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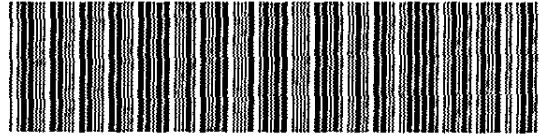
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Omega Apostolic Scholastic International School, Inc.



O.A.S.I.S.

May 5, 2004

Department Of State
DIVISION OF CORPORATIONS
P.O. Box 6327
Tallahassee, Florida 32314

RE: TRANSMITTAL LETTER
OMEGA APOSTOLIC SCHOLASTIC INTERNATIONAL SCHOOL, INC.

Dear Sir/Madam:

Enclosed, please find Two {2} Notarized Originals of the Articles Of Incorporation. This is our express desire to incorporate these Articles Of Incorporation, according to the laws of the State of Florida, for a Non-Profit Corporation.

Also enclosed, please find our Check No. 1292, in the amount of \$78.75, for the required filing fee.

On Friday, April 30, 2004, I spoke with Examiner Identification No.: 1900095, regarding the issuance of our Federal Employer Identification Number. The number issued for Omega Apostolic Scholastic International School, Inc., via telephone was 04-3790681.

Please expedite our Articles Of Incorporation, as soon as possible, returning them back to the following mailing address, for we are inspiring to proceed further:

Apostle G. Andrews
P.O. Box 415160
Miami Beach, FL 33141
(305) 754-8693

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P.O. Box 415160 ♦ Miami Beach, FL 33141
(305) 754-8693

Department Of State
DIVISION OF CORPORATIONS

May 5, 2004

Page 2

Many thanks, for your time and consideration, in this matter. Should you have any further questions or require additional information, please do not hesitate to contact me.

Sincerely,



Apostle G. Andrews
PRESIDENT & FOUNDER

AGA:gca

Enclosure{s}:	One {1} Original	- Articles Of Incorporation
	One {1} Original	- Articles Of Incorporation
	Our Check No. 1292	- \$78.75

CHARTER
AND
ARTICLES OF INCORPORATION
OF
OMEGA APOSTOLIC SCHOLASTIC INTERNATIONAL SCHOOL, INC.
{A FLORIDA CHURCH CORPORATION NOT FOR PROFIT}

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 MAY 10 AM 8:26

We the undersigned, hereby associate ourselves together for the purpose of becoming incorporated under the Laws of the State of Florida applicable to Corporations not for profit, under the following proposed Charter:

We the undersigned Subscribers to the Articles of Incorporation, each a natural person, competent to contract, hereby associate together to form and organize a Non-Profit religious Church Corporation pursuant to the Laws of the State of Florida.

ARTICLE I

NAME

The name of the Corporation shall be Omega Apostolic Scholastic International School, Inc., and its principal place of business shall be located in Miami, Dade County, Florida.

ARTICLE II

OBJECTS & PURPOSES

The general nature of the object of this Corporation is to conduct religious worship and instruction, Churches, Schools, Pastoriums, and other institutions

connected therewith of a religious, educational, charitable and benevolent character, both in Miami, Dade County, Florida, outside of Miami, Dade County, Florida and to the end. That its own Members and others may be generally instructed and guided concerning the Articles of Faith, and to ordain Ministers of the Gospel, who shall Preach and Minister the true Gospel of Jēsus Chrīst.

Additional objects, purposes and powers shall also be to advance spiritual growth and enlightenment, moral and personal purity, and righteousness among its own Membership and the people of the Community, in which it is located; to promote home and foreign missions; and to aid in the spread of the Gospel of Jēsus Chrīst to the ends of the earth; also, to prepare Christian men and women for the Ministry of the Gospel of Jēsus Chrīst and to license and ordain Ministers of the Gospel.

Special emphasis shall be to establish a Bible Training School/Center, to train men and women for the work of the Ministry, with Instructors that are Qualified and Anointed, by the Spirit of God, to teach.

ARTICLE III

POWERS

In order that this Non-Profit Corporation can accomplish its objectives, it shall have the power to lease suitable buildings and equipment. To acquire by purchase, donations, contributions, or gifts, such personal or real property as may be necessary or advantageous to carry out the objects of this Corporation, or cash or other real or personal property; to be applied to the use and purpose of this Non-Profit Church

Corporation, to take hold and manage real and personal property conveyed to it outright or in trust.

The income from which is to be applied to the uses and purposes of this Church Corporation, and to execute such trusts, to mortgage or otherwise encumber any of its property, or to sell and convey the same; to contract debts; to borrow money, with or without security; to execute, issue, sell, pledge bonds, debentures, notes or other instruments to secure the payment of the Corporation indebtedness, as may be required; to hold and dispose of such property, as the Church Corporation shall require, for the benefit of the Members and not for any pecuniary profit; to enjoy all of the rights and privileges of Corporation, not for profit, governed by the Laws of the State of Florida.

