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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Articles of Incorporation
of
God With Us Ministry, Inc.**

The undersigned, acting as the incorporator of a corporation pursuant to Chapter 617 of the Florida Statutes, the Florida Not For Profit Corporation Act, adopts the following Articles of Incorporation for such corporation:

Article 1

The name of the corporation is GOD WITH US MINISTRY, INC.

Article 2

The principle place of business and the mailing address of this corporation is 405 SOUTH DALE MABRY ROAD, #251, TAMPA, FLORIDA 33609.

Article 3

The corporation is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue law), including, but not limited to, for such purposes, providing social services for children, such as adoption placements in Christian homes, and to engage in any other activity not prohibited to corporations under the Florida Not-For-Profit Corporation Act that is in furtherance of tax exempt purposes.

Article 4

The corporation shall not have members. The affairs of the corporation shall be conducted by the board of directors of the corporation. The method of election of directors shall be stated in the Bylaws of the corporation. The corporation shall have a minimum of three (3) directors. The names and addresses of the initial directors of the corporation are:

EMMANUEL JOHNSON	405 SOUTH DALE MABRY ROAD, #251 TAMPA, FLORIDA 33609
JOANN JOHNSON	405 SOUTH DALE MABRY ROAD, #251 TAMPA, FLORIDA 33609
JAMES DILWORTH	3950 MIMOSA PLACE TARPON SPRINGS FLORIDA 34695
MARGARET DILWORTH	3950 MIMOSA PLACE TARPON SPRINGS FLORIDA 34695
VICTOR OMOOSA	P.O. BOX 4211 JACKSON, MICHIGAN 49204
JOHN CHINEDU	1650-302 #225 MARGARET ROAD JACKSONVILLE, FLORIDA 32204
KURT PARKER	2200 MARSHALL STREET SAFETY HARBOR FLORIDA 34695
SOFIE LOVELL	18 ALLISON ROAD LONDON N8 OAT
AMAKA IBEANU	7504 RED CRANE LANE JACKSONVILLE FLORIDA 32256

Article 5

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the tax-exempt purposes of the corporation set forth in Article 3.

Article 6

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for

the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, religious, or educational purposes as shall at the time qualify as an organization exempt from Federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

Article 7

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Article 8

The street address of the initial registered office of the corporation is 405 SOUTH DALE MABRY ROAD, #251, TAMPA, FLORIDA 33609, and the name of the initial registered agent of the corporation at the initial registered office is NONSO DIM.

Article 9

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, except that the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

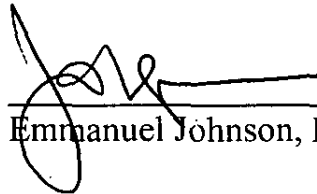
Article 10

The name of the incorporator is EMMANUEL JOHNSON and the address of the incorporator is 405 SOUTH DALE MABRY ROAD, #251, TAMPA, FLORIDA 33609.

Article 11

The period of the duration of the corporation is perpetual unless dissolved according to law.

In Witness Whereof, the undersigned, being the incorporator of this corporation, has executed these Articles of Incorporation this 29 day of MARCH, 2007.


Emmanuel Johnson, Incorporator

Acceptance By Registered Agent

Having been named as registered agent to accept service of process for the above named 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.

3-29-07
Date


Nonso Dim, Registered Agent