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February 23, 1996

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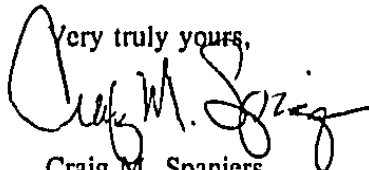
RE: SPIRIT OF WISDOM, INCORPORATED
Our File No.: AC9086

Gentlemen:

Enclosed, for filing, please find the Articles of Incorporation for **SPIRIT OF WISDOM, INCORPORATED**, along with our check in the amount of \$122.50 for filing fee.

Thank you for your assistance and should you have any questions, please do not hesitate to contact me.

With best personal regards, I remain

Very truly yours,

Craig M. Spanjers

CMS/bf
Enclosures

FILED
96 FEB 26 PM 1:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

63 2/28/96

STATE OF FLORIDA

COUNTY OF POLK

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SPIRIT OF WISDOM, INCORPORATED

The undersigned, acting as incorporators of a Corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation shall be: SPIRIT OF WISDOM, INCORPORATED.

The period of the duration of this corporation is perpetual unless dissolved according to law.

ARTICLE II

The principal place of business of this corporation shall be:

4365 Briarwood Circle
Auburndale, Florida 33823

The mailing address of this corporation shall be:

Post Office Box 1094
Winter Haven, Florida 33882

ARTICLE III

The name and the street address of the initial registered agent is:

Resident Agent: Ella M. Lawrence
Resident Office: 4365 Briarwood Circle
City, State, Zip: Auburndale, Florida 33823

ARTICLE IV

The number constituting the initial Board of Trustees (Directors) of the corporation is three or more, and the names and addresses of the persons who are to serve are:

Trustees' Name	Street Address	City	State	Zip
Anthony L. Lawrence	4365 Briarwood Circle	Auburndale	Florida	33823
Ella M. Lawrence	4365 Briarwood Circle	Auburndale	Florida	33823
Linda F. McCormick	307 Dillon Street, SW	Winter Haven	Florida	33880

ARTICLE V

This corporation is organized under a non-stock basis.

ARTICLE VI

The purpose for which the corporation is organized are: to operate exclusively for religious, charitable, educational and distinct ecclesiastical purposes 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 thereto, and such purposes shall include the following:

- (a) Religious.
- (b) To conduct a local church by the direction of the Lord Jesus Christ and under the leadership of the Holy Spirit in accordance with all of the Commandments and provisions as set forth in the Holy Bible, the irrevocable Word of God. Pursuant thereto, the following activities and guidelines shall be established:

- i. A recognized Creed, Code of Doctrine, discipline and form of worship shall be established.
- ii. An ecclesiastical form of government shall be established.
- iii. Ordination of ministers upon completion of the prescribed course of study, designated by this church ministry.
- iv. An organization of ministers shall be established to minister to the congregation of SPIRIT OF WISDOM, INCORPORATED.
- v. Establishment of a congregation membership based upon acceptance of a recognized creed and belief and support of the church.
- vi. Spread the Word of the Gospel through seminars, radio, television, establishment of church literature, and other forms of mass media for the purpose of educating the individual in the Wisdom of God.
- vii. Establishment of various religious services pursuant to the recognized Creed, form of worship, code of doctrine and discipline of the church and the establishment of Sunday Schools and religious Schools for Christians and educational instruction to the young and to the old.
- viii. Establishing a Bible Training School or School of Theology (not considered an accredited educational institution) for the preparation of ministers who minister to SPIRIT OF WISDOM, INCORPORATED.
- (c) Minister the Wisdom of God to the faithful, and all others.
- (d) Promote and encourage, through the ministry of the organization, cooperation with other organizations ministering within the community.

(e) To acquire and hold such property, either real or personal, for church purposes, as may be necessary for its membership and the worship of God.