This shall be an Apostolic, Evangelistic, Teaching and Deliverance Ministry, for the spreading of the Gospel of Jēsus Chrīst.

ARTICLE IV

ADDITIONAL PURPOSES

The general nature of the objects and purposes of this Non-Profit Church Corporation shall be for promoting, fostering and perpetuating the Christian Religion; to teach the Bible; help the poor and needy, spread the Gospel; promulgate the doctrines, teachings of and cooperate with the general program of the Christian Religion and the Bodies of Chrīst in World-Wide Christian Ministry; to distribute Christian Literature, and conduct regularly scheduled meetings.

The scope and operation of this Ministry shall be World-Wide. This Church shall be authorized to license and ordain Ministers of the Gospel of Jēsus Chrīst.

ARTICLE V

QUALIFICATIONS FOR MEMBERSHIP

Every person who believes in and has faith in Jēsus Chrīst as Savior and Lord, who believes in forgiveness of sin and has received forgiveness of his/her sins, who is in harmony with the teachings of *This* Church, as exemplified by the Articles of Faith and will take the New Testament as his/her guide and discipline, is qualified and eligible for Membership in this Corporation.

Faithful attendance, at Worship Services, is *Required* for Membership.

- This Corporation may call an Official Meeting of its Membership, at any time, it so desires.
- The Members of the Church shall be the Members of this Corporation.

ARTICLE VI

TERMS

This Religious Corporation shall be perpetual in existence.

ARTICLE VII

SUBSCRIBERS

The names and residences of the Subscribers, are as follows:

APOSTLE GARCIA ANDREWS	1125 N.E. 80th Street #5 Miami, Florida 33138
GRACE CHARMAINE ANDREWS	1125 N.E. 80th Street #5 Miami, Florida 33138
DAVID JOSEPH HARRIS, JR.	10820 S.W. 200rd Drive, #354 Miami, Florida 33157
CHESLEY LISETTE HARRIS	10820 S.W. 200rd Drive, #354 Miami, Florida 33157

ARTICLE VIII {A}

MISCELLANEOUS PROVISIONS RELATED TO COMPLIANCE WITH STATE LAWS GOVERNING INCORPORATION OF NON-PROFIT CHURCH CORPORATION

In forming this Non-Profit Church Corporation, we the undersigned Subscribers, to these Articles, recognize and affirm that we are of one mind. We furthermore, as of one mind, in unity, in agreement, that we should acknowledge for the record, that we have no desire to have Titles or official Positions Of Title.

However, in order to fully comply with and satisfy the requirements of the Laws of Florida, which is our express purpose, we have carefully considered the matter, and have unanimously agreed, as follows:

The names and legal *Titles* of the Officers, who are to serve until the first election of Officers, shall commence as well as, consummate with the identical date of Official Legal Incorporation. The Annual Report date shall be the same as the date of Incorporation, whereby, a meeting of the Subscribers and Members shall vote on *New Officers* or *Retain* by vote of majority, the original Subscribing Officers.

Subscribing Officers and Titles, are as follows:

APOSTLE GARCIA ANDREWS
1125 N.E. 80th Street #5
Miami, FLORIDA 33138

PRESIDENT/OVERSEER/DIRECTOR

GRACE CHARMAINE ANDREWS
1125 N.E. 80th Street #5
Miami, FLORIDA 33138

VP/SECRETARY/DIRECTOR

DAVID JOSEPH HARRIS, JR.
10820 S.W. 200rd Drive, #354
Miami, Florida 33157

TREASURER/DIRECTOR

CHESLEY LISETTE HARRIS
10820 S.W. 200rd Drive, #354
Miami, Florida 33157

RECPTIONIST/SECRETARY/DIRECTOR

This constitutes the list of names and residence addresses of the Officers, who are, pursuant to this Charter, to serve until the first election of appointment of Officers. These *Four* {4} persons shall serve as Initial Directors or Trustees. They shall function as their titles indicate, until otherwise determined or agreed, upon in an election.

The sole purpose for listing and indicating these *Titles* or *Positions* is to comply with and satisfy the legal requirements of the Laws of the State of Florida.

No private benefit or advantage shall inure to any person as a result of having any Title listed or designated in these Articles of Incorporation.

ARTICLE VIII

DIRECTORS

The business affairs of the Corporation shall be managed by a Board of Trustees, which Board of Trustees shall consist of Apostle Garcia Andrews, Grace Charmaine Andrews, David Joseph Harris, Jr., and Chesley Lisette Harris. They shall constitute the first Board of Trustees of this Corporation. That the said Board of Trustees shall hold title to properties of said Corporation and make and enter into all contracts, obligations and mortgages which shall be necessary in and about the conduct of the business of the said Corporation.

