

196000000237

CAPITAL CONNECTION, INC.
 417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
 (904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

Angel Christian
 Television Trust, Inc

700002247487-1
 -07/25/97-01002-017
 *****87.50 *****87.50

Art of Inc. File Amended
 LTD Partnership File 8
 Foreign Corp. File Restated
 L.C. File Articles
 Fictitious Name File _____
 Name Reservation _____
 Merger File _____
 Art. of Amend. File _____
 RA Resignation _____
 Dissolution / Withdrawal _____
 Annual Report / Reinstatement _____
 Cert. Copy _____
 Photo Copy _____
 Certificate of Good Standing _____
 Certificate of Status _____
 Certificate of Fictitious Name _____
 Corp Record Search _____
 Officer Search _____
 Fictitious Search _____
 Fictitious Owner Search _____
 Vehicle Search _____
 Driving Record _____
 UCC 1 or 3 File _____
 UCC 11 Search _____
 UCC 11 Retrieval _____
 Courier _____

Name	
Availability	7/25/97
Document	
Examined	DOU
Updated	DOU
Update	
Verifier	DOU
Acknowledgment	DOU
W.P. Verifier	DOU

Signature _____

Requested by: CBB 7.25 9:15
 Name _____ Date _____ Time _____
 Walk-In _____ Will Pick Up _____

FILED
 97 JUL 25 PM 12:46
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

RECEIVED
 97 JUL 25 AM 9:33
 DIVISION OF CORPORATION

SECOND AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
ANGEL CHRISTIAN TELEVISION TRUST, INC.
A CORPORATION NOT FOR PROFIT

FILED
97 JUL 25 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following amended and restated Articles were duly adopted by the Board of Directors on February 5, 1996. No members were entitled to vote. The following Articles have been amended: Articles II, III and V.

ARTICLE I - NAME

The name of this corporation is ANGEL CHRISTIAN TELEVISION TRUST, INC., with its principal place of business located at 405 Douglas Avenue, Suite 1855 D, Altamonte Springs, Florida 32715

ARTICLE II - PURPOSE

The general nature, object and purpose of this corporation is as follows:

A. Said 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 the corresponding section of any future federal tax code.

B. Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) an organization exempt from Federal Income Tax under Section 501 (c)(3) of the Internal Revenue Code of 1954 or the corresponding provisions 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 the corresponding section of any future federal tax code.

ARTICLE III - MEMBERSHIP

A. The members of the corporation shall be all members in good standing, at any given time of ANGEL CHRISTIAN TELEVISION TRUST, INC., provided, however, that neither the incorporator nor the members of the corporation shall have any vested right, interest, or privilege of, in or to the assets, functions, affairs, or franchises of this corporation or any right, interest or privilege which may be inheritable or which shall continue after membership ceases in the aforementioned corporation.

B. 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 II 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.

ARTICLE IV - MEMBERSHIP AND THE MANNER OF ADMISSION

The qualifications for members and the manner of their admission are stated in and regulated by the Bylaws.

ARTICLE V - TERM

This corporation shall exist perpetually or until dissolved by due process of law, commencing January 11, 1996. 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 the 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 a court of competent jurisdiction 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 VI - SUBSCRIBER

The name and place of residence of the original incorporator and subscriber to these Articles of Incorporation is as follows:

Richard Fleming
P.O. Box 60777
Orlando, FL 32860

ARTICLE VII - INITIAL OFFICERS AND DIRECTORS

The name and residence address of the officers and directors who are to manage all the affairs of the corporation which they respectively hold until their successors are elected and qualified is as follows:

Rory Alec Perrins
The Coppins
Coppertree Court
Loose, Maidstone
Kent United Kingdom

President

Wendy Jean Perrins
The Coppins
Coppertree Court
Loose, Maidstone
Kent United Kingdom

Vice President

Richard Fleming
P.O. Box 60777
Orlando, FL 32860

Secretary/Treasurer

R. A.

ARTICLE IX - BYLAWS

The Bylaws of this corporation are to be made, altered or rescinded by a majority of the qualified members present and voting at a properly called business meeting of the corporation.

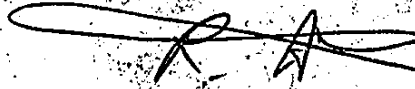
ARTICLE X - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment must first be approved by the official Board of Directors.

ARTICLE XI - REGISTERED AGENT AND REGISTERED OFFICE

The name of the initial Registered Agent and registered office of this corporation not for profit shall be Stephen W. Beik, Stephen W. Beik, P.A., 1101 N. Lake Destiny Drive, Suite 130, Maitland, Florida 32751.

IN WITNESS WHEREOF the undersigned subscriber/incorporator has executed
these Articles of Incorporation this 22nd day of July, 1997



Richard Fleming
Secretary/Treasurer

COUNTRY OF ENGLAND
PROVINCE OF SUNDERLAND - TYNE & WEAR

BEFORE ME, the undersigned authority, personally appeared Richard Fleming ()
who is personally known to me ~~or () who has produced~~ 23
identification, and who executed the foregoing Second Amended Articles of Incorporation
and acknowledged before me that he executed the same for the purpose expressed therein.

Sworn to and subscribed before me this 22nd day of July,
1997, in the country aforesaid.



NOTARY PUBLIC DOES NOT
MY COMMISSION EXPIRES

MARTIN C. SHAW
NOTARY PUBLIC
57 JOHN STREET
SUNDERLAND
ENGLAND