ARTICLE VII

In accordance with and in addition to the powers conferred by the laws of the State of FLORIDA, the Non-profit Corporation shall have the following powers:

- (a) To receive and accept gifts of money and property and to hold the same for any of the purposes of the Corporation and its work.
- (b) To raise and assist in raising funds for the purposes herein set forth, including the issuance of bonds or other instruments of credit.
- (c) To acquire, own, lease, mortgage and dispose of property, both real and personal.
- (d) To conduct and carry on religious services and instruction through the public media, including electronic broadcasting, AM and FM radio, telecasting, microwave distribution, closed circuit transmission, and cable television.
- (e) To acquire, own and operate such broadcasting and/or telecasting facilities.
- (f) To accept property and donations in trust for religious or charitable purposes.
- (g) To acquire, hold, own, sell, assign, transfer, mortgage, pledge, or otherwise dispose of shares of the capital stock, bonds, obligations or other securities of other corporations, domestic or foreign, as investments or otherwise, in carrying out any of the purposes of the corporation and, while the owner thereof, to exercise all rights, powers and privileges of ownership.

ARTICLE VIII

SPIRIT OF WISDOM, INCORPORATED is not organized for pecuniary gain or profit, nor shall it have any power to issue certificates of stock or declare dividends, and no part of its net earnings shall inure to the benefit of any members, directors, trustees or individuals, except that SPIRIT OF WISDOM, INCORPORATED shall be authorized and empowered to pay and

to be paid a reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article VI hereof. No substantial part of the activities of SPIRIT OF WISDOM, INCORPORATED shall be the carrying on of propaganda or otherwise attempting to influence legislation, and SPIRIT OF WISDOM, INCORPORATED shall not participate in or intervene in (including the publishing or distribution of statements) a political campaign.

Notwithstanding any other provisions of these Articles, SPIRIT OF WISDOM, INCORPORATED shall not carry on any other activities not permitted to be carried on by:

(a) A corporation 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 or,

(b) A corporation, contributions to which are deductible under Sections 170 (c) (2) and 509 (a) (1) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue law.

(c) In the event of the dissolution of this corporation, or in the event it shall cease to carry out the objectives and purposes herein set forth, all of the business, property and assets of the corporation shall go and be distributed to such non-profit corporation qualifying as an organization exempt under the provisions of Sections 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1986, or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or local government for exclusive public purpose, as the directors or trustees of the corporation may select and designate; and in no event shall any of said assets or property, in the event of dissolution thereof, go or be distributed to members, either for the

reimbursement of any sum subscribed, donated or contributed by such members, either for the reimbursement of any sum subscribed, donated or contributed by such members, or for any other such purpose. Any such assets not so disposed of shall be disposed of by the District Court of the County in which the principal office of the corporation is located, exclusively for such purposes, or the organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

Special provisions authorized or permitted by statute to be contained in the Articles of Incorporation are shown as follows:

ARTICLE IX

This corporation is organized pursuant to the provisions of the FLORIDA Non-profit Corporation Code. All trustees of this corporation now in good and regular standing, and such other members as the Board of Trustees shall from time to time admit to membership, shall be members of this corporation.

ARTICLE X

The business and property of the corporation shall be managed by a Board of three or more Trustees (Directors). The present trustees now duly constituted and elected shall constitute the Board of Trustees and they shall hold their offices permanently and so far as may be until other or further election. In the event of the inability of any trustee to act, or in the event of the death of any trustee, the remaining trustees shall elect another trustee, or trustees, to fill the vacancy or vacancies, thus created. Each trustee shall be a member in good standing of the corporation. A new trustee shall be elected by a majority vote and the total trustees, excluding the trustee whose position is being filled by vote.

(a) The trustees in their collective capacity shall be known as the Board of Trustees and under that name shall constitute the governing body, and shall conduct and transact all business of the corporation.

