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Foster, Foster & Heffling

PROFESSIONAL ASSOCIATION
1807 PALM BEACH LAKES BOULEVARD
CROSSROADS SUITE 210
WEST PALM BEACH, FLORIDA 33409

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JOHN D. HEFFLING
ROBERT MCK FOSTER
OF COUNSEL

(407) 471-0800
TELECOMMER (407) 478-0224

CABLE ADDRESS "LAWYERS"
ROBERT M. FOSTER (1803-1000)

May 3, 1995

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

000001480180
-05/03/95--01026--017
*****70.00 *****70.00

RE: Grace Chapel of The Palm Beaches, Inc.

Dear Sir or Madame:

Enclosed please find two (2) original Articles of Incorporation, along with a check in the amount of \$70.00. We do not require a certified copy.

Please send back a stamped original of the Articles for our records.

Should you have any questions, please contact this office.

Very truly yours,

Lisa Bogatin

(Mrs.) Lisa Bogatin
Secretary to John Fenn Foster, Esq.

/lb

Enclosure

RECEIVED
MAY 10 1995
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
GRACE CHAPEL OF THE PALM BEACHES, INC.**

FILED
MAR 10 1963
CLERK OF THE COURT
PALM BEACHES, FLORIDA

ARTICLE ONE

NAME

The name of the Corporation is Grace Chapel of the Palm Beaches, Inc.

ARTICLE TWO

DURATION

The term of existence of the Corporation is perpetual and the corporate existence will commence on the filing of these articles by the Department of State, State of Florida.

ARTICLE THREE

CORPORATE OFFICE

The address of the Corporation and principal office shall be 3937 Holly Drive, Palm Beach Gardens, FL 33410.

ARTICLE FOUR

PURPOSE

The primary purposes for which the Corporation is organized are the salvation and discipleship of individuals through the atoning grace of Jesus Christ as Savior and Lord, and to disseminate the Gospel of Jesus Christ through preaching and teaching as a church.

Said corporation is organized exclusively for charitable, religious, educational or scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or 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, trustees, 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 Article Four hereof. 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. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and said Regulations as they now exist or as they may hereafter be amended.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding

section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE FIVE

TRUSTEES

There shall be at least three (3) members of the initial Board of Trustees of the Corporation. The method of election shall be as stated in the bylaws. The name and address of the persons who are to serve as Trustees until the first election thereof are as follows:

Name	Address
Mike Tobey	1984 Juno Isles Blvd. North Palm Beach, FL 33408
Carolyn Foster	123 1st Way West Palm Beach, FL 33407
Tim Cory	165 Wandering Trail Jupiter, FL 33458

ARTICLE SIX

REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation shall be located at Suite 219, 1897 Palm Beach Lakes Blvd., West Palm Beach, FL 33409. The initial registered agent of the corporation at that address shall be John Fenn Foster.

ARTICLE SEVEN

MEMBERS

The corporation shall have members as set forth in the bylaws.

ARTICLE EIGHT

INCORPORATORS

The names and residence addresses of the subscribers of these Articles of Incorporation are:

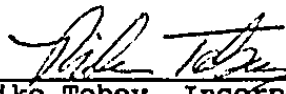
Name	Address
Mike Tobey	1984 Juno Isles Blvd. North Palm Beach, FL 33408
April Tobey	1984 Juno Isles Blvd. North Palm Beach, FL 33408

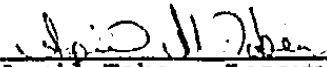
ARTICLE NINE

AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be altered, amended or repealed during any annual meeting or any other special meeting called by an director in the following manner: by a unanimous affirmative vote of the Trustees.

IN WITNESS WHEREOF, we have subscribed our names this 4 day of May, 1995.

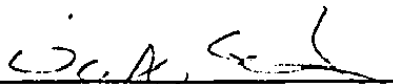

Mike Tobey, Incorporator


April Tobey, Incorporator

STATE OF FLORIDA

COUNTY OF PALM BEACH

On this 4th day of May, 1995, before me, a Notary Public in the aforesaid State and County, personally appeared MIKE TOBEY and APRIL TOBEY, who is personally known to me or who has provided Pass Knowledge as I.D. and who executed the foregoing instrument and who acknowledged that he executed the same freely.


Notary Public
Printed Name: _____

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VICKI S. WHITE

My Commission # CC 391357

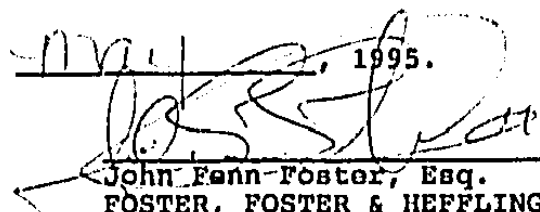
Expires: July 11, 1998

Bonded thru General Insurance Underwriters

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent of GRACE CHAPEL OF THE PALM BEACHES, INC., which is contained in the foregoing Articles of Incorporation.

Dated this 5th day of May, 1995.


John Fann-Foster, Esq.
FOSTER, FOSTER & HEFFLING, P.A.
1897 Palm Beach Lakes Blvd.
Suite 219
West Palm Beach, FL 33409

FILED
MAY 10 AM 8:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA