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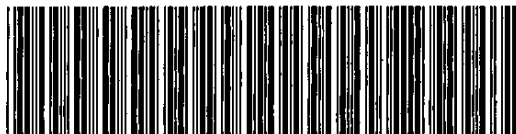
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Word of Faith Christian Life Center Outreach Ministries Inc.

DOCUMENT NUMBER: N02000003329

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Clarence E. Langley III

(Name of Contact Person)

(Firm/ Company)

12262 S. Fern Pt

(Address)

Floral City, FL 34436

(City/ State and Zip Code)

For further information concerning this matter, please call:

Clarence E. Langley III

(Name of Contact Person)

at (352) 613-6510

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
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Certificate of Status
Certified Copy
(Additional Copy
is enclosed) |
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Mailing Address

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

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 27, 2006

CLARENCE E LANGLEY
12262 S FERN PT
FLORAL CITY, FL 34436

SUBJECT: WORD OF FAITH CHRISTIAN LIFE CENTER OUTREACH
MINISTRIES INC.
Ref. Number: N02000003329

We have received your document for WORD OF FAITH CHRISTIAN LIFE CENTER OUTREACH MINISTRIES INC. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please entitle your document Amended and Restated Articles of Incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6927.

Tracy Smith
Document Specialist

Letter Number: 406A00068274

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

AMENDED AND RESTATED

ARTICLES OF INCORPORATION OF

WORD OF FAITH CHRISTIAN LIFE CENTER OUTREACH MINISTRIES INC.

CORPORATE NAME CHANGED TO

**SHABACH! HOUSE OF PRAYER CHRISTIAN LIFE CENTER OUTREACH
MINISTRIES INC.**

A NON-PROFIT CORPORATION

The membership of the Shabach! House of Prayer Christian Life Center Outreach Ministries Inc. (hereinafter, "Church"), has adopted the following amended and restated articles of incorporation in accordance with Florida law and its own articles of incorporation. These amended and restated articles of incorporation supersede all others.

PREAMBLE

We come together as a body of like-minded believers in Jesus Christ, expressing our desire to worship together, to evangelize the lost, to disciple our brothers and sisters in Christ, and to serve others. To that end, and because we deem it wise to have definite rules and policies governing the activities of this Church and to carefully preserve and maintain the principles of our faith, we do now declare and establish these Articles of Incorporation as the basic governing instrument of this Church.

ARTICLE I – Preliminaries

1.1 Name. The corporate name of this organization, as registered with the Secretary of State of the State of Florida, is Shabach House of Prayer Inc...

1.2 Address. The address of the Church's registered office is 12262 S. Fern Pt, Floral City, Florida 34436.

1.3 Agent. The name of the Church's registered agent at that office is Clarence E. Langley III.

1.4 Place of Worship. The address of the Church's initial principal place of worship and gathering is 12262 S. Florida Ave., Floral City, FL 34436. The Church may change the location of its principal place of worship and gathering upon receipt of new lease agreement that will be properly filed with the Secretary of State for the State of Florida.

ARTICLE II – Purposes

2.1 Shabach! House of Prayer Christian Life Center Outreach Ministries Inc. exists to glorify God by discovering lost people and bringing them to a saving knowledge of Jesus Christ; developing the saved through a ministry of equipping and edification; determining our place of service in the work of His Kingdom, and devoting all of our efforts and energies to making Christ known in all the earth.

2.2 The Church is organized and shall be operated exclusively for religious, educational and charitable purposes within the meaning of § 501(c)(3) of the Internal Revenue Code (hereinafter, "Code") and any future Revenue Code. The specific Purpose is: A church that meets the requirements described in the Internal Revenue Code Section 170(b)(1)(A)(i).

2.3 This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. The corporation is organized under the Nonprofit Public Benefit Corporation Law for charitable and educational purposes. To establish structured support services for homeless and economically disadvantaged individuals, families and juveniles to a life of self-sufficiency. The programs will consist of, but shall not be limited to: Childcare, Outreach Advocacy Programs for the Youth at High Risk, Health Care, Homeless, Food Distribution for the those in Need, Housing for the Aged, Employment, Literacy, Counseling, Temporary Shelter, Teenage Pregnancy, Job Training, Job Placement, and Acquisition, Substance Abuse Awareness and Prevention, Tutoring, AIDS, and other programs to aid those in need.

