

7795000002937

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

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JP 6/20/95

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	_____	_____	_____
TIME	_____	_____	CK No. _____
BY	<i>AAK</i>	_____	_____

WALK-IN Will Pick Up *6:20 1200*

RE: 2400 Ministry Inc

95 JUN 20 11 3 46

DIVISION OF CORPORATION	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™	_____	_____
<input checked="" type="checkbox"/> Art. of Inc. Filing	_____	_____
Corp. Record Search	_____	_____
Ltd. Partnership Filing	_____	_____
<input checked="" type="checkbox"/> Foreign Corp. Filing	_____	_____
<input checked="" type="checkbox"/> (✓) Cert. Copy(s)	_____	_____
Art. of Amend. Filing	_____	_____
Dissolution/Withdrawal	_____	_____
C U S-	_____	_____
Fictitious Name Filing	_____	_____
Name Reservation	_____	_____
Annual Report/Reinstatement	_____	_____
Reg. Agent Service	_____	_____
Document Filing	_____	_____
Corporate Kit	_____	_____
Vehicle Search	_____	_____
Driving Record	_____	_____
Document Retrieval	_____	_____
UCC 1 or 3 File	_____	_____
UCC 11 Search	_____	_____
UCC 11 Retrieval	_____	_____
File No.'s, Copies	_____	_____
Courier Service	_____	_____
Shipping/Handling	_____	_____
Phone ()	_____	_____
Top Priority	_____	_____
Express Mail Prop.	_____	_____
FAX () pgs.	_____	_____
SUBTOTALS	_____	_____

800001517268
 -06/20/95-01016-004
 *****70.00 *****70.00

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____
	\$ _____

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION

OF

Z416 MINISTRY, INC.

(Under Chapter 617 of the Florida Not For Profit Corporation Act)

The undersigned acting as incorporator of a corporation under the Florida Not For Profit Corporation Act, hereby adopts the following Articles of Incorporation of such corporation.

ARTICLE ONE

The name of the Corporation is Z416 MINISTRY, INC., (hereinafter the "Corporation").

ARTICLE TWO

The term of existence of the Corporation is perpetual.

ARTICLE THREE

The Corporation is organized exclusively for one or more of the following purposes:

1. Religious, charitable, scientific, testing for public safety, literary, or educational purposes, or to foster national or international amateur sports competition (but only if no part of its activities involve the provisions of athletic facilities or equipment), or for the prevention of cruelty to children or animals, as specified in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), and shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Code.

2. To apply the income, and if the Corporation so decides, the principal, of such property as the Corporation may from time to time possess, in aid of the prior enumerated purposes, including the giving of such income and principal to any other domestic or foreign charitable corporation, association, organization or trust; provided, however, that any such domestic or foreign corporation, association or trust is organized and operated exclusively for charitable, religious, education, humanitarian or scientific purposes within the meaning of Code Section 501(c)(3) or to corresponding provisions of any subsequent Federal tax law.

In furtherance of the above enumerated purposes and functions, the Corporation may engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

With respect to all of the foregoing purposes, however, the Corporation shall be subject to the following limitations and restrictions:

(a) The Corporation shall not be operated for pecuniary profit or financial gain and no part of the net earnings of the Corporation shall inure to the benefit of any director or officer of the Corporation, or any other individual (except that reasonable compensation may be paid for services rendered to or for the Corporation), nor shall any of such net earnings be used otherwise than for charitable, religious, educational, humanitarian or scientific purposes, nor shall any part of the activities of the Corporation consist of carrying on propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office.

(b) Upon the liquidation or dissolution of the Corporation or the winding up of its affairs, whether voluntary, involuntary or by operation of law, no director or officer of the Corporation or any other individual shall be entitled to any distribution or division of its remaining property or the proceeds of the same, and the balance of all money and other property received by the Corporation from any source, including its operations, after the payment of all debts and obligations of the Corporation of whatever kind and nature, shall be distributed to an organization or organizations which are exempt from Federal income tax under Code Section 501(c)(3), and the purposes of

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which are in harmony with the general purposes set forth in this Article THREE of these Articles.

(c) The Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Code Section 501(c)(3) or by an organization contributions to which are deductible under Code Section 170(c)(2).

