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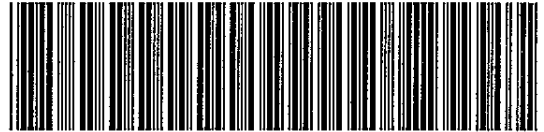
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
THE BAPTIST CHURCH OF JESUS CHRIST, THE GOOD SHEPHERD, INC.
(A corporation Not for Profit)

In compliance with the requirements of the State of Florida, Chapter 617, F. S., the undersigned, and all of whom are of sui juris, have this day voluntarily associated themselves together for the purpose of forming a Corporation, not for profit, and to hereby certify:

ARTICLE I: NAME.

The name of the Corporation is THE BAPTIST CHURCH OF JESUS CHRIST, THE GOOD SHEPHERD, INC.

ARTICLE II: PRINCIPLE OFFICE.

The principle office of THE BAPTIST CHURCH OF JESUS CHRIST, THE GOOD SHEPHERD, INC., is located at 212 West 44th Street, Jacksonville, Florida, 32208.

ARTICLE III: PURPOSE.

THE BAPTIST CHURCH OF JESUS CHRIST, THE GOOD SHEPHERD, INC., does not contemplate pecuniary gain or profit to the members thereof. The specific purposes for which it is formed are exclusively for religious, educational, literary, and charitable purposes, as well as any other activity that is legal under the laws of the State of Florida.

THE BAPTIST CHURCH OF JESUS CHRIST, THE GOOD SHEPHERD, INC., is formed to establish a house of worship; to observe the ordinances of the Lord's Supper and immersion; and to carry out the Great Commission as given by our Lord and Savior Jesus Christ as stated in Matthew 28:18-20.

The doctrinal guidelines for THE BAPTIST CHURCH OF JESUS CHRIST, THE GOOD SHEPHERD, INC. are contained in "The Baptist Faith and Message" as adopted by the Southern Baptist Convention in the year 2000 A. D.

Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE IV: DISTRIBUTION OF FUNDS.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the

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Corporation 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 Article III.

ARTICLE V: DISSOLUTION.

This Corporation may be dissolved with the assent given in writing and signed by not less than three fourths (3/4) of its members. Upon dissolution of the Corporation, other than incident to a merger or consolidation with an organization organized and operating exclusively for like purposes as THE BAPTIST CHURCH OF JESUS CHRIST, THE GOOD SHEPHERD, INC., the assets of the Corporation shall be distributed to the Black Creek Baptist Association and/or to the Florida Baptist State Convention, which are organizations organized and operating exclusively for like purposes as THE BAPTIST CHURCH OF JESUS CHRIST, THE GOOD SHEPHERD, INC.

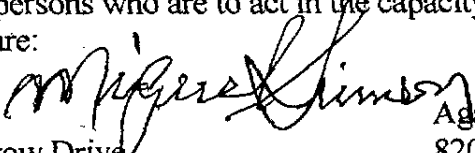
ARTICLE VI: MEMBERSHIP.

Membership shall be composed of persons who have been appointed and approved by a majority of the Board of Directors or approved for membership as provided for in the By-Laws of the Corporation. The qualifications of the members are, among others which may be provided for in the By-Laws, a willingness to involve themselves in the objectives and purposes of this Corporation.

ARTICLE VII: BOARD OF DIRECTORS.

The affairs of THE BAPTIST CHURCH OF JESUS CHRIST, THE GOOD SHEPHERD, INC., shall be managed by a Board of three (3) to nine (9) Directors. The number of Directors may be changed by amendment of the By-Laws. The names and addresses of the persons who are to act in the capacity of Directors until the selection of their successors are:

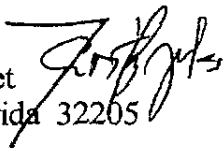
Miguel Simeon
1148 Broken Arrow Drive
Orange Park, Florida 32065



Agatha Arline
820 Congaree Street
Jacksonville, Florida 32277



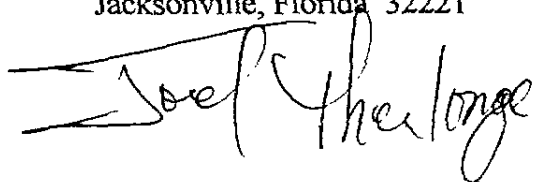
Fritz Jules
5424 Carder Street
Jacksonville, Florida 32205



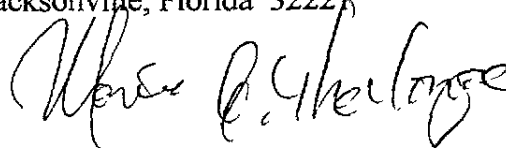
Paula Jules
5424 Carder Street
Jacksonville, Florida 32205



Joel Therlonge
1483 Summit Oaks Drive East
Jacksonville, Florida 32221



Claudette Therlonge
1483 Summit Oaks Drive East
Jacksonville, Florida 32221



The number of Directors shall be specified by the By-Laws and may be changed from time to time by the Corporation.