ARTICLE III – Statement of Faith

3.1 The Bible. The Holy Bible is God's revelation of Himself to man. It is divinely inspired, completely trustworthy, and to be accepted in its entirety. All Scripture is a testimony to Jesus Christ and therefore forms the basis for the Christian faith. Exodus 24:4; Deuteronomy 4:1-2; Psalm 19:7-10; 119:89, 105, 140; Isaiah 34:16; 40:8; Matthew 5:17-18; Luke 21:33; Acts 17:11; Romans 15:4; 2 Timothy 3:15-17; Hebrews 4:12; 2 Peter 1:19-21.

3.2 God. There is only one true God. He is Creator and Ruler of all, He is eternal and all powerful, He is all-knowing and ever-present, and He is merciful, loving, and personal. The God of the Holy Bible is Triune, revealing Himself as Father, Son, and Holy Spirit, each distinct but without division of nature, character, or being.

a. God the Father. God the Father is the Almighty maker of heaven and earth. He rules His creation with love and grace. His essence is that of infinite holiness; just and uncompromised. He is truth to all that believe in His risen Son Jesus Christ. Genesis 1:1; 2:7; Exodus 6:2-3; Deuteronomy 6:4-5; Psalm 19:1-2; Jeremiah 10:10; Mark 1:9-11; John 4:24; 5:26; 14:6-13; 17:1-8; Acts 1:7-8; Romans 8:14-16; 1 Timothy 1:17; 1 John 5:7-12.

b. God the Son. Jesus Christ is the only begotten Son of God the Father. In His incarnation, He was conceived of the Holy Spirit and born of the virgin Mary. Though He lived in this world in the form of a man, He was without sin. He bore the sins of all mankind through His substitutionary death on a cross, He was buried and bodily rose from the grave on the third day, thus establishing redemption for all who believe in Him as Savior. He ascended into heaven and is now exalted at the right hand of God the Father where He is Mediator: fully God and fully Man, reconciling a fallen world with a Holy God. Psalm 2:7; Isaiah 7:14; 53:2-12; Matthew 1:18-23, Mark 3:11; Luke 1:34-35; John 1:1-18; 12:44-50; Acts 9:4-5; Romans 3:23-26; 2 Corinthians 5:17-21; Philipians 2:5-11; Revelation 5:9-14.

c. God the Holy Spirit. The Holy Spirit is the fully divine Spirit of God. The Holy Spirit inspired men to pen the words in the Holy Bible. The Holy Spirit indwells all believers of Jesus Christ, cultivating godly character within them through conviction, comfort, empowerment, peace, and direction. The Holy Spirit bestows spiritual gifts upon believers through which they are to honor God through worship, evangelism, and service. Genesis 1:2; Judges 14:6; Psalm 51:10-12; Isaiah 61:1-3; Joel 2:28; Matthew 1:18; 28:18-19; Mark 1:10-12; Luke 24:49; John 14:16-17; 26; Galatians 4:6; 2 Timothy 1:14; Revelation 22:17.

3.3 Man. Man is special among God's creation; separate and made in His own image. God created man both male and female. Created in innocence, man was endowed by God with freedom of choice, and by his choice man disobeyed God and brought sin into the world. Since this original sin, all men have been born into this sinful nature. God's grace alone enables man to come into fellowship with Him. It is only through faith in Jesus Christ, the resurrected Son of God, that God showers grace upon man and saves him, granting him eternal life. Jesus Christ died for the sins of all mankind, and although not all persons will choose to receive this salvation through faith, all are worthy of respect and Christian love. Genesis 1:26-31; 2:18-23; Psalm 1:1-6; 8:3-9; Isaiah 6:5; Matthew 17:26-27; Acts 17:26-31; Acts 17: 29-31; Romans 5:19; 6:6; 1 Corinthians 15:20-22; Ephesians 2:1-22; Colossians 1:21-22.

3.4 Salvation. Salvation is a work of grace, received when the unbeliever repents of his sins, believes in the Lord Jesus Christ, and accepts Him as his personal Savior and Lord. That salvation is a present and permanent possession. Exodus 3:14-17; Matthew 1:21; 16:21-27; Luke 1:68-69; 2:28-32; John 1:11-14; 3:16-18, 17:17-19; Acts 4:8-12; 16:30-31; Romans 5:8-11; 10:9-13; I Corinthians 12:3; Colossians 1:9-20; Hebrews 5:8-9; 9:24-28.