All meetings of the said Board shall be called by the Chairman, that any Three {3} or more of said Board, including the Chairman, shall constitute a Quorum for the transaction of any or All business.

The Chairman of the said Board of Trustees shall have the prerogative to nominate his successor, which nomination shall become final upon ratification by Two-Thirds {2/3} of the Corporation Membership. In case of the death of the said Chairman, before such nominations have been made, his successor shall be nominated by the remaining Members of the said Board of Trustees, which nomination shall become final, upon ratification by Two-Thirds {2/3} of the Corporation Membership.

That in case of the death or resignation of any other Members of the Board of Trustees, other than the Chairman, his/her successor shall be chosen by a majority of the Board of Trustees, from the body of the Church Membership. That the said Board of Trustees shall appoint and fix the terms of Office of all Officers of this Corporation, including a Secretary and Treasurer, Financial Secretary, or other Officers and all committees that they may deem necessary to conduct the business affairs of this Corporation.

That the said Board of Trustees shall fix the salaries of the Pastor and all Officers of the Corporation, whether elective or appointed. The Chairman of said Board shall be the Pastor of this Corporation, to hold office until his death or voluntary resignation, or unless otherwise agreed upon by Two-Thirds {2/3} vote of the Church Membership.

These basic agreements are solemnly pledged among the founders and shall remain hereinafter unalterable, except by unanimous mutual agreement between the Chairman, other Executive Officers, and the Members of the Corporation.

ARTICLE IX

DISTRIBUTION OF ASSETS UPON DISSOLUTION

If for any reason this Non-Profit Corporation is dissolved or it ceases to function as a Church, in accordance with this Charter and these Articles of Incorporation, all of its assets and properties, whether real or personal, monies or any other things of value, shall be distributed in strict compliance with the Internal

Revenue Code. Sec. 501 {c} {3} and its terms and provisions. This shall be done in the manner more specifically described herein.

ARTICLE X

LOCATION & PHYSICAL PREMISES

The temporary location of this Corporation initially shall be 10820 S.W. 200rd Drive, Suite #354, Miami, Florida, 33157. The Board of Trustees may, from time to time, change the location to any other place in Florida, as is deemed to be in the best interests of the Church, as the circumstances may require.

ARTICLE XI

BY-LAWS

The Board of Trustees of this Non-Profit Church Corporation may provide such By-Laws for the conduct of its business and the carrying out of its purposes, as they may deem necessary, from time to time.

Upon proper notice, the By-Laws may be amended, altered or rescinded by a majority vote of those Members of the Congregation present, at any regular meeting or any special meeting called for that purpose.

ARTICLE XII

AMENDMENTS OF CHARTER

These Articles of Incorporation may be amended by a Two-Thirds {2/3} vote of the Members of this Corporation present at any regular meetings or special meeting

called for that purpose, provided said proposed amendment has been submitted in writing to the Membership of said Corporation, prior to said meeting, wherein same shall be considered.

ARTICLE XIII

INDEBTEDNESS

The highest amount of indebtedness of liability for which the Corporation may at any time subject itself shall never be greater than \$1,000,000.00.

ARTICLE XIV

VALUE OF REAL ESTATE

The amount of real estate which the Corporation may hold may be \$2,000,000.00.

ARTICLE XV

FURTHER PROVISIONS

This is a Corporation which does not contemplate the distribution of gains, profits or dividends to the Members thereof. The authorized numbers and qualifications of the Members of this Corporation, the different classes of Membership, the property, voting and other rights and privileges of the Church Membership may be set forth and determined by the By-Laws and Amendments thereto.

No assessments shall be levied against any Member and no Member shall be personally liable for any debts or obligations of the Organization. This shall be a Non-Profit Corporation law.

This Corporation is not to be authorized to issue shares of stock in any manner, directly or indirectly. This Corporation is formed solely and exclusively for Non-Profit religious and charitable purposes and not for pecuniary gain or profit. No pecuniary gain or profit shall ever inure from its business to any Director, Officer or Member of this Corporation, or to any other person or Corporation.

The earnings, if any, of this Corporation shall be used exclusively for religious, Non-Profit purposes for which this Church Corporation is formed, as stated herein. No Member or Director of this Corporation shall have any personal, proprietary or beneficial interest in the property or income of this Corporation, either during its corporate existence or upon its dissolution, it being hereby, expressly provided that all property acquired by the Corporation, real or personal, and all increments, interests or earnings thereof are and shall be devoted irrevocably and in perpetuity dedicated exclusively to Non-Profit religious and charitable purposes.

