of Corporations
Department of State
PO Box 6327
Tallahassee, FL 32314

FILED
02 FEB -4 PM 12:36
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RE: Articles of Incorporation - NON PROFIT CORPORATION
RIVER OF LIFE FAMILY CHURCH, INC.

Ladies and Gentlemen:

Enclosed, please find the Articles of Incorporation regarding the above referenced corporations. We have also enclosed a check in the amount of \$78.75 which represents the following:

Filing Fee	\$35.00
Certified Copy Fee	8.75
Registered Agent Fee	35.00

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-02/04/02--01047--009
*****78.75 *****78.75

Please file the Articles of Incorporation, certify them and return the certified copies of our office at the above referenced address.

Thank you for your assistance and if you have any questions, please do not hesitate to contact us.

Sincerely yours,

Jay W. Moreland
JAY W. MORELAND, ESQUIRE

/lg
Enclosures

02-08-02

ARTICLES OF INCORPORATION
OF
RIVER OF LIFE FAMILY CHURCH, INC.
(A Corporation Not For Profit)

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned incorporator, make, subscribe, acknowledge and file with the Secretary of State of Florida, these Articles of Incorporation for the purpose of forming a corporation not for profit in accordance with the laws of the State of Florida.

ARTICLE I - NAME AND ADDRESS

The name of this corporation shall be RIVER OF LIFE FAMILY CHURCH, INC., and the residence and mailing address shall be 12406 Weatherstone Row, Bayonet Point, Florida 34667.

ARTICLE II - PURPOSE

- a] This corporation is organized and shall be operated exclusively for charitable, religious, educational and scientific purposes, including, among other things, educational purposes related to services to the needy, and the methods and tools used to accomplish same. As a means for the accomplishment of the foregoing, it shall be within the purposes of this corporation to establish and maintain charitable, educational and scientific research activities, agencies, and institutions, and the aid of such activities, agencies, and institutions already established and any other means, persons, or agencies which, from time to time, shall seem expedient to its members or directors and which shall further the purpose of this corporation.
- b] It shall be within the purposes of this corporation to receive and maintain a fund or funds of real or personal property, or both, and subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, scientific or educational purposes either directly or by contributions to organizations exempt under Section 501(c)(3) of the Internal Revenue Code and the regulations thereunder.
- c] No part of the net earnings of this corporation shall inure to the benefit of any member, director or officer of this corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for this corporation affecting one or more of its purposes), and no member, director or officer of this corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of this corporation. No substantial part of the activities of this corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and this corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office. d] Notwithstanding any other provisions of these Articles of Incorporation, this corporation shall not conduct or carry

on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code or the regulations issued thereunder, or by an organization, contributions to which are deductible under Section 170(c)(2) of such Code and the regulations issued thereunder.

e] Upon the dissolution of this corporation or the winding up of its affairs, the assets of this corporation shall be distributed exclusively to charitable, religious, scientific, literary, or educational organizations which would qualify for the provisions of Section 501(c)(3) of the Internal Revenue Code and the regulations issued thereunder; and no member, director, officer or private individual shall be entitled to share in the distributions of any assets.

ARTICLE III - MEMBERSHIP

The members of this corporation shall consist of those persons who join as subscribers to these Articles of Incorporation, and such other persons as may from time to time be elected and admitted to membership by the Board of Directors of this corporation in accordance with the provisions of the By-Laws of this corporation.

ARTICLE IV - DURATION

This corporation shall have perpetual existence, commencing with the filing of these papers.

ARTICLE V - OFFICERS AND DIRECTORS

The affairs of this corporation shall be managed by a Board of Directors who shall be elected by the members of this corporation as provided in the By-Laws, and by officers who shall be elected by the members of this corporation as provided in the By-Laws. The officers to be elected shall be a President, a Vice-President, a Secretary and a Treasurer and such other officers as may be provided for in the By-Laws of the corporation. Two or more offices may be held by the same person. The duties of the respective officers and the manner of filling vacancies in the offices of this corporation shall be provided in the By-Laws.