(d) For any period in which the Corporation is a private foundation within the meaning of Code Section 509(a), the Corporation shall also be subject to the following additional limitations:

(1) The Corporation shall not engage in any act of self-dealing which is subject to tax under Code Section 4941.

(2) The Corporation shall distribute such amounts for each taxable year at such time and in such manner as not to subject the Corporation to tax on undistributed income under Code Section 4942.

(3) The Corporation shall not retain any excess business holdings which are subject to tax under Code Section 4943.

(4) The Corporation shall not make any investments which would jeopardize the carrying out of any of its exempt purposes as to subject the Corporation to tax under Code Section 4944.

(5) The Corporation shall not make any expenditures which are subject to tax under Code Section 4945.

(e) The Corporation shall have and may exercise all powers necessary or convenient to effect, or which are conducive to the attainment of, any or all of the foregoing purposes, subject to such limitations as are provided by law.

ARTICLE FOUR

The street address of the initial principal office of the Corporation is 400 S.W. 2nd Avenue, Suite 102, Boca Raton, Florida 33432. The initial mailing address of the Corporation is 400 S.W. 2nd Avenue, Suite 102, Boca Raton, Florida 33432.

ARTICLE FIVE

There shall be three (3) members of the Initial Board of Directors of the Corporation. The number of directors may be increased or decreased from time to time by the Board of Directors but the number of directors shall never be less than three (3). The names and addresses of the Initial directors of the Corporation until the first annual meeting of the Board of Directors are as follows:

1. ROBERT E. MULLER
227 Key Palm Road
Boca Raton, Florida 33432
2. ROBERT TINARI
150 N.W. 7th Court
Boca Raton, Florida 33486
3. FLORENCE L. MULLER
227 Key Palm Road
Boca Raton, Florida 33432

The election of the Directors of the Corporation need not be by written ballot unless the By-Laws of the Corporation otherwise provide.

ARTICLE SIX

ROBERT E. MULLER is designated as the initial registered agent of the Corporation upon whom process against the Corporation may be served. The street address of the Corporation's initial registered office and the initial resident agent of the Corporation is Robert E. Muller, 400 S.W. 2nd Avenue, Suite 102, Boca Raton, Florida 33432.

ARTICLE SEVEN

The Corporation is a non-stock corporation and shall have no authority to issue any capital stock. The conditions of membership in the Corporation shall be stated in the By-Laws of the Corporation.

ARTICLE EIGHT

The By-Laws of the Corporation are to be made, altered, or rescinded as provided therein.

ARTICLE NINE

These Articles of Incorporation may be amended by the act of the Directors of the Corporation. Such amendments may be proposed and adopted in the manner provided in the By-Laws of the Corporation.


ARTICLE TEN

The Corporation shall, to the fullest extent permitted by the provisions of the Business Corporation Law of Florida, as now or hereafter in effect, indemnify all persons whom it may indemnify under such provisions. The indemnification provided by this Article shall not limit or exclude any rights, indemnities or limitations of liabilities to which any person may be entitled, whether as a matter of law, under the By-Laws of the Corporation, by agreement, vote of the members of disinterested Directors of the Corporation or otherwise.

ARTICLE ELEVEN

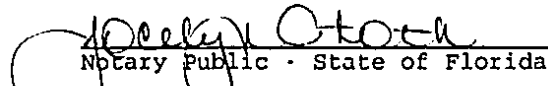
The name and address of the incorporator is Robert E. Muller, 227 Key Palm Road, Boca Raton, Florida 33432.

WITNESS the hand and seal of said incorporator this 19 day of June, 1995.


ROBERT E. MULLER

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

Sworn to and subscribed before me this 19 day of June, 1995 by
ROBERT E. MULLER.


Notary Public - State of Florida
Personally Known ✓ OR Produced Identification _____
Type of Identification Produced _____



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

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In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act: That 24:6 MINISTRY, INC., desiring to organize under the laws of the State of Florida with its principal office in the County of Palm Beach, State of Florida, has named Robert E. Muller, 400 S.W. 2nd Avenue, Suite 102, Boca Raton, Florida 33432, as its agent to accept service of process within this State.

Having been named to accept service of process for the above stated corporation, at a place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



ROBERT E. MULLER

(Resident Agent)