The term of service of the Directors shall be established by the By-Laws.

The Board of Directors, from and by its membership and by majority vote thereof, shall elect, for a term of office as established by the By-Laws, the following officers whose duties shall include the following:

A. President. The President, who shall be the chief executive officer of the Corporation, shall preside at all meetings of the members and of the Board of Directors, and shall perform such other duties as may be prescribed by the By-Laws or directed by the Board of Directors.

B. Vice-President. The Vice-President shall perform such duties as may be prescribed by the By-Laws or directed by the Board of Directors.

C. Secretary/Treasurer. The Secretary shall keep the minutes of all meetings of the Corporation and other records of the Corporation and shall perform such additional duties as may be prescribed by the By-Laws or directed by the Board of Directors.

ARTICLE VIII: MANNER OF ELECTION.

The Board of Directors shall be elected by a majority vote of the membership present at a meeting of the membership, whether annual, special, or otherwise, as specified in the By-Laws.

ARTICLE IX: OFFICERS.

The names and addresses of the initial officers of the Corporation are as follows:

Miguel Simeon.....*Miguel Simeon*.....President
1148 Broken Arrow Drive
Orange Park, Florida 32065

Joel Therlonge.....*Joel Therlonge*.....Vice-President
1483 Summit Oaks Drive East
Jacksonville, Florida 32221

Fritz Jules.....*Fritz Jules*.....Secretary/Treasurer
5424 Carder Street
Jacksonville, Florida 32205

ARTICLE X: INITIAL REGISTERED AGENT AND STREET ADDRESS.

The street address of the initial registered office of the Corporation is 212 West 44th Street, Jacksonville, Florida, 32208. The name of the Corporation's registered agent is Roland Byron, 212 West 44th Street, Jacksonville, Florida, 32208.

Acceptance as Registered Agent. Having been named as registered agent to accept service of process for THE BAPTIST CHURCH OF JESUS CHRIST, THE GOOD SHEPHERD, INC., at 212 West 44th Street, Jacksonville, Florida, 32208, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Roland Byron Sept 01-04
Signature of Registered Agent Date

Printed Name ROLAND BYRON

Roland Byron SEPT 01-04
Signature of Incorporator Date

FLD & L # B650-720-54-175-0

Printed Name ROLAND BYRON

ARTICLE XI: DURATION.

The Corporation shall exist perpetually.

ARTICLE XII: AMENDMENTS.

Amendments of the Articles shall require the consent of 75 percent (75%) of the entire membership.

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, we, the undersigned, constituting the incorporators of this Corporation, have executed these Articles of Incorporation on the

1 day of September, 2004

FLD & L # 5550-473-46-410-0 Miguel Simon

J420-240-61-111-0

Fritz Jules

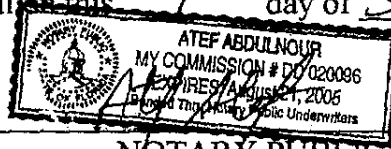
Fritz Jules

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TALLAHASSEE, FLORIDA

State of Florida
County of Duval

I hereby certify that on this 1 day of September 2004
2004, before me, an officer duly authorized to administer oaths and take
acknowledgments, personally appeared, Miguel Simeon, to me well known to be the
person described in and who executed the foregoing instrument, and he acknowledged
before me that he executed the same freely and voluntarily for the purpose therein
expressed.

Witness my hand and official seal on this 1 day of September 2004
2004.



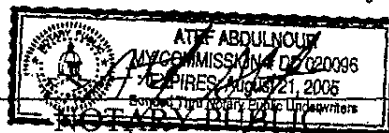
NOTARY PUBLIC

My Commission Expires: August 21, 2005

State of Florida
County of Duval

I hereby certify that on this 1 day of September 2004
2004, before me, an officer duly authorized to administer oaths and take
acknowledgments, personally appeared, Fritz Jules, to me well known to be the person
described in and who executed the foregoing instrument, and he acknowledged before me
that he executed the same freely and voluntarily for the purpose therein expressed.

Witness my hand and official seal on this 1 day of September 2004
2004.



NOTARY PUBLIC

My Commission Expires: August 21, 2005

Prepared by:
Dr. Greg R. Wrigley
384 Logan Avenue
Orange Park, FL 32065
800-450-2594