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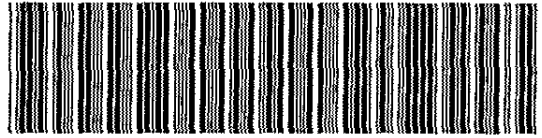
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FILED
04 MAY 20 PM 3: 26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05-21-04
T.B.

LARSON AND JONES

ATTORNEYS AT LAW

SHOREVIEW BUILDING, SUITE 210

9999 NORTHEAST 2ND AVENUE

MIAMI SHORES, FLORIDA 33138

TELEPHONE (305) 751-1851

FAX (305) 754-5426

GUSTAVE W. LARSON (RETIRED)
STEVEN L. JONES

May 18, 2004

Florida Department of State
Division of Corporations
Amendment Section
PO Box 6327
Tallahassee, FL 32314

RE: Articles of Incorporation – The Church of God of Prophecy – Homestead (House of Prayer), Inc.

To Whom It May Concern:

Please accept and file the enclosed Articles of Incorporation. Also enclosed is my check in the amount of \$78.75, which covers payment of the applicable fee. After filing, please return a certified copy to this office.

Thank you.

Sincerely Yours,



Steven L. Jones

Enclosures

ARTICLES OF INCORPORATION

FILED

The undersigned incorporator, for the purpose of forming a corporation in compliance with Chapter 617, F.S. (Not for Profit), hereby adopts the following Articles of Incorporation.

04 MAY 20 PM 3: 26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I – NAME

The name of the corporation shall be **THE CHURCH OF GOD OF PROPHECY – HOMESTEAD (HOUSE OF PRAYER), INC.**

ARTICLE II – PRINCIPAL OFFICE

The principal place of business shall be **527 SW 6th Avenue, Homestead, FL 33030** and mailing address of this corporation shall be **PO Box 171807, Miami, FL 33017-1807.**

ARTICLE III – PURPOSE

The specific purposes for which the Corporation is organized are:

1. For general corporate purposes and to facilitate and execute the business and activities of the Corporation within the State of Florida.
2. To meet the requirements of the laws of the State of Florida in regard to acquiring, mortgaging and disposition of real estate within the State of Florida, and to conduct any and all business of the Corporation with regard to ownership of property for the Corporation and its members.
3. To carry on and to promote in a cooperative way the evangelistic, educational and religious work of The Church of God of Prophecy within the City of Homestead, the County of Miami-Dade and the State of Florida, as prescribed by its international headquarters located in the City of Cleveland, State of Tennessee, with direct administrative guidance provided by its state office which is located in the City of Winter Garden, State of Florida. The Corporation is in no way empowered or authorized to interfere with, change or modify the doctrines, religious practices, standards, mode of worship or the recommendations of the General Assembly of The Church of God of Prophecy and its general trustees as adopted and established bi-annually at the regular meeting of the General Assembly, as held in various cities in the continental United States or wherever it may convene.
4. To carry on such charitable, educational, religious or scientific purposes as may be carried on by a corporation exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law or by a corporation of which contributions are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law.
5. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation. The Corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office including the publishing or distribution of statements or election materials.

ARTICLE IV – MEMBERS

Any individual who subscribes to and accepts the teachings, manner of worship and the manner of church organization and/or government, as outlined by the General Assembly of The Church of God of Prophecy, may be a member of the congregation formed and organized by the Corporation.

The Corporation shall issue no stock. No part of the net earnings of this Corporation shall inure to the benefit of or be distributed to its members, directors, officers or other private persons except that this Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the Corporation.

