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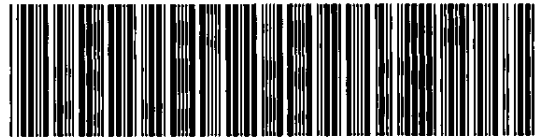
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*Amended &
Restated
Articles*

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FILED
2009 MAY 28 AM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DR
6/2/09



May 26, 2009

TO: Florida Department of State
Amendment Section
Division of Corporations

NAME OF CORPORATION: A & B MINISTRIES, INC.

DOCUMENT NUMBER: NO7000010702

The enclosed Amended and Restated Articles of Incorporation and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

H. ROBERT SHOWERS, ESQ.
SIMMS SHOWERS, LLP
305 HARRISON ST., SE
THIRD FLOOR
LEESBURG, VA 20175

For further information concerning this matter, please call:

H. Robert Showers, Esq. at 703-771-4671

Enclosed is a check for the following amount made payable to the Florida Department of State:

<input type="checkbox"/> \$35 Filing Fee	<input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status	<input checked="" type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)	<input type="checkbox"/> \$52.50 Filing Fee Certificate of Status (Additional Copy is enclosed)
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Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Sincerely,


Kenneth C. Mahan
President

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF

A & B MINISTRIES, INC.

A FLORIDA NOT FOR PROFIT CORPORATION

DOCUMENT NO. NO7000010702

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of §617.1002 and §617.1006, Florida Statutes, A & B Ministries, Inc., a Florida nonprofit corporation (the "Corporation") hereby adopts the following Amended and Restated Articles of Incorporation.

There are no members of the Corporation. These Amended and Restated Articles of Incorporation were adopted by the Board of Directors of the Corporation at a regular meeting with a quorum being present which was held on April 8, 2009. The meeting of the Directors met the requirements of both the Articles of Incorporation and the Bylaws.

AMENDED AND RESTATED ARTICLES

The Articles of Incorporation of the Corporation are hereby amended and restated as follows:

1. Article I is hereby amended. The new Article I shall be as follows:

ARTICLE I

The name of the Corporation is A & B Ministries, Inc., and it shall have perpetual existence.

ARTICLE II

The principal place of business and the mailing address of the Corporation is 7025 Beracasa Way, Suite 201, Boca Raton, FL 33433.

2. Article III of the Articles of Incorporation is hereby amended and replaced. The new Article III shall be as follows:

ARTICLE III

Corporate and Tax-Exempt Purposes. This Corporation is organized and irrevocably dedicated exclusively for charitable, religious and educational purposes, including the advancement of the Gospel of Jesus Christ through youth and youth group activities, seminars, camps, sports and various arts demonstrations and training, counseling, teaching,

distribution of religious and educational literature and ministries of various kinds and durations, to mentor youth in order to know God and make Him known, including the making of distributions to organizations that qualify as exempt organizations, under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

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 to or for the Corporation and to make payments and distributions in furtherance of the purposes set forth in these Articles. 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 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. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(3) of the Code or by a corporation contributions to which are deductible under Section 170 of the Code.

In the event the Corporation is found to be in any one year a "private foundation" as defined by Section 509(a) of the Code, it shall be (1) required to distribute its income for such taxable year at such time and in such manner as not to subject the Corporation to taxation under Section 4942 of the Code; (2) prohibited from any act of "self-dealing" as defined in Section 4941(d) of the Code; (3) prohibited from retaining any "excess business holdings" as defined by Section 4943(c) of the Code; (4) prohibited from making any investments in such manner as to subject the Corporation to taxation under Section 4944 of the Code; and (5) prohibited from making any taxable expenditure as defined in Section 4945(d) of the Code.

3. The following additional Article is hereby added to the Articles of Incorporation and shall be made Article IV. Article IV shall be as follows:

ARTICLE IV

Corporate Powers. This Corporation shall have and exercise all powers accorded corporations not for profit under the laws of the State of Florida which are not in conflict with the Corporation's exempt purposes as provided in Article III above, and to these ends to take and hold, for any of said purposes, funds and property of all kinds, subject only to any limitations or conditions imposed by law or in the instrument under which received: to buy, sell, lease, convey and dispose of any such property and to invest and reinvest any proceeds and other funds, and to deal with and expend the principal and income for any of said purposes, and, in general, to exercise any and all powers which corporation not for profit organized under the laws of Florida for the foregoing purposes can be authorized to exercise. The Corporation shall not have capital stock.

4. The following additional Article is hereby added to the Articles of Incorporation and shall be made Article V. Article V shall be as follows:

ARTICLE V

Provisions for distribution of assets. Upon dissolution or winding up of the Corporation, all assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to one or more exempt organizations qualified and for exempt purposes within the meaning of the laws of the State of Florida as corporations not for profit and under Section 501(c)(3) of the Internal Revenue Code as determined by the Board of Directors. Any such assets not so disposed of shall be disposed of exclusively for such exempt purposes as provided for under Florida law and under any corresponding section or any future section of the Internal Revenue Code, to the Federal, State or local government for exclusive public purpose.

