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Attorneys at Law

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REPLY TO
6025 LILLIAN ROAD

February 3, 1995

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

300001398783
-02/07/95--01025--008
*****70.00 *****70.00

RE: HIGH PRAISE FAMILY WORSHIP CENTER, INC.

Dear Sir/Madam:

Enclosed please find one original and one copy of Articles of Incorporation for each of the above-referenced corporation. Also enclosed is our firm trust account check in the amount of \$70.00, payable to the Secretary of State, in payment of the requisite filing fees.

Please acknowledge receipt and filing in your usual manner. If possible, I would appreciate your returning file-stamped copy to my office in the stamped, self-addressed envelope provided for your convenience.

Thank you for your assistance in this matter.

Sincerely yours,


Lisa Troxel
Legal Assistant

/hd
Encls.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 10, 1995

LISA TROXEL, LEGAL ASSISTANT
6825 LILLIAN ROAD
JACKSONVILLE, FL 32211

SUBJECT: HIGH PRAISE FAMILY WORSHIP CENTER, INC.
Ref. Number: W95000003030

We have received your document for HIGH PRAISE FAMILY WORSHIP CENTER, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return 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 (904) 487-6919.

Beth Register
Corporate Specialist Supervisor

Letter Number: 795A00005792

ARTICLES OF INCORPORATION
OF
HIGH PRAISE FAMILY WORSHIP CENTER, INC.
A FLORIDA NON-PROFIT CORPORATION

FILED
FEB 23 1980
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE

The name of the corporation is HIGH PRAISE FAMILY WORSHIP CENTER, INC.

ARTICLE TWO

This is a non-profit corporation organized solely for general charitable purposes pursuant to the Florida Corporations Not for Profit law set forth in Part I of Chapter 617 of the Florida Statutes.

ARTICLE THREE

(a) The specific and primary purposes for which this corporation is formed are to operate for the advancement of religion and for other charitable purposes by the distribution of its funds for such purposes, and particularly for a church facility.

(b) The general purposes for which this corporation is formed are to operate exclusively for such religious purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1985 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

(c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence

legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE FOUR

This corporation shall have a perpetual existence.

ARTICLE FIVE

The corporation shall have a membership distinct from the board of trustees. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be set forth in the by-laws.

ARTICLE SIX

The name and residence address of the subscriber of this corporation are as follows:

NAME

ADDRESS

Robin F. Taylor

2165 Leon Road
Jacksonville, FL 32246

ARTICLE SEVEN

(a) The county in the State of Florida where the principal office for the transaction of the business of this corporation is to be located is the County of Duval.

(b) The address of the corporation and its registered agent at such address are as follows: 6180 Ft. Caroline Road, Units 1 and 2, Jacksonville, Florida 32277, Robin F. Taylor.

ARTICLE EIGHT

(a) Board of Trustees. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of trustees. The number of trustees of the corporation shall be three (3); provided, however, that such number may be changed by a by-law duly adopted by the members.

The trustees named herein as the first board of trustees shall hold office until the first meeting of members, to be held on April 3, 1995, at 12:01 p.m., at 6180 Ft. Caroline Road, Units 1 & 2, Jacksonville, Florida 32277, at which time an election of trustees shall be held.

Trustees elected at the first annual meeting, and at all times thereafter, shall serve for a term of two (2) years until the tenth annual meeting of members following the election of trustees and until the qualification of the successors in office. Annual meetings shall be held at 12:01 p.m. on the first Monday in April of each year at the principal office of the corporation, or at such other place or places as the board of trustees may designate from time to time by resolution.

Any action required or permitted to be taken by the board of trustees under any provision of law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the trustees. Any certificate or other document filed under any provision of law

which relates to action so taken shall state that the action was taken by unanimous written consent of the board of trustees without a meeting and that the articles of incorporation and by-laws of this corporation authorize the trustees to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such first members of the board of trustees are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Robin F. Taylor	2165 Leon Road Jacksonville, FL 32246
Millie Smith	7211 Crane Avenue, #136 Jacksonville, FL 32216
Felicia Smith	7211 Crane Avenue, #136 Jacksonville, FL 32216

(b) Corporate Officers. The board of trustees shall elect the following officers: President, Vice President, Secretary and Treasurer, and such other officers as the by-laws of this corporation may authorize the trustees to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the board of trustees. Until such election is held, the following persons shall serve as corporate officers:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
Robin F. Taylor	2165 Leon Road Jacksonville, FL 32246	President/ V.P./Treas.
Millie Smith	7211 Crane Ave., #136 Jacksonville, FL 32246	Secretary

ARTICLE NINE

Subject to the limitations contained in the by-laws, and any

limitations set forth in the Corporations Not for Profit law of Florida concerning corporate action that must be authorized or approved by the members of the corporation, by-laws of this corporation may be made, altered, rescinded, added to, or new by-laws may be adopted, either by a resolution of the board of trustees or by following the procedure set forth therefor in the by-laws.

ARTICLE TEN

The property of this corporation is irrevocably dedicated to religious purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

ARTICLE ELEVEN

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a non-profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1985, or corresponding provisions of any subsequent federal tax laws.

ARTICLE TWELVE

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of trustees and presented to a quorum of members for their vote. Amendments may be adopted by the vote of two-thirds of a quorum of members of the corporation.

The undersigned, being the incorporators of this corporation, and the persons herein named as the subscribers of this corporation, for the purpose of forming this non-profit charitable corporation under the laws of Florida, have executed these articles of incorporation on the 16th day of February, 1995.

WITNESSES:

INCORPORATOR:

Jeanne K. Litton
Lisa Ziegler

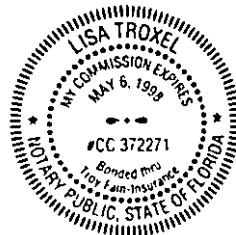
Robin F. Taylor
Robin F. Taylor

STATE OF FLORIDA
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgements, personally appeared ROBIN F. TAYLOR, to me known to be the person described in and who executed the foregoing instrument and she acknowledged before me that she executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 16th day of February, 1995.

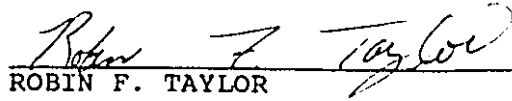
Lisa Ziegler
Notary Public, State of Florida
My Commission Expires:
SEAL



INITIAL REGISTERED AGENT OF
HIGH PRAISE FAMILY WORSHIP CENTER, INC.

The address of the initial registered agent of the corporation is 6180 Ft. Caroline Road, Units 1 and 2, Jacksonville, Florida 32277, and the name of its initial registered agent at such address is Robin F. Taylor.

By her signature below, Robin F. Taylor accepts designation as registered agent of High Praise Family Worship Center, Inc.


ROBIN F. TAYLOR