In the event of the liquidation, dissolution or abandonment of this Corporation, its property shall go to its successor Church, conditioned upon the said distributees having, at the time of distribution and exempt status pursuant to the provisions of the Internal Revenue Code.

ARTICLE XVI

BY-LAWS

This Corporation may make By-Laws and alter, or rescind the same by an official meeting of the Members present at an official called Church meeting.

ARTICLE XVII

NON-PROFIT STATUS PROVISIONS

This Corporation shall be authorized to exercise the powers permitted Non-Profit Corporation pursuant to Chapter 617 of the Florida Statute, provided however, this Corporation, in exercising any one or more of such powers, shall do so in furtherance of the exempt purpose which it has been organized, as described in Section 501 {c} {3} of the Internal Revenue Code.

The number of persons named above all constitute the number of directors or trustees of the Corporation until changed by an amendment to the By-Laws of the Charter increasing or decreasing the number of Directors as may be desired, or the number of Directors of the Corporation may be changed by an amendment of the Articles of Incorporation.

ARTICLE XVIII



COMPLIANCE WITH INTERNAL REVENUE CODE PROVISIONS

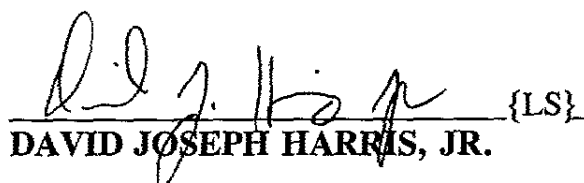

No person, firm, or Corporation shall ever receive any dividends or profits from the existence or operation of this Corporation. Upon dissolution of the

organization, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to Organizations which have qualified for exemption under the provisions of Section 501 {c} {3} of the Internal Revenue Code, or to the Federal Government, or to a State or Local Government, for a public purpose and none of the income or assets will be distributed to any Member, Officer, or Trustee of this Corporation.

The Corporation shall not carry on propaganda or otherwise act to influence legislation. This Church Corporation shall not, in any manner, attempt directly, or indirectly to influence or promote legislation. It shall not, in any manner, attempt to promote or carry on political propaganda.

IN WITNESS WHEREOF, the undersigned and above named Incorporators, Trustees, and first Directors of this Corporation have executed this Charter and Articles of Incorporation this 3RD day of May, 2004, and have affixed their hands and seal at Miami, Dade County, Florida.

 {LS}  {LS}
APOSTLE GARCIA ANDREWS GRACE CHARMAINE ANDREWS

 {LS}  {LS}
DAVID JOSEPH HARRIS, JR. CHESLEY LISETTE HARRIS

STATE OF FLORIDA}

}SS

COUNTY OF DADE }

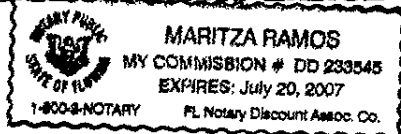
Before me, a Notary Public, duly authorized in the State and County named above, to take acknowledgements, personally appeared, Apostle Garcia Andrews, Grace Charmaine Andrews, David Joseph Harris, Jr. and Chesley Lisette Harris, to me, well known to be the persons described as Subscribers in and who executed the foregoing Charter and Articles of Incorporation, of a Church and Non-Profit Religious Corporation, and they acknowledged before me that they executed and subscribed to these Articles of Incorporation, for the purposes expressed therein.

Witnessed my hand and official seal in the County and State named above this

4 day of July, 2004.

Maritza Ramos
NOTARY PUBLIC

STATE OF FLORIDA AT LARGE



MY COMMISSION EXPIRES:

GRACE C. ANDREWS
A536-303-61-919-0
ISS-10-31-00 EXP-11/19/06

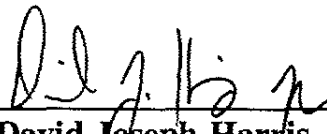
APostLe G. ANDREW
A536-007-49-06F-0
ISS-1-26-00 EXP-2/21/06

DAVID J. HARRIS JR.
H620-170-79-228-0
ISS-3-30-02 EXP-6-28-08

CHESLEY L. HARRIS
H620-112-76-874-0
ISS-3/14/04 EXP-10/14/08

CERTIFICATION OF RESIDENT AGENT

I, **David Joseph Harris, Jr.**, one of the Subscribers above, do hereby agree to accept the position of **Resident Agent**, and do hereby consent and agree to serve as **Resident Agent**, and to keep my place of business open at, **10820 S.W. 200rd Drive, Suite #354, Miami, Florida, 33157**, during all the usual business hours and to comply with Laws and statutes governing Resident Agents.



David Joseph Harris, Jr.
Resident Agent

DATED: __/__/__

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