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BASIC AMENDMENT

THE SOUND OF LIGHT MINISTRIES, INC.

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
THE SOUND OF LIGHT MINISTRIES, INC.**

Pursuant to the provisions of Section 617.1007, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following Amended and Restated Articles of Incorporation:

ARTICLE I - Name

The name of the Corporation is: **The Sound of Light Ministries, Inc.** (the "Corporation").

ARTICLE II - Principal Office and Mailing Address

The address of the principal office of the Corporation is 108 Charles Avenue, Davenport, Florida 33837 and the mailing address of the Corporation is Post Office Box 1193, Davenport, Florida 33836.

ARTICLE III - Purpose

A. The purposes for which the Corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue law) (the "Code"), including but not limited to the following purposes:

1. To establish and maintain an evangelistic association to spread the Gospel of Jesus Christ both in the United States and abroad throughout the world as the Lord leads. (Jeremiah 50:2; Matthew 24:14; Romans 1:16; I Peter 1:24-25; Psalms 51:13; I Corinthians 9:16)
2. To print, publish, and distribute and sell books, magazines and other literature in connection with the purposes of this ministry; to sell, record and reproduce tapes, radio, and television programs in connection with the purposes of this ministry to produce and distribute radio and television programs. (Deuteronomy 31:19, I Chronicles 16:23-24, Psalms 68:4, Revelation 14:2)
3. To conduct pastor training seminars for national pastors; to conduct college outreach meetings and establish a student center of worship; and to conduct all missionary outreach programs necessary to the dissemination of the Word of God throughout the world. (Luke 6:40; Psalms 32:8; Proverbs 1:5)
4. To establish, maintain and conduct seminars for the instruction of children and adults for religious instruction. (Psalms 40:9-10; I Peter 4:6; John 14:26)
5. To establish, maintain and conduct Bible training seminars, either alone or in conjunction with others for the instruction of adults and training of students to become pastors,

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evangelists, missionaries and concerned lay church leaders. (I Corinthians 14:12; II Timothy 2:2; Proverbs 9:9; Romans 2:19-21; II Timothy 2:24-25)

6. To propagate the Word of the Gospel through seminars, radio, television, establishment of Church literature, and other forms of mass media for the purpose of educating the individual in the Word of God. (Psalms 96:10, Proverbs 13:17, Mark 13:10, Acts 13:47)

7. To print, publish and distribute and sell books, magazines and other literature in connection with the purposes of this ministry; to sell, record and reproduce tapes, radio and television programs in connection with the purposes of this ministry and to provide a video ministry of Christian programs and teachings. (Acts 13:47; Proverbs 13:17)

8. To provide a recording studio owned or leased, either with live performers or by use of background music, or other prerecorded music, for the recording of music for and by God's people and to manufacture, public, distribute and sell audio reproductions of all types, and for this purpose to acquire copyrights on songs, lyrics, and musical compositions; to license and use such material for mechanical reproduction; to license the use by vocal, instrumental, or other means known or to be known; and to print, sell, and distribute sheet music. (Psalms 33:2, 104:33, 149:4, 150:3-5; Isaiah 23:16, 42:10; I Corinthians 14:15; Ephesians 5:19; I Chronicles 16:4; Psalms 35:27-28; Psalms 47)

9. To conduct praise and worship training seminars for worship leaders; to conduct college outreach meetings and establish a student center of praise and worship; and to conduct all praise and worship outreach programs necessary to the dissemination of the Word of God throughout the world by way of the song of the Lord. (Exodus 18:20; Matthew 5:19; II Timothy 2:24; II Samuel 22:50; Nehemiah 9:5; Psalms 51:15, 69:30, 113:3, 117:1; Jeremiah 31:7; Exodus 15:2; II Chronicles 5:14; Psalms 95:6, 8-9; John 4:24; Acts 17:23)

10. To ordain ministers and Christian workers to the edification and the unity of the Body of Christ. (I Chronicles 9:22-23, Titus 1:5, I Corinthians 7:17, Acts 14:23)

11. To establish and operate churches, auxiliaries, clubs and societies of a religious nature. (Acts 15:41, 16:5)

12. To own and operate Radio and Television Stations for the purpose of the dissemination of the Gospel of Jesus Christ through word and music. (Matthew 5:14-16, 10:27, II Timothy 1:8)

13. To further all religious and charitable work and for such purposes to adopt and establish Bylaws, rules, regulations in accordance with law and not inconsistent with these Articles of Incorporation. (Joshua 1:7-8, Habakkuk 2:2-3, Romans 7:12, 10:4)

14. To merge, join or unite with any other church or religious society having the same ideals, aims and purposes of this Corporation.

B. Notwithstanding anything to the contrary herein, the Corporation is organized for purposes of engaging in any activity or business permitted under the laws of the United States and of the State of Florida and shall have all of the powers enumerated in the Florida Not For

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Profit Corporation Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law; provided, however, that the Corporation shall not engage in any activity in which Corporations qualified as exempt organizations under Section 501(c)(3) of the Code are not permitted to engage.

C. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, the Corporation's 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 purposes set forth in this Article. 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 publication or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

D. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (b) a corporation, contributions to which are deductible under section 170(c)(2) of the Code.

ARTICLE IV - Term of Existence

The Corporation shall exist perpetually, unless dissolved according to law.

ARTICLE V - Registered Office and Agent

The street address of the registered office of the Corporation is 108 Charles Avenue, Davenport, Florida 33837 and the name of the registered agent of the Corporation at that address is Nathan Edwin Mixon.

ARTICLE VI - Directors/Deacons

A. The business of the Corporation shall be managed and its corporate powers exercised by a board of directors. The Board of Directors shall also be known as the Board of Deacons and the members of the Board may be referred to as Directors and/or Deacons.

B. The number of Deacons may be either increased or diminished from time to time by the Board of Deacons in accordance with the Bylaws of the Corporation, but there shall always be at least three (3) Deacons.

C. Deacons, as such, shall receive such compensation for their services, if any, as may be set by the Board of Deacons at any annual or special meeting thereof. The Board of Deacons may authorize and require the payment of reasonable expenses incurred by Deacons in attending meetings of the Board of Deacons.

D. Nothing in this Article shall be construed to preclude the Deacons from serving the Corporation in any other capacity and receiving compensation therefor.

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B. Deacons shall be elected, appointed, and removed as provided in the Bylaws of the Corporation.

ARTICLE VII - Members

The Corporation, may, from time to time, have members at the discretion of the Board of Deacons, provided that such members satisfy the requirements of membership, as established in the Bylaws and/or from time to time by the Board of Deacons.

ARTICLE VIII - Amendment to Articles

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE IX - Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Deacons.

ARTICLE X - Dissolution

A. Upon the dissolution of the Corporation, the Board of Deacons shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all the assets of the Corporation in a manner not inconsistent with the purposes of the Corporation, including to such organization or organizations organized and operated exclusively for tax-exempt purposes, as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the Board of Deacons shall determine.

B. Any assets not disposed of by the Board of Deacons as provided herein, shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for tax-exempt purposes or to such organizations which are organized and operated exclusively for tax-exempt purposes and which qualify as an exempt organization under Section 501(c)(3) of the Code.

The foregoing Amended and Restated Articles of Incorporation do not contain an amendment requiring member approval. These Amended and Restated Articles of Incorporation were adopted by the Board of Deacons of the Corporation on July 27, 2001.

THE SOUND OF LIGHT MINISTRIES, INC.

By: Nathan E. Mixon
Nathan E. Mixon, President