3.5 Ordinances of the Church. Baptism and the Lord's Supper are the ordinances of the New Testament church. Christian baptism is the act of immersing a believer in water, in the name of the Father, the Son, and the Holy Spirit. It is a visible act of obedience, symbolizing the believer's faith in the crucified, buried, and risen Christ. It is a testimony to the Christian faith and provides the picture of death to one's old life and resurrection to walk in newness of life with Jesus Christ. The Lord's Supper is a symbolic act of obedience whereby the members of the church, in obedience to Christ's

command, partake of the bread and the fruit of the vine in order to commemorate the sacrificial death of Jesus Christ. Matthew 3:13-17; 26:26-30; 28:19-20; Mark 1:9-11; 14:22-25; Luke 3:21-22; 22:19-20; John 3:23; Acts 2:41-42; 8:35-39; Romans 6:3-5; 1 Corinthians 10:16-17; 11:23-29; Colossians 2:12.

3.6 The Church. The New Testament church is the body of Jesus Christ, which includes the redeemed of every tribe, tongue, people, and nation. The local church is an autonomous congregation of baptized believers, associated by faith, directed by the Holy Spirit, instructed by the Holy Bible, and dedicated to extending the gospel of the Lord Jesus Christ to the ends of the earth. Each congregation operates under the Lordship of Jesus Christ, and each member is personally accountable to God. Matthew 16:15-19; 18:15-20; Mark 16:15-16; Acts 13:1-2; 20:28; 1 Corinthians 3:16-17; 7:17; 12:12-27; Ephesians 1:17-23; 3:10-11; 5:22-32; Colossians 1:18; Revelation 2:2-3; 21:2-3.

ARTICLE IV – Powers

4.1 General Powers. The Church shall have and may exercise all of the powers now or hereafter granted to nonprofit corporations incorporated under the laws of Florida and may do everything necessary or convenient for the accomplishment of any of the corporate purposes. These powers are limited by law and the following restrictions.

4.2 Restrictions on Powers.

a. We believe the Church is called to build the kingdom of God on earth by becoming actively involved in all aspects of human endeavors, including politics and governance. The Church commits itself to seeking the election of wise leaders and the enactment of moral laws that are directed toward ushering in a good and just society. Notwithstanding this belief and commitment, we recognize the current restraint on political activity imposed by the Revenue Code (referred to hereafter as "Code") and consider it prudent stewardship of the Church's assets to conform its activities to that restraint. Consequently, no substantial part of the activities of the Church shall be the carrying on of propaganda to influence legislation, or otherwise attempting to influence legislation, and the Church shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

b. In the event of dissolution of the Church, the Church's property shall not be conveyed to any individual or organization created or operated for profit, nor shall it be conveyed for less than the fair market value of the property.

c. Notwithstanding any other provision of these articles of incorporation, the Church shall not carry on activities not permitted to be carried on by a corporation exempt from federal income tax as an organization described in § 501(c)(3) of the Code.

ARTICLE V – Governing Body

5.1 Governing Body. Subject to the matters reserved in the Articles or Bylaws to others, the Board of Directors are the governing body of the Church. The Board of Directors are ultimately responsible for oversight and long-term planning of the life of the Church.

5.2 Bylaws and Resolutions. The Board of Directors shall have the power to adopt and amend Bylaws and resolutions so long as they are not inconsistent with the provisions of these Articles and the laws governing them.

ARTICLE VI – Directors

The number of Directors of this corporation is 3. Their titles, names and addresses are as follows:

Title: CEO/President
Clarence E. Langley III
12262 S. Fern Pt.
Floral City, FL 34436

Title: CFO/Treasurer
Tracy L. Langley
12262 S. Fern Pt.
Floral City, FL 34436

Title: Secretary
Latisha L. Langley
12262 S. Fern Pt.
Floral City, FL 34436

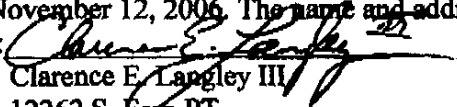
ARTICLE VII – Members

Membership. The Church shall have members. Subject to the following, the conditions, rights, and responsibilities of membership shall be as set forth in the Bylaws.

ARTICLE VIII – Affiliation

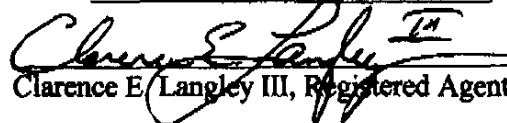
This Church is autonomous and maintains the right to govern its own affairs, independent of any denominational control. Recognizing, however, the benefits of cooperation with other churches in world missions.

Executed on November 12, 2006. The name and address of the incorporator of this corporation is:


Clarence E. Langley III
12262 S. Fern PT.
Floral City, FL 34436

As the registered agent, I hereby agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as the registered agent.

Dated: 12 November 2006


Clarence E. Langley III, Registered Agent