(b) The trustees shall have power and authority to hold an annual meeting of the Board of Trustees and may likewise hold special meetings as may be determined by the Board of Trustees. The annual meeting, if and when held, shall be held at the offices of the corporation in Auburndale, Florida on the first Monday of February in each year at the hour of 7:00 P.M. of such day, or as soon thereafter in each year as is possible for the trustees to call such meeting; and any special meetings may be held at such time as the trustees may determine, and all meetings shall be held at the offices of the corporation in Auburndale, Florida.

(c) The qualifications for members are: There shall be but one class of membership in this corporation. Membership in this corporation may be obtained by natural persons of all races, creeds and colors, who shall publicly profess belief in Jesus Christ as their personal Saviour, and who shall further profess their belief in the purposes of this organization as set forth herein above, and who shall thereafter be accepted into membership in such manner as provided by the Board of Trustees of this corporation. The subscribers to these Articles of Incorporation and the initial Directors of this corporation shall be and constitute the initial members of this corporation. Any amendments to the Articles of Incorporation may be made only by the Board of Trustees. Likewise, the By-laws may be made, altered or rescinded only by the Board of Trustees of this corporation, having received the vote of a majority of the Board of Trustees in office.

(d) The Board of Trustees shall have authority and power, which is hereby given, to

provide suitable and proper means and religious ceremony and required tests and qualifications for entrance into the ministry of the church, hereby being established and organized and by and through the means as established and administered that any and all applicants may be inducted into the ministry thereby license, commission or full ordination with all church authority possible for any church or ecclesiastical body to be given or to possess or to administer, giving therein authority to administer all sacred services of ecclesiastical bodies and to include all sacred and sacramental services, and to further include the marriage services and together with the sacred services of baptism.

(e) The Board of Trustees shall have the authority and power, which is hereby given, to establish, institute, operate and maintain any and all such additional departments, associations, institutions, schools, mission stations, programs, and/or any and all such other vehicles as may be deemed appropriate and advisable by said Board of Trustees for the propagation of the Gospel and Christian and religious worship and where within the United States of America and/or in any other country.

(f) The Board of Trustees of SPIRIT OF WISDOM, INCORPORATED shall have the power and authority which is hereby given, to negotiate or designate agents to negotiate all of the business transactions, all receipts and all disbursements, for any such additional departments, associations, institutions, schools, mission stations, programs, and/or any and all such other vehicles established or instituted by this corporation.

(g) A majority of the trustees shall constitute a quorum for the transaction by the Board of Trustees of any and all business, in accordance with the laws of the State of FLORIDA.

ARTICLE XI

The manner in which the directors or trustees of the corporation shall be elected or appointed shall be governed by the provisions of the By-laws of the corporation.

The corporation shall be a sovereign body, and the regulation of the internal affairs of the corporation shall be governed by the provisions of the By-laws of the corporation.

CONFORMED COPY STATEMENT

Name: SPIRIT OF WISDOM, INCORPORATED
Address: Post Office Box 1094
City: Winter Haven State: Florida Zip: 33882

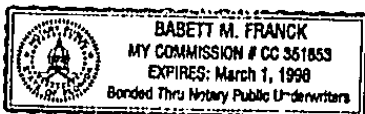
The attached ARTICLES OF INCORPORATION of SPIRIT OF WISDOM, INCORPORATED are complete and correct copies of the organizational documents which embody all the powers, principles, purposes, functions and other provisions by which the organization currently governs itself

Evangelist Anthony L. Lawrence
President
Anthony L. Lawrence

Date: February 14, 1996

Subscribed and sworn to by Anthony L. Lawrence, personally known to me, me on this 14th day of February, 1996.

Babett M. Franck



NOTARY PUBLIC
State of Florida

My Commission Expires: 03/01/98

My Commission Number is: CC351653

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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 Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

First -- that **SPIRIT OF WISDOM, INCORPORATED**, desiring to organize under the laws of the State of Florida, has named **ELLA M. LAWRENCE**, of 4365 Briarwood Circle, Auburndale, Florida 33823, 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 provisions of said Act relative to keeping open said office.

ELLA M. LAWRENCE
ELLA M. LAWRENCE
Registered Agent