The number of directors and the manner of filling vacancies in the Board of Directors shall be provided in the By-Laws of this corporation. The number shall not be less than three nor more than fifteen. Directors may be held within or without the State of Florida. Directors shall be members of this corporation.

The names and addresses of the directors to these Articles of Incorporation are as follows:

JAYCEE GILBERT, 8708 Mill Creek Lane, Bayonet Point, FL 34667
HAROLD MARCUS DODGE, 11110 Island Pine Drive, Port Richey, FL 34668
RICHARD GAVIN McMASTER, 12406 Weatherstone Row, Bayonet Point, FL 34667

ARTICLE VI - SUBSCRIBERS

The names and address(es) of the subscriber(s) to these Articles of Incorporation are as follows:

RICHARD GAVIN McMASTER, 12406 Weatherstone Row, Bayonet Point, FL 34667

ARTICLE VII - REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of this corporation shall be located at 12406 Weatherstone Row, Bayonet Point, FL 34667, and the initial registered agent of this corporation at such office shall be RICHARD GAVIN McMASTER. This corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE VIII - OFFICERS

The names and addresses of the officers of this corporation who, subject to these Articles, and the By-Laws of this corporation and the laws of the State of Florida, shall hold office for the first year of this corporations existence, or until an election is held by the members of this corporation for the election of permanent officers, or until their successors have been duly elected and qualified are:

President:	JAYCEE GILBERT, 8708 Mill Creek Lane, Bayonet Point, FL 34667
Vice-President:	HAROLD MARCUS DODGE, 11110 Island Point Drive, Port Richey, FL 34668
Secretary/ Treasurer:	RICHARD GAVIN McMASTER, 12406 Weatherstone Row, Bayonet Point, FL 34667

ARTICLE IX - POWERS

This corporation shall have and exercise all powers necessary or convenient to effect any and all of the charitable, scientific, and educational purposes for which this corporation is organized.

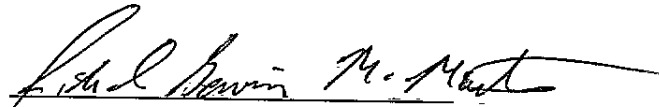
ARTICLE X - BYLAWS

The initial Bylaws of this corporation may be made, altered or rescinded from time to time in whole or in part by a majority vote of the Directors of this corporation present at any meeting of the Directors duly called and convened.

ARTICLE XI - AMENDMENTS TO ARTICLES

The power to alter, amend or repeal the Articles of Incorporation of this corporation is vested in the Board of Directors. Such action must be taken pursuant to a resolution approved by a majority of the Directors.

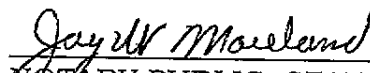
IN WITNESS WHEREOF, I have executed these Articles of Incorporation for the uses and purposes therein expressed, under the laws of the State of Florida, this 30th day of January, 2002.

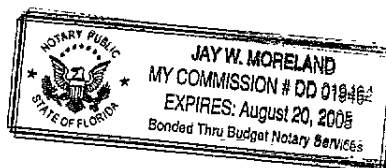

RICHARD GAVIN McMASTER

STATE OF FLORIDA }
COUNTY OF PASCO }

On this 30th day of January, 2002, before me, the undersigned authority, personally appeared, RICHARD GAVIN McMASTER, who produced his driver's license as identification and whose name is subscribed to this written instrument, and he acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.


NOTARY PUBLIC, STATE OF FLORIDA
JAY W. MORELAND, ESQUIRE



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted. RIVER OF LIFE FAMILY CHURCH, INC., desiring to organize under the Laws of the State of Florida with the registered office at 12406 Weatherstone Row, Bayonet Point, Florida 34667, has named RICHARD GAVIN McMASTER as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.


RICHARD GAVIN McMASTER

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SECRETARY OF STATE
TALLAHASSEE FLORIDA