ARTICLE V – MANNER OF ELECTION OF TRUSTEES

The affairs of the Corporation shall be directed and managed by the Pastor, Treasurer and/or Clerk of the congregation organized and operated by the Corporation together with a Board of Trustees. The Pastor shall also be the President of the Corporation upon his assumption of duties as Pastor for the congregation and shall continue in such position for as long as he remains the duly appointed Pastor for the congregation, but which appointment shall be determined by the state overseer of the national Church of God of Prophecy. The Board of Trustees shall be appointed annually by the Pastor at the beginning of each fiscal year as established by the Corporation. The Pastor, as President of the Corporation, shall be one of the Trustees and shall be the Chairman of the Board of Trustees. The initial Board of Trustees shall be as follows:

(BISHOP) SAMUEL A. THOMPSON (Pastor), PO Box 171807, Country Village, FL 33017
(DEACON) JONATHAN CLARK, 527 SW 6th Avenue, Homestead, FL 33030
(MINISTER) KENNETH FRETT, 527 SW 6th Avenue, Homestead, FL 33030
(MINISTER) KATHLEEN P. SANDS, 569 SW 4th Street, Florida City, FL 33034
(MINISTER) JAMES LEE, JR., 530 NW 11th Street, Florida City, FL 33034

Although the individuals to serve on the Board of Trustees are subject to appointment annually by the Pastor, both the general membership of the Corporation and/or a majority of the Board of Trustees then serving shall have the power to overrule any said appointment. The initial Board of Trustees shall serve for the next twelve (12) months, and any vacancies occurring within this period shall be filled by the Pastor, as President of the Corporation.

ARTICLE VI – INITIAL OFFICERS

The initial officer(s) of the corporation shall be:

(BISHOP) SAMUEL A. THOMPSON (Pastor), PO Box 171807, Miami, FL 33017-1807

Except for the position of President, any other officers of the Corporation shall be elected annually at a meeting called for that purpose by the Board of Trustees, and the named officers shall serve in their designated capacity for the next twelve (12) months.

ARTICLE VII – BY-LAWS

The day-to-day operation of the Corporation shall be in accordance with by-laws adopted by the Board of Trustees and as approved by the local church conference.

ARTICLE VIII – AMENDMENTS

An amendment to these Articles of Incorporation may be proposed by either the Board of Trustees or any member of the Corporation. Amendment shall be adopted by the Board of Trustees only upon unanimous agreement of the Board.

ARTICLE IX – INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is **STEVEN L. JONES, 9999 NE 2nd Avenue, Suite 216, Miami Shores, FL 33138.**

ARTICLE X – COMMENCEMENT DATE

The activities of the Corporation shall commence upon the filing of the Articles of Incorporation with the Secretary of State of the State of Florida.

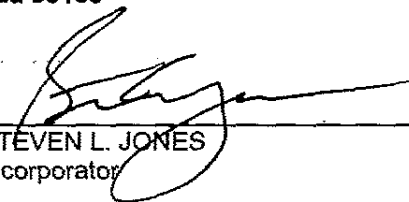
ARTICLE XI – DISSOLUTION

Upon the dissolution of the Corporation, the then serving Board of Trustees shall dispose of all of the assets of the Corporation in a manner or to an organization or organizations that are organized and operated exclusively for charitable, educational, religious or scientific purposes, and that shall, at the time, qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue Law after payment or making provisions for the payment of all liabilities of the Corporation. Any assets not so disposed of shall revert to the State of Florida General Church Fund Account of The Church of God of Prophecy to be disposed of and used by the local churches of The Church of God of Prophecy of the State of Florida operating exclusively by the state trustees for the Churches of God of Prophecy of the State of Florida.

ARTICLE XII – INCORPORATORS

The name and address of the incorporator to these Articles of Incorporation is **STEVEN L. JONES, 9999 N.E. 2nd Avenue, Suite 216, Miami Shores, Florida 33138**

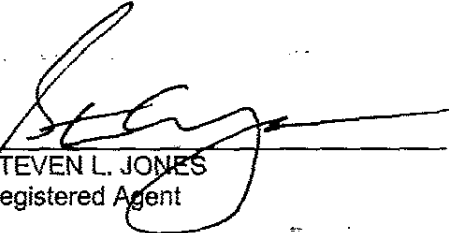
Dated this May 18, 2009



STEVEN L. JONES
Incorporator

Having been named as 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.

Dated this May 18, 2009



STEVEN L. JONES
Registered Agent