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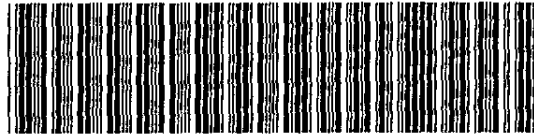
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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05 OCT 17 AM 8:02

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October 4, 2005

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: LIZZIE JOHNSTON
our file 05 3479

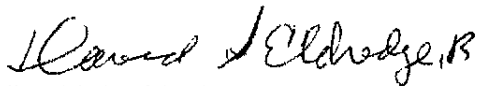
Dear Sir:

Enclosed please find original copy of Articles of Incorporation with reference to the above named corporation, together with my check in the amount of \$70.00 to cover the filing costs.

Please place your file stamp on the enclosed copy of the Articles of Incorporation and return to me in the self addressed stamped envelope.

If you should require additional information, please do not hesitate to contact me.

Sincerely,


David S. Eldredge
Attorney at Law



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 10, 2005

DAVID S. ELDREDGE, ESQ.
ONE FLORIDA PARK DRIVE SQ., SUITE 340
PALM COAST, FL 32137

SUBJECT: THE LIZZIE M. JOHNSON MEMORIAL CHURCH
Ref. Number: W05000046498

We have received your document for THE LIZZIE M. JOHNSON MEMORIAL CHURCH and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

An effective date may be added to the Articles of Incorporation if a 2006 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

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) 245-6962.

Valerie Ingram
Document Specialist
New Filings Section

Letter Number: 405A00061455

ARTICLES OF INCORPORATION FOR
THE LIZZIE M. JOHNSON MEMORIAL CHURCH, INC.

05 OCT 17 AM 8:02

ARTICLE I

Name.

The name of THE LIZZIE M. JOHNSON MEMORIAL CHURCH, INC.

ARTICLE II

Principal place of business and mailing address.

The present principal place of business of the corporation is 5 Water Oak Place, Palm Coast, FL 32137, and the mailing address of this corporation is P.O. Box 351015, Palm Coast, FL 32135 or such other address as designated in the Annual Report.

ARTICLE III

Purpose.

The general nature and purpose of the corporation shall be:

Section 1. To keep alive the legacy of the memory of Lizzie M. Johnson, grandmother of Rev. Michael Johnson, Pastor of Southern Baptist Children's Church, Cincinnati, Ohio.

Section 2. To advocate academic enrichment, and other positive recreational opportunities for all children participating in the Children's Church with the hope that each participant will develop a deep knowledge of God, and a love and thirst for lifelong learning.

Section 3. To the above ends, the Corporation is empowered to perform all acts authorized by law, provided, however, the corporation shall not engage in any activity that is not permitted by a corporation exempt from federal income tax under Section 501 (c) of the Internal Revenue Code of 1986, or any corresponding future provision of the Revenue Code, and the Corporation shall not attempt to influence legislation by propaganda or otherwise, nor shall it intervene in or participate in any political campaign on behalf of any candidate for public office. No part of the net earning of this Corporation shall inure to the benefit of any member or private individual, and no member, director, or officer

of the Corporation shall receive any pecuniary benefit from the Corporation, except such reasonable compensation as may be allowed for services actually rendered to the Corporation.

ARTICLE IV.

Duration.

The corporation shall have perpetual existence.

ARTICLE V.

Membership.

The qualifications for membership in the corporation shall be as provided in the Bylaws of the Corporation.

ARTICLE VI.

Manner of election of directors.

The number of directors and the manner in which the directors are elected shall be set forth in the Bylaws of the corporation, except that the number of directors shall never be less than the minimum number required by Florida and federal law for entities of the type which qualify for federal income tax exemption under Section 501(c) of the Internal Revenue Code of 1986, or subsequent amendments.

ARTICLE VII.

Manner of election of officers.

The offices of the corporation and the manner in which the officers are elected shall be set forth in the Bylaws of the corporation.

ARTICLE VII.

Bylaws.

The Bylaws of the corporation may be altered or amended from time to time upon the vote of a majority of the Board of Directors present at any regular meeting of the Board, or otherwise in accordance with the Bylaws themselves.

ARTICLE IX.

Registered Agent and Street Address.

The name and the street address of the registered agent is WILLA L. PRINCE, Ph.D., 5 Water Oak Place, Palm Coast, Florida 32137, P.O. Box 351015, Palm Coast, FL 32135 and the acceptance of the duties of registered agent by said individual are attached hereto.

ARTICLE X.

Distribution on Dissolution.

Upon the dissolution or other termination of the Corporation, no part of the property of the Corporation or any of the proceeds shall be distributed to or inured to the benefit of any of the members of the Corporation, but all such property and proceeds, subject to the discharge of valid obligations of the Corporation, shall be distributed as directed by members of the Corporation among one or more corporations, trusts, community chests, funds or foundations organized and operated exclusively for religious, charitable, scientific, literary or educational purposes, no part of the net earnings of which inure to the benefit of any private shareholder, member or individual, and no substantial part of whose activities consist of carrying on propaganda or otherwise attempting to influence legislation, or which does not participate or intervene in any political campaign on behalf of any candidate or public office, or other entities of the type which qualify for federal income tax exemption under Section 501(c) of the Internal Revenue Code of 1986, or subsequent amendments.

ARTICLE XI.

Right to Indemnification.

To the extent permitted by the law of Florida, the corporation shall indemnify any person who was or is a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, including all appeals by reason of the fact that the person is or was acting as a director, officer or employee of the Corporation. Indemnification shall be against all expenses, including without limitation, attorney's fees, court costs, expert witness fees, judgments, decrees and fines reasonably and actually incurred by the person in settlement of any action, suit or proceedings provided that the Board of

Directors shall first have determined, in its sole judgment, that the person acted in good faith and in a manner that he or she reasonably believed to be in the best interest of the Corporation, and with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or on a plea of nolo contendere or its equivalent, shall not of itself create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in or not opposed to the best interests of the Corporation.

ARTICLE XII.

Incorporator.

The name and address of the incorporation of the incorporation is: WILLA L. PRINCE, Ph.D., 5 Water Oak Place, Palm Coast, FL 32137, P.O. Box 351015, Palm Coast, FL 32135

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 3rd day of October, 2005.

Willie L. Prince Ph. D
WILLA L. PRICE, PH.D.
Incorporator

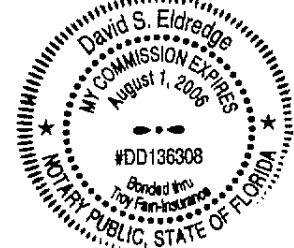
05 OCT 17 AM 8:02
DAVID S. ELDRIDGE
NOTARY PUBLIC, FLORIDA

STATE OF FLORIDA
COUNTY OF FLAGLER

I hereby certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared WILLA L. PRICE, PH.D., known to me to be the person described in and who executed the foregoing instrument, who being sworn, deposes and says that she is the Incorporator of these Articles of Incorporation, and such Incorporator verifies that all statements and information herein are true and correct.

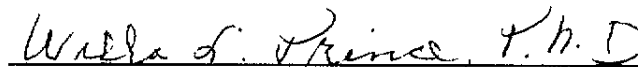
Witness my hand and official
seal in the County and State
last aforesaid this 3rd day of
October, 2005.


Notary Public-State of Florida



CONSENT TO APPOINTMENT AS REGISTERED AGENT

I, WILLA L. PRINCE, Ph.D., whose address is 5 Water Oak Place, Palm Coast, FL 32137, do hereby consent to appointment as Registered Agent of the above corporation.


WILLA L. PRICE, PH.D., Registered Agent