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DOCUMENT TYPE: FLORIDA NON-PROFIT CORPORATION

NAME: CHURCH OF GOD IS MY VICTORY, INC.

FAX AUDIT NUMBER: H95000005233

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FLORIDA DEPARTMENT OF STATE
Sandra D. Morham
Secretary of State

May 23, 1993

EMPHRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: CHURCH OF GOD IS MY VICTORY, INC.
A/K/A L'EGLISE DE DIEU EST MA VICTOIRE
RRF: H93000010106

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Loria Poole
Corporate Specialist

FAX Aud. #: H93000005233
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Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

(1)

ARTICLES OF INCORPORATION
OFL'EGLISE DE DIEU EST MA VICTOIRE
English Translation: CHURCH OF GOD IS MY VICTORY, INC.

The undersigned, acting as incorporators of a corporation under the Not for Profit Corporation Act of the State of Florida, adopt the following articles of incorporation for such corporation:

ARTICLE I

The name of the corporation, hereinafter referred to as the "Corporation" is L'EGLISE DE DIEU EST MA VICTOIRE, English Translation: CHURCH OF GOD IS MY VICTORY, INC.

ARTICLE II

The period of duration of the Corporation is perpetual.

ARTICLE III

The Corporation is organized exclusively for charitable, religious, educational, and 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. The Corporation may receive and administer funds for scientific, religious, educational, and charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 and to that end, the Corporation is empowered to hold any property, or any undivided interest therein, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-Laws of the Corporation, or any applicable laws, to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Not-for-Profit Corporation Law.

No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes, and no

Myron G. Greenspan
MYRON G. GREENSPAN, ESQUIRE FLA BAR NO: 031654
3590 Biscayne Boulevard #401.
Miami, FL 33137 (305) 576-1477

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Corporation affecting one or more of its purposes, and no member, trustee, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. 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 any candidate for public office.

Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to one or more charitable, religious, scientific, testing for public safety, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended, or 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 Court of Common Pleas 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 IV

The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, 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 of 1954, or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not retain any excess business holdings as defined in Section 4943(a) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

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The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, 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 of 1954, or corresponding provisions of any subsequent federal tax laws.

Notwithstanding any other provision of these Articles, the

Corporation shall not carry on any activities not permitted by any organization exempt under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as they now exist or as they may be hereafter amended.

ARTICLE V

The qualifications for members and the manner of their admissions shall be regulated by the by-laws.

ARTICLE VI

The initial street address in the State of Florida of the initial registered office of the Corporation is 3550 Biscayne Boulevard, Suite 401, Miami, Florida 33137, and the name of the initial registered agent at such address is MELVYN G. GREENSPAN.

ARTICLE VII

The territory in which the operations of the Corporation are principally to be conducted is the United States of America and its territories and possessions, but the operations of the Corporation shall not be limited to such territory.

ARTICLE VIII

The initial board of directors shall consist of at least three (3) members who need be residents of the State of Florida.

ARTICLE IX

The names and addresses of the person who shall serve as a director until the first annual meeting of members, or until their successors shall have been elected and qualified, are as follows:

Cnou Andre	Clementine Andre	Agnfau Boriziel
1458 NE 118 Terrace	1458 NE 118 Terrace	1458 NE 118 Terr.
Miami, FL 33138	Miami, FL 33138	Miami, FL 33138

ARTICLE X

The names and addresses of the initial incorporators are as follows:

Cnou Andre
1458 NE 118 Terrace

Miami, FL 33138

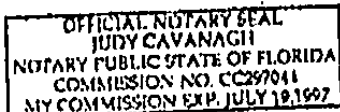
IN WITNESS WHEREOF, the undersigned has made and
subscribed to these Articles of Incorporation at Miami,
Dade County, Florida, on this 10th day of May, 1996.

Enou Andre
ENOUE ANDRE

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this
10th day of May, 1996.

(SEAL)



Judy Cavanagh
Notary Public
State of Florida
My Commission Expires:

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned authority, this ¹⁶ day ^{May} personally appeared MELVYN GREENSPAN, who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct and that he has executed the same for the purpose expressed therein.

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

(SEAL)

OFFICIAL NOTARY SEAL
JUDY CAVANAGH
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC217011
MY COMMISSION EXP. JULY 19, 1997

Judy Cavanagh
Notary Public
State of Florida
My Commission Expires: _____

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**CERTIFICATE DESIGNATING REGISTERED AGENT FOR THE
SERVICE OF PROCESS IN THIS STATE**

The following is submitted in compliance with law.

L'EGLISE DE DIEU EST MA VICTOIRE, English translation:
CHURCH OF GOD IS MY VICTORY, INC., a not-for-profit
corporation organizing under the laws of the State of Florida
with its principal office located at 7178 NW Sixth Court, Miami
Florida, hereby designates MELVYN GREENSPAHN, ESQ., 3850
Biscayne Boulevard, Suite 401, Miami, Florida 3313, as its
agent at that address to accept service of process within this state.

ACCEPTANCE

I agree as Registered Agent to accept service of process;
to keep the office open during prescribed hours; to put my name
(and any other officers of said corporation authorized to accept
service of process at the above designated Florida address) in
some conspicuous place in the office as required by law.

Melvyn L. Greenspahn
MELVYN GREENSPAHN