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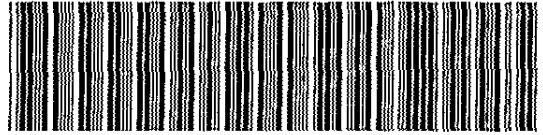
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08/22/03--01020--010 **78.75

FILED
03 SEP 15 AM 3:30
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

CD8-15

Church of God By Faith, Inc.

1007 N. Myrtle Ave., Clearwater, Florida 33755

(727) 446-8458 / Fax: (727) 446-7828

harvey.lawrence@verizon.net  *Elder Harvey Lawrence, Pastor*

August 17, 2003

Department of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

Dear Florida Dept. of State, Division of Corp. Agent:

The enclosed application is a filing for a non-profit corporation in the name of "Precious Seeds." Also enclosed you will find a check in the amount of \$78.75 for filing fees.

Should you need to contact us for further information, please contact us at the following numbers: (727) 443-0828 or (727) 446-8458.

We thank you for your assistance in this filing.

Sincerely,



Harvey Lawrence,
President



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

August 27, 2003

HARVEY LAWRENCE
1007 N MYRTLE AVE
CLEARWATER, FL 33755

SUBJECT: COGBF PRECIOUS SEEDS, INC.
Ref. Number: W03000024436

We have received your document for COGBF PRECIOUS SEEDS, 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):

There can only be one registered agent with their signature for the corporation. Please complete article 5.2 with the persons names.,

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) 245-6925.

Cynthia Blalock
Document Specialist
New Filings Section

Letter Number: 403A00048291

ARTICLES OF INCORPORATION
OF
COGBF PRECIOUS SEEDS, INC.
A FLORIDA NOT-FOR-PROFIT CORPORATION

FILED
03 SEP 15 AM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, acknowledge and file in the Office of the Secretary of the State of Florida, for the purpose of forming a corporation not for profit in accordance with the laws of the State of Florida, these articles of Incorporation as by law provided.

ARTICLE 1.
NAME

- 1.1) Name. The Name of the Corporation shall be COGBF PRECIOUS SEEDS, INC., and the principal office shall be at 1007 N. Myrtle Avenue Clearwater, FL 33755.

ARTICLE 2.
PURPOSE AND POWERS

- 2.1) Purpose. The Purposes for which the Corporation is formed are as follows:
- A. To render Christian guidance and assistance and education through administering the gospel to all people, the establishment of an educational learning center for the purpose of instruction to the young and to the old.
 - B. Promote and encourage, through the ministry of the organization, cooperation with other organizations ministering within the community.
 - C. To lease, acquire, either by deed, gift or purchase, any real estate or personal property to be held in trust for the benefit of the Corporation and its stated purposes.
 - D. To mortgage, sell, or otherwise encumber any such property when such action is deemed to be in the best interest of the Corporation as defined in its stated purpose as a Christian organization.
- 2.2) Powers. To accomplish the foregoing purposes the Corporation shall have all corporate powers permitted under Florida Law, including the capacity to contract, bring suit and be sued.

- 2.3) To receive and accept gifts of money and property and to hold the same for any of the purposes of the Corporation and its work.
- 2.4) The Corporation is specifically precluded from engaging in any prohibited activities as defined in Section 617.0835, Florida Statutes.

ARTICLE 3.
PERIOD OF DURATION

- 3.1) Period of Duration. The Corporation shall have perpetual existence.

ARTICLE 4.
REGISTERED AGENTS & INITIAL REGISTERED OFFICE

- 4.1) the street address of the initial registered agents shall be 1007 N. MYRTLE AVENUE, CLEARWATER, FL, 33755. The names of the initial registered agents shall be HARVEY LAWRENCE.

ARTICLE 5.
DATA RESPECTING DIRECTORS

- 5.1) The affairs and property of the Corporation shall be managed and governed by a Board of Directors composed of not less than four (4) persons. The Board of Directors may, by unanimous vote, increase the number of directors to more than four (4).
- 5.2) The names and addressed of the persons to serve as directors are:
HARVEY LAWRENCE – 1541 LONG STREET, CLEARWATER, FLORIDA, 34615

- 5.3) The Board of Directors shall manage the affairs of the Corporation. If a vacancy occurs on the Board, such vacancy shall be filled by nomination and election by the remaining members of the Board. If the number of directors is increased by four (4) as authorized by these Articles and the Bylaws, the newly created director positions shall be filled by nomination and election by the remaining members of the Board of Directors.

ARTICLE 6 OFFICERS

- 6.1) OFFICERS. The names of the officers, who shall serve until the first election, are as follows: HARVEY LAWRENCE, PRESIDENT; CHERYL WILLIAMS, DIRECTOR

ARTICLE 7 BYLAWS

- 7.1) Bylaws. The Board of Directors shall have the power to make, amend, alter or rescind any article or section of the Bylaws, but such a motion must be made at a regular meeting of the Board of Directors and may not be voted upon for acceptance or rejection until the next regular meeting of the Board of Directors and then may be decided only by the affirmative vote of seventy percent (70%) of the Board of Directors.

ARTICLE 8.
AMENDMENTS

- 8.1) Amendments. Amendments to the Articles of Incorporation may be proposed and adopted in the following manner:

Such may be propped and considered at any regular meeting of the Board of Directors but may not be adopted until the next regular meeting of the Board of Directors and then only by unanimous vote.

ARTICLE 9
DISSOLUTION AND LIMITATION

- 9.1) In the event of dissolution, the residual assets of the organization will be turned over to Church of God By Faith Clearwater, Florida 33755. Which are exempt as organizations described in Section 501 (C)(3) and 170(C)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the federal, state or local government for exclusive public purpose
- 9.2) Notwithstanding any other provision of these Articles, this Corporation will not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code of 1954 or corresponding provision of any future United States Internal Revenue law or (b) a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue law.

ARTICLE 10.
INCORPORATORS

- 10.1) The names and street address of the people signing these Articles as the Incorporator are:

HARVEY LAWRENCE – 1541 LONG STREET, CLEARWATER, FLORIDA,
34615
CHERYL WILLIAMS –

IN WITNESS WHEREOF the undersigned hereunto set their hands and
seals this 17th day of August 2003.

Signed, sealed and delivered
In our presence:

/s/ Rodney Brind
Witness

/s/ Harvey Lawrence
Harvey Lawrence

/s/ William L. Murray
Witness

/s/ Rafinda Morrow
Witness

/s/ Cheryl Williams
Cheryl Williams

/s/ Beethovey Brind
Witness

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized to take acknowledgments, personally appeared HARVEY LAWRENCE and CHERYL WILLIAMS, to me known to be the persons described as incorporators in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal this 17 day of August 2003.

Michael S. Kimbrough
Notary Public

My Commission Expires:



Michael S. Kimbrough
Commission # DD 057788
Expires Sep. 17, 2005
Bonded Thru
Atlantic Bonding Co.

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

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

First – That COGBF Precious Seeds, Inc. wishes to organize under the laws of the State of Florida with its principle office, as indicated in the Articles of Incorporation at the city of Clearwater, County of Pinellas, State of Florida and has named HARVEY LAWRENCE located at 1007 N. MYRTLE AVENUE, CLEARWATER, FL, 33755, As its agent to serve process within this state.

ACCEPTANCE

I, HARVEY LAWRENCE, hereby accept appointment as Registered Agents of the above-named Corporation, and agree to serve as such until our Successors shall have been named by the directors of the Corporation, and the proper department of the State of Florida notified therefore.

/s/ 
HARVEY LAWRENCE

FILED
03 SEP 15 AM 3:30
STATE
TALLAHASSEE, FLORIDA