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FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

November 12, 2002

CAPITAL CONNECTION, INC.

SUBJECT: SHEPHERD'S HOUSE OF GRACE, INC.

Ref. Number: W02000032321

We have received your document for SHEPHERD'S HOUSE OF GRACE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain both the street address of the principal office and the mailing address of the entity.

Please return the original and one copy of 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) 245-6930.

Donna Graves Document Specialist New Filing Section

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SECNETARI OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF SHEPHERD'S HOUSE OF GRACE, INC. (A corporation not for profit)

ARTICLE I, NAME

The name of this corporation is SHEPHERD'S HOUSE OF GRACE, INC.

ARTICLE II. ENABLING LAW

This corporation is organized pursuant to the Corporations Not for Profit Law of the State of Florida set forth in Part I, Chapter 617, Florida Statutes.

ARTICLE III. PURPOSE

The specific and primary purpose for which this corporation is organized is, and shall be, to establish a ministry to, and provide support for Christian ministers, missionaries, and servants who need spiritual and physical support and such other assistance as may be determined by the corporate board of directors.

ARTICLE IV. POWERS

The corporation shall have the power to acquire, own, maintain and use its assets for the purposes for which it is organized; to raise funds by any legal means for the encouragement of its purposes; to acquire, hold, lease, own, use, gift or bequest and dispose of real or personal property in connection with the purposes of the Corporation, to exercise all powers necessary or convenient to the furtherance of the purposes for which the Corporation is organized; and to exercise all powers granted to accorporation not for profit under Florida law. In addition to the powers specified, the Corporation shall have the additional powers specified in its bylaws.

ARTICLE V. TERM

This corporation shall have perpetual existence.

ARTICLE VI. INCORPORATORS

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

LYNDA KENT 5142 Magnolia Ridge Road, Fruitland Park, FL 34731

BARRY KENT 5142 Magnolia Ridge Road, Fruitland Park, FL 34731

GEORGANN BERLIN 2750 David Stewart Lane, Lady Lake, FL 32159

ARTICLE VII. MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Directors: The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of not less than three (3) and not more than nine (9) directors. The number of directors provided for herein may be changed by a bylaw duly adopted by the members entitled to vote, but shall never be fewer than three (3). Directors shall be elected annually by the majority vote of the members at the annual meeting of the same.

The names and addresses of the persons constituting the first Board of Directors who are to act in that capacity until the selection of their successors are:

LYNDA KENT 5142 Magnolia Ridge Road, Fruitland Park, FL 34731

BARRY KENT 5142 Magnolia Ridge Road, Fruitland Park, FL 34731

GEORGANN BERLIN 2750 David Stewart Lane, Lady Lake, FL 32159

MARYBETH HARVEY 914 Oak Drive, Leesburg, FL 34748

LARRY MEEKS 4134 Magnolia Drive, Leesburg, FL 34748

MIKE MEYERS 10147 S.E. 170th Lane, Summerfield, FL 34491

BEN DEITRICH 705 Scenic Street, Leesburg, FL 34748

PAM WASHBURN 1204 Mandarin Lane, Fruitland Park, FL 34731

B. Elective officers: The officers of this corporation shall be a president, vice president, secretary and treasurer. Other offices and officers may be established or appointed

by members of this corporation at any regular annual meeting. The qualifications, time and manner of electing or appointing, the duties of, the terms of office, and their manner of removing officers shall be as set forth in the By-Laws.

The officers who are to serve until the first election of officers under the Articles of Incorporation are as follows:

LYNDA KENT

President

BARRY KENT

Vice-President

GEORGANN BERLIN

Secretary

MARYBETH HARVEY

Treasurer

ARTICLE VIII. BY-LAWS

By-Laws will be hereinafter adopted at the first meeting of the Board of Directors. Those By-Laws may be amended or repealed, in whole or in part, by the members or by the Directors in the manner provided within them. Any amendments to the By-Laws shall be binding upon all members of this corporation.

ARTICLE IX. LOCATION OF REGISTERED OFFICE;

IDENTIFICATION OF REGISTERED AGENT

A. The address of this corporation's initial registered agent in the State of Florida is: 5142 Magnolia Ridge, Fruitland Park, Florida 34731.

B. The name of this corporation's initial registered agent at the above address is:

LYNDAKENT. This shall also be the principal and mailing address of the Corporation ARTICLEX. AMENDMENT OF ARTICLES OF INCORPORATION

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two-thirds (2/3) of a quorum of members of the corporation.

The undersigned, constituting the subscribers of this corporation, for the purpose of
forming this corporation not for profit under the laws of the State of Florida, have executed
these Articles of Incorporation this _7th day ofNovember, 2002.
Lynda Lent Lynda Kent BARRY KENT Bergunn Berlin GEORGANN BERLIN
STATE OF FLORIDA
COUNTY OF LAKE
I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared LYNDA KENT, BARRY KENT, and GEORGANN BERLIN, known to me to be the persons described in and who executed the foregoing instrument, who acknowledged before me that they executed the same, that I relied upon the following form of identification of the above-named person: personal knowledge and that an oath was not taken.
WITNESS my hand and official seal in the County and State last aforesaid this
Patricea L. dane Notary Public

PATRICIA L. NAVE

Printed Name

My Commission Expires:

(SEAL)

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That SHEPHERD'S HOUSE OF GRACE, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at City of Fruitland Park, County of Lake, State of Florida, has named LYNDA KENT located at 5142 Magnolia Ridge, Fruitland Park, Florida 34731, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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

(Registered Agent)