

N960000000786

BENNIE E. STOKES
8450 Hwy 97
Walnut Hill, Florida 32568

EFFECTIVE DATE

2/06/96

February 6, 1996

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

To Whom It May Concern:

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****122.50 ****122.50

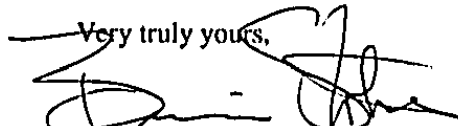
Enclosed is a check for \$122.50 and two notarized copies of the Articles of Incorporation for Christian Education Network, Inc. (CEN).

We have been informed that this corporate name is available and we are not aware of any other entity using this name in the State of Florida.

Please process this information and return the necessary materials to me at the above address.

Thank you for your assistance in this matter.

Very truly yours,


Bennie E. Stokes

FILED
96 FEB 12 AM 9:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SAS
2/15/96

EFFECTIVE DATE
2/6/96

ARTICLES OF INCORPORATION

OF

CHRISTIAN EDUCATION NETWORK, INC.

(CEN)

(A Not For Profit Corporation)

FILED

96 FEB 12 AM 9:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these articles of incorporation, each a natural person competent to contract, hereby associates themselves together to form a Non-Profit Corporation under the Non-Profit Corporation law of the State of Florida, and does hereby certify:

ARTICLE I

The name of the corporation shall be the Christian Education Network, Inc. (hereinafter referred to as the Corporation).

ARTICLE II

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 the corresponding section of any future federal tax code.

The general nature of the business to be transacted by the Corporation is to engage in the transaction of any and all lawful business for which corporation may be incorporated under the laws of the State of Florida, including:

To buy, sell, build, contract, equip, repair, maintain, improve, lease and let lands, dwellings, buildings, stores, warehouses, and other lands or buildings necessary, proper or convenient for corporate purposes and for general sale.

To make, buy, sell, purchase, assign, hypothecate and otherwise deal in notes, mortgages, bonds and other evidences of indebtedness secured and unsecured, guaranteed, insured or of conventional type.

To manufacture, purchase or otherwise acquire, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, to invest, trade, deal in and deal with goods, wares and merchandise and real and personal property of every class and description.

To acquire, and pay for in cash, stock, good will, rights, assets and property, and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation.

To borrow money and contract debts when necessary for the transaction of its business or for the exercise of the corporate rights, privileges, or franchise or for any other lawful purposes of its incorporation; to issue promissory notes, bills of exchange, and other obligations and evidence of indebtedness, payable at a specified time or times, or payable upon the happening of a specified event or events, whether secured by mortgage, pledge or otherwise, or unsecured, for money borrowed or in payment for property purchased or acquired or any other lawful objects.

In any manner to acquire, enjoy, utilize and dispose of patents, copyrights and trademarks and any licenses or other rights or interests therein and thereunder.

To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of shares of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation or corporations organized under the laws of this State or any other state or government, and while the owners of such stock to exercise all the rights, powers, and privileges of ownership, including the right to vote thereon.

To conduct business, have one or more offices and hold, purchase, mortgage and convey real and personal property in the State of Florida and in any of the several states, territories, possessions and dependencies of the United States, the District of Columbia and in foreign countries.

To do all and everything necessary and proper for the accomplishment of the objects enumerated in these Articles of Incorporation or any amendment thereto or necessary or incidental to the protection and benefit of this Corporation, and in general to carry on any lawful business necessary or incidental to the attainment of the objects of this Corporation, whether or not such business is similar in nature to the objects set forth in these Articles of Incorporation, or any amendment thereto, and to do any or all of the things hereinbefore set forth to the same extent as natural persons might or could do.

To engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

The foregoing clauses shall be constructed both as objects and powers, and shall be in addition to those powers granted by statute; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this Corporation or the nature of business or businesses to be transacted or engaged in by said Corporation, but shall be in addition to the business or businesses authorized to be conducted by the Corporation under the laws of the State of Florida.

ARTICLE III

This Corporation shall exist perpetually and the existence shall cease only upon its lawful dissolution.

ARTICLE IV

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

ARTICLE V

The address of its initial principal office of the Corporation is: 8450 Hy 97, Walnut Hill, Florida 32568.

The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VI

The number of directors constituting the Initial Board of Directors is five (5) and the name and street address of the persons who are to serve as directors until the first meeting of the members, or until their successors are elected and qualified, is as follows:

Bennie E. Stokes
8450 Hy 97
Walnut Hill, Florida 32568

John W. Lee
5820 Rockaway Creek Road
Walnut Hill, Florida 32568

William B. Toomey
P.O. Box 1401
Atmore, Alabama 36502

Billy W. Harrison
8611 Hy 97A
Walnut Hill, Florida 32568

Marty C. Jones
3760 Ashcraft Road
Century, Florida 32535

ARTICLE VII

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 VIII

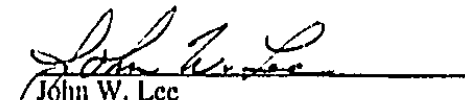
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the members, and approved at a members meeting by a majority of the members present and entitled to vote thereon, unless all the directors sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.


ARTICLE IX

Corporate existence shall begin on the date that this subscription is executed.

IN WITNESS WHEREOF, we have hereunto subscribed our names this 6th day of February, 1996.


Bennie Stokes


John W. Lee


William B. Toomey


Billy W. Harrison


Marty C. Jones

STATE OF FLORIDA

COUNTY OF ESCAMBIA

I, the undersigned, a Notary Public, do hereby certify that on this, the 6 day of February, 1996, ~~personally appeared before me Bennie E. Stokes, John W. Lee, William B. Toomey, Billy W. Harrison and Marty C. Jones, who produced drivers licenses or is personally known to me and who being by me duly sworn, declared that they are the persons who signed the foregoing instrument as incorporators, and that the statements therein are true and correct.~~


NOTARY PUBLIC IN AND FOR THE
STATE OF FLORIDA

Brenda Gail Thompson
PRINTED NAME OF NOTARY

May 18, 1996
DATE MY COMMISSION EXPIRES

BRENDA GAIL THOMPSON
"Notary Public—State of Florida"
My Commission Expires May 18, 1996
CC 201925

CHRISTIAN EDUCATION NETWORK, INC.
(CEN)
(A Not For Profit Corporation)
8450 Hy 97
Walnut Hill, Florida 32568

February 6, 1996

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

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, That the Christian Education Network, Inc. (CEN), a not for profit corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the town of Walnut Hill, County of Escambia, State of Florida has named Bennie E. Stokes, located at 8450 Hy 97, Town of Walnut Hill, County of Escambia, State of Florida, 32568, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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

By: _____

Bennie E. Stokes
(Resident Agent)

FILED
96 FEB 12 AM 9:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA