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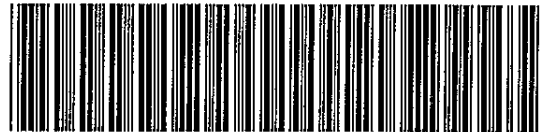
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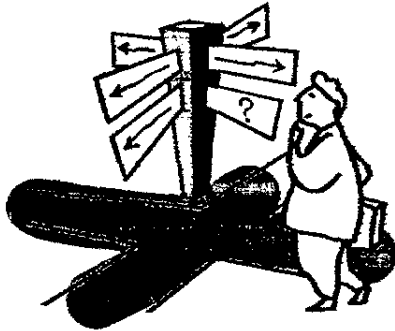
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TALLAHASSEE, FLORIDA

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Amend



Making The Right Decisions

Lifeline Ministries, Inc.

4826 Indialantic Drive

Orlando, Florida 32808

Business (407) 298 - 7656

Call (407) 496-2848

Fax (407) 578 - 4767

E-Mail lifelministries@aol.com

September 28, 2003

To Whom It May Concern:

Your prompt attention in this matter is appreciated. You may contact me at the above referenced numbers. Inclosed is a check for the necessary fees.

Sincerely,
Ella Lewis
Ella Lewis

Amended (September 28, 2003)
State of Florida
Articles of Incorporation
NOT FOR PROFIT

FILED
03 OCT -1 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Document Number N02000008786

Amendments adopted are, a, b, and c of page one

Date of adoption of the amendments was September 28, 2003.

The amendments were adopted by the board.

The corporation has no members.

Ella Lewis

Signature of President/CEO

Ella Lewis

Printed Name

President/CEO

Title

9/28/03

Date

Amended (September 28, 2003)
State of Florida
Articles of Incorporation
NOT FOR PROFIT

Article I Name

The name of the corporation is

Lifeline Ministries, Inc.

Article II Principal Office

The principle place of business and mailing address of this corporation shall be

**4826 Indialantic Dr.
ORLANDO, FLORIDA 32808**

Article III Purpose

- (a) The organization is organized exclusively for charitable, religious, educational, and/or scientific purposes under section 501 © (3) of the Internal Revenue code.
- (b) No part of the net earnings of the organization shall inure to the benefit of, or be distributable to, its members, trustees, officers or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be in the carrying on propaganda, or otherwise attempting to influence legislation, and the organization 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. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue code, or corresponding section of any future federal tax code.
- (c) Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 © (3) of the Internal Revenue code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

Lifeline Ministries, Inc. is established to equip and empower youth and families to reach spiritual maturity thereby building the Kingdom of God through a wide range of Christian mentoring programs. These programs are designed to develop youth and families to their fullest potential through spiritual mothering, spiritual nurturing and individual mentoring thereby ministering to the total being and edifying the body of Christ.

Article IV Initial Registered Agent and Address

The address of the initial registered office of the corporation is 4826 Indialantic Dr., Orlando, Florida 32808, and the name of the corporation initial registered agent for service of process at such address is Ella Lewis.

Article V Manner of Elections

Director are appointed

Article VI Directors/Officers

Ella Lewis, Owner/CEO
4826 Indialantic Dr.
Orlando, Florida 32808

Eugene Lewis Sr., Director
4826 Indialantic Dr.
Orlando, Florida 32808
Virginia Lewis-Whittington, Director
6512 Kristin Ct.
Orlando, Florida 32818

Stacey Whittington, Director
6512 Kristin Ct.
Orlando, Florida 32818

Phyllis King, Director
11015 NW 27th PL
Sunrise, Florida 33322

Tommy King, Director
11015 NW 27th PL
Sunrise, Florida 33322

Pamela Green, Director
5107 Indialantic Dr.
Orlando, Florida 32808

Nikita Green, Director
5107 Indialantic Dr.
Orlando, Florida 32808

Eugene Lewis Jr., Director
4611 Meadowbrook Ave
Orlando, Florida 32808

Michael Lewis, Director
4826 Indialantic Dr.
Orlando, Florida 32808

Sharon Spencer, Director
6584 Meritmoor Cir
Orlando, Florida 32818


Articles VII

The name and address of the Incorporator to these Articles of Incorporation is

Ella M Lewis
4826 Indialantic DRIVE
ORLANDO, FLORIDA 32808

Having been named a registered agent and to accept service of process for the above stated 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 of Registered Agent:


Ella M. Lewis

Date:

9/28/03