5. Articles IV and VII of the Articles of Incorporation now become consolidated as Article VI and both Articles are hereby amended as follows:

ARTICLE VI

The Directors of the Corporation are as follows:

Kenneth C. Mahan, 21381 Sweetwater Lane, Boca Raton, FL 33428
Shawn D. Mahan, 21381 Sweetwater Lane, Boca Raton, FL 33428
Larry Anderson, 2710 Devon Court, Delray Beach, FL 33495
Tim Kelly, 21179 Sweetwater Lane North, Boca Raton, FL 33428
Doug Wilson, 816 Academy Street, Charlotte, NC 28205

The manner and method of election of the Board of Directors shall be as stated in the Bylaws of the Corporation. Where not consistent with Chapter 617, Florida Statutes, and the express provisions of these Amended and Restated Articles of Incorporation, the Board of Directors shall have all the rights, powers, and privileges prescribed by law of directors of corporations for profit.

6. The following additional Article is hereby added to the Articles of Incorporation and shall become Article VII. Article VII is as follows:

ARTICLE VII

Indemnification. To the fullest extent permitted by Florida law, as now in effect or as may hereafter be amended, no Director or Officer of the Corporation shall be personally liable for damages in any proceeding brought by or in the right of the Corporation, or in connection with any claim, action, suit or proceeding to which he or she may be or is made a party by reason of being or having been an Officer or Director of the Corporation, provided, however, that such relief from liability shall not apply in any instance where such relief is inconsistent with any provision applicable to corporations described in Section 501(c)(3) of the Code or Florida law for indemnification by non-profit corporations.

7. Article VIII of the Articles of Incorporation is now deleted and shall be replaced by the following Article VIII:

ARTICLE VIII

Amendments. These Articles of Incorporation may be amended by the affirmative vote of at least three-fourths (3/4) of the members of the Board of Directors present at any regular or special meeting provided proper notice of the changes to be made has been given and a quorum is present, or without a meeting if a consent in writing, signed by the number of Directors whose votes would be necessary to authorize such amendment at a meeting, is filed in the minutes of the Corporation. Within ten days after obtaining such authorization by written consent, notice summarizing the action shall be given to those Directors who have not consented in writing.

8. Article V in the Articles of Incorporation is now Article IX and shall be amended as follows:

ARTICLE IX

The name of the Registered Agent is Jill D. Hargis. The street address of the Registered Office of the Corporation is 1301 SW Third Street, Boca Raton, FL 33486.

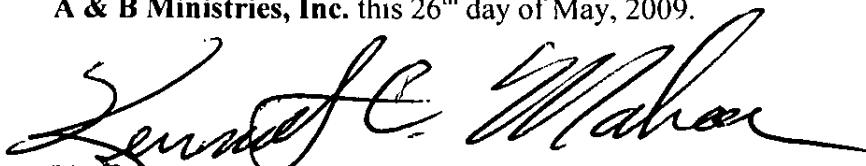
9. Article VI in the Articles of Incorporation is now Article X but with the same in content. Article X shall be as follows:

ARTICLE X

The name and address of the incorporator is: Kenneth C. Mahan, 21381 Sweetwater Lane, Boca Raton, FL 33428.

Incorporator Signature: /s/ Kenneth C. Mahan.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation of
A & B Ministries, Inc. this 26th day of May, 2009.

A handwritten signature in black ink, appearing to read 'Kenneth C. Mahan', is written over a horizontal line.

Kenneth C. Mahan
President

Name of New Registered Agent:

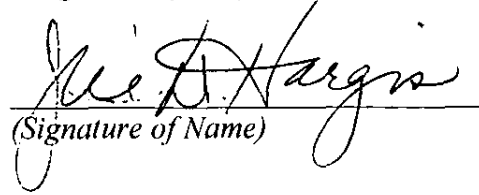
Jill D. Hargis

New Registered Office Address:

1301 SW Third Street
Boca Raton, FL 33486

New Registered Agent's signature, if changing Registered Agent:

I hereby accept the appointment as Registered Agent. I am familiar with and accept the obligations of the position.


(Signature of Name)

CORPORATE CERTIFICATE

In connection with the foregoing Amended and Restated Articles of Incorporation of A & B Ministries, Inc. (the "Corporation"), the undersigned President of the Board of Directors and Secretary of the Corporation, does hereby certify that:

1. Amendments to the Articles of Incorporation were proposed by resolution adopted on April 8, 2009, by the Board of Directors of the Corporation and submitted by the President of A & B Ministries, Inc. for approval.
2. The Board of Directors was entitled to vote on these amendments and the number of votes cast for the amendments was sufficient for approval by the Board of Directors.

IN WITNESS WHEREOF, the undersigned has executed and delivered this Corporate Certificate as of this 26th day of May, 2009.

A & B MINISTRIES, INC.

By:

President

By:

Secretary

5/26/09