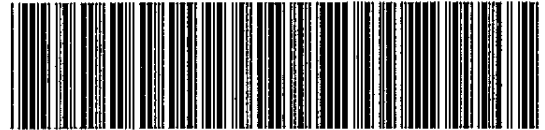


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(Requestor's Name)



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M. Dickey MAR 24 2005

ARTICLES OF INCORPORATION
OF
PROPHECY CHURCH OF GRACE

The undersigned, acting as incorporators of a corporation under the Florida Nonprofit Corporation Act, Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation for such corporation:

1. The name and address of the Corporation is: PROPHECY CHURCH OF GRACE, INC., 419 Bronson St., Palatka, FL 32177.

2. The period of duration is perpetual.

3. The purpose or purposes for which the corporation is organized are:

A. General Purposes: To operate exclusively for religious, charitable, scientific, literary or educational purposes, including but not limited to receiving contributions and paying them over to one or more organizations, other than organizations testing for public safety, and exempt from taxation under the Internal Revenue Code, as now in force or afterwards amended.

B. Ancillary Purposes: To do and engage in all lawful activities that are in furtherance of one or more of the general purposes of the corporation, including the right to interpret and expound the Holy Bible, to establish churches, to ordain ministries of the Gospel, to teach and minister unto its members, to celebrate marriages and conduct funerals, and to exercise such authority over its membership as may be legal and appropriate for the establishment and maintenance of a sect of the Christian Faith.

4. Restrictions:

A. No substantial part of the activities of the corporation shall consist of attempting to influence legislation by propaganda or otherwise, or directly or indirectly participating in, or intervening in any political campaign on behalf of or in opposition to any candidate for public office.

B. Upon Dissolution of the Corporation, its assets, if any, shall be distributed to one or more organizations organized and operated exclusively for the same purpose of this corporation, or as court may lawfully order.

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TALLAHASSEE, FLORIDA

C. The corporation shall not engage in any transactions prohibited by the Internal Revenue Code, as now in force or afterwards amended.

D. No part of the earnings of the corporation shall inure to the benefit of any individual within the meaning of the Internal Revenue Code.

E. No compensation shall be paid to any member, officer, director, trustee or organizer of the corporation or substantial contributor to it except as a reasonable allowance for services actually rendered to or for the corporation.

F. The corporation is organized to serve public interests. Accordingly, it shall not be operated for the benefit of private interests.

5. The address of the initial registered office of the corporation is 419 Bronson St., Palatka, FL 32177, and the name of its initial registered agent at such address is: Robert Lucas, Bishop for the church.

6. The number of directors constituting the initial Board of Directors of the Corporation is three, and the names and addresses of the persons who serve as the initial directors are:

Robert Lucas, 419 Bronson St., Palatka, FL 32177
Susie Cunningham, 5125 NW 21st St., Gainesville, FL 32606
Mattie Lucas, 419 Bronson St., Palatka, FL 32177

7. The name and address of each incorporator is:

Robert Lucas, 419 Bronson St., Palatka, FL 32177
Susie Cunningham, 5125 NW 21st St., Gainesville, FL 32606
Mattie Lucas, 419 Bronson St., Palatka, FL 32177

8. The officers of this corporation shall initially consist of a President, Secretary and Treasurer. Other officers may be provided as needed, pursuant to the Bylaws of the Corporation. Each officer shall be elected by the unanimous vote of the Board of Directors, and may be removed by the Board, as prescribed by the Bylaws.

The initial officers are:

Robert Lucas - President
Mattie Lucas - Secretary
Susie Cunningham - Treasurer

9. The corporation shall have no power to issue stock or shares of any type, but may issue membership certificates as provided in the bylaws.

STATE OF FLORIDA
COUNTY OF PUTNAM

The foregoing instrument was acknowledged before me this _____ day of _____, 2005, by ROBERT LUCAS, SUSIE CUNNINGHAM and MATTIE LUCAS, each personally known to me, and who being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators, and that the statements therein are true.

Robert Lucas

Robert Lucas

Susie Cunningham

Susie Cunningham

Mattie Lucas

Mattie Lucas

Allen A. Baldwin

Notary Public



Allen A. Baldwin
My Commission DD304085
Expires May 24, 2008

10. Acceptance of initial registered agent.

I hereby consent to act as registered agent for the corporation.

Robert Lucas

Robert Lucas, Bishop

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