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February 13, 1996

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TALLAHASSEE, FLORIDA

Division of Corporations.
Department of State
P. O. Box 6327
Tallahassee, FL 32301

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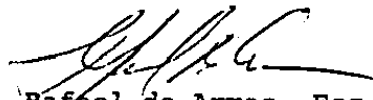
In Re: SILOE HAITIAN BAPTIST CHURCH, INC.
Our File: 96460

Dear Sirs:

Please enclosed find the Articles of Incorporation for the above captioned subject together with one copy thereof and our firm check for \$122.50.

Thank you for your prompt handling of this matter.

Sincerely,


Rafael de Armas, Esq.

RDA:adi

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ARTICLES OF INCORPORATION OF
SILOE HAITIAN BAPTIST CHURCH, INC.
A FLORIDA CORPORATION

WHEREAS, it is deemed to be desirable and in the best interests of this Corporation and its shareholders that it be incorporated pursuant to the Florida Non Profit Corporation Act, Chapter 617; now, therefore, be it:

RESOLVED, that a certified copy of the original Articles of Incorporation for such corporation be attached hereto and that the following Articles of Incorporation for such corporation be hereby adopted as follows:

The undersigned, acting as incorporators of a Florida corporation under the Florida Non Profit Corporation Act, Chapter 617, adopt the following Articles of Incorporation for such corporation:

ARTICLE I. NAME

The name of the corporation is SILOE HAITIAN BAPTIST CHURCH, INC.

ARTICLE II. DURATION

The corporation shall have perpetual existence. The corporate existence will commence on the filing of these articles by the Department of State

ARTICLE III. PURPOSE

The corporation is organized in order to provide religious worship and instruction, churches, schools, missions, pastoriums, and other institutions connected therewith of a religious, educational, charitable and benevolent character to the end that people may be generally instructed and guided concerning these articles of faith which are most surely held among evangelical churches and to advance spiritual growth and enlightenment, moral and personal purity among people; to promote home and foreign missions; and to aid in the spread of the Gospel of JESUS CHRIST. All within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States internal revenue law. Notwithstanding any other provisions of these articles, this organization 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 Internal Revenue Code of 1986 or the corresponding provision of any future United States internal revenue law.

ARTICLE IV. INITIAL BOARD OF DIRECTORS

There shall be three members of the initial board of directors of the Corporation. The names and addresses of the persons who are to serve as Directors until the first election thereof are as follows:

MICHEL MERZIER

Address: 5815 East Osborne Ave., Tampa, FL 33610.

PROSPER SEXIL

Home Address: 919 Gomillion Ct., Apt. C, Tampa, FL 33605.

LOVY SEXIL

Address: 10015 North 11th Street, Tampa, FL 33612

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address, which is the same as the mailing address, of the initial principal registered office of the corporation is: 5815 East Osborne Ave., Tampa, FL 33610.

and the name of the initial registered agent of the corporation at that address is:

MICHEL MERZIER

ARTICLE VI. INCORPORATORS

The names and residence addresses of the subscribers of these Articles of Incorporation are the same as those in Article IV above.

ARTICLE VII. CONDUCT OF CORPORATE AFFAIRS

The conduct of the affairs of the Corporation will be limited as outlined in the By-laws of the corporation. The powers of the Corporation are to be regulated as outlined in the By-laws of the Corporation. The manner in which directors are elected or appointed will be as provided in the By-laws of the Corporation.

ARTICLE VIII. DISSOLUTION OF CORPORATE AFFAIRS

Upon dissolution of the Corporation, assets of the corporation 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 provisions of any future federal tax code, or shall be distributed to the federal government, or to 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.

Upon dissolution of the Corporation, the Board of Directors, shall, after paying or making provisions for the payment of all liabilities of the Corporation, dispose of all of the assets of the corporation exclusively for the purpose of the corporation in such a manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes, and shall at that time qualify as an exempt organization or organizations under section 501(c)3 of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law). The Board of Directors shall determine that assets not 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 purpose or purposes or to such organization or organizations, as said court shall determine are organized and operated exclusively for the purposes aforementioned. There are no conflicts before this paragraph and the preceding one. However, if there were any conflicts real or perceived the first paragraph is controlling.

ARTICLE IX. QUALIFICATIONS FOR MEMBERSHIP

The qualifications for membership to the Board of Directors are stated in the By-law.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 7th day of February, 1996.

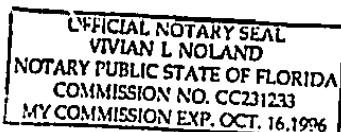
Michael Merz
Incorporator

Frederick Sevil
Incorporator

Harry Sevil
Incorporator

Vivian L. Noland

STATE OF FLORIDA)



)SS:

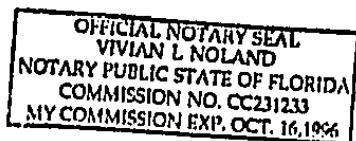
COUNTY OF ORANGE)

BEFORE ME, the undersigned authority, authorized to take acknowledgements in the state and county set forth above, personally appeared:

MICHEL MERZIER, PROSPER SEXIL and LOVY SEXIL

known to me and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal in the state and county aforesaid, this 7th day of February, 1996.



Vivian L. Noland
Notary Public, State of Florida
My commission expires:

The foregoing was adopted in a regular business meeting of the SILOE HAITIAN BAPTIST CHURCH, INC. held on: January 28, 1996.

by a majority affirmative vote of the members present and voting in accordance with the constitution and by-laws of the corporation.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 7th day of February, 1996.

Michel Merzier
President/Incorporator

Prosper Sexil
Secretary/Incorporator

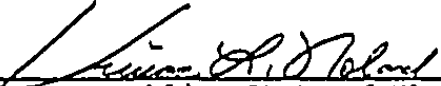
STATE OF FLORIDA)

)SS:

COUNTY OF Hillsborough)

BEFORE ME, the undersigned authority, authorized to take acknowledgements in the state and county set forth above, personally appeared: MICHEL MERZIER, and PROSPER SEXIL, known to me and known by me to be the president and the secretary of SILOE HAITIAN BAPTIST CHURCH, INC., and the persons who executed the foregoing, and they acknowledged before me that they executed it.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal in the state and county aforesaid, this 2nd day of February, 1996.



Notary Public, State of Florida
My commission expires:

OFFICIAL NOTARY SEAL
VIVIAN L. NOLAND
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC231233
MY COMMISSION EXP. OCT. 15, 1996

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

IN PURSUANCE OF Sections 617.013(2)(e) and 607.034(3) Florida Statutes, the following is submitted, in compliance with said Act:

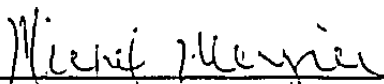
First, that SILOE HAITIAN BAPTIST CHURCH, INC, desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation, at the city of Orlando, county of Orange, State of Florida, has named MICHEL MERZIER, 5815 East Osborne Ave., Tampa, FL 33610, as its agent to accept service of process within this State.

SILOE HAITIAN BAPTIST CHURCH, INC

SILOE HAITIAN BAPTIST CHURCH, INC
By: MICHEL MERZIER
Registered Resident Agent

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the 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


MICHEL MERZIER
Registered Resident Agent

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