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JUSTIN EDWARD BEALS
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February 27, 1996

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Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation

Gentlemen:

Enclosed please find Articles of Incorporation for NEW CITY MINISTRIES of MIAMI, INC. and my office check in the amount of $74.50 to cover the filing fee and fee for registered agent designation. Also enclosed is a self-addressed envelope for the return of the Articles after recording.

Very truly yours,

Justin Edward Beals

JEB/mb

Enclosures

FILED
96 FEB 29 AM 10:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DC 2/29/96

ARTICLES OF INCORPORATION

OF

NEW CITY MINISTRIES of MIAMI, Inc.

A Florida Not-For-Profit Corporation

FILED
96 FEB 29 AM 10:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BY THESE ARTICLES OF INCORPORATION, the incorporators named below hereby form a not-for-profit corporation under the laws of the state of Florida.

ARTICLE I

Name. The name of this corporation is:

NEW CITY MINISTRIES of MIAMI, Inc.

and the initial principal address of the corporation is:

5850 Biscayne Blvd.
Miami, Florida 33137

ARTICLE II

Term. This corporation shall exist perpetually, unless dissolved according to law.

ARTICLE III

Purpose. The purpose for which this corporation is organized is to establish and maintain a multi-cultural Christian fellowship ministering to the needs of disadvantaged urban or inner city residents, through worship services, and community development and various social programs in the Miami, Florida area; and also to carry on all other lawful activities in which a Florida not-for-profit corporation may engage.

All assets of the corporation shall be dedicated exclusively to religious, charitable and educational work. The corporation shall not engage in business activities for profit, and no part of any net earnings of the corporation shall inure to the benefit of any member, director or officer of the corporation, or any private individual, provided however that reasonable compensation may be paid for services rendered to or for the benefit of the Corporation with regard to the carrying on of one or more of its purposes. No member, director or officer of the Corporation, or private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall involve the carrying on of secular propaganda, or otherwise attempting to influence legislation.

Notwithstanding any other provision of these articles, the Corporation shall not conduct or carry on any activities not permitted to an organization exempt under Section 501(c)(3) of the Internal Revenue Code and the Regulations issued thereunder as they now exist or as they may hereafter be amended, or by any organization contributions to which are deductible under Section 107(c)(2) of such Code and Regulations.

ARTICLE IV

Qualifications for Membership. The members of the Corporation shall consist of those members who are admitted from time to time in accordance with the provisions of the ByLaws.

ARTICLE V

Registered Office and Agent. The street address of the initial registered office of this Corporation is:

The World Trade Center
Suite 2000
80 S.W. 8th Street
Miami, FL 33130

and the name of the initial registered agent at such address is :

JUSTIN EDWARD BEALS

ARTICLE VI

Board of Directors. There shall be three (3) members of the initial Board of Directors, and their names and addresses are:

NAME	ADDRESS
Joel M. Tippens	5850 Biscayne Blvd. Miami, FL 33137
Catherine N. Tippens	5850 Biscayne Blvd. Miami, FL 33137
Susan R. Erbel	775 Curtiswood Drive Key Biscayne, FL 33149

The number of Directors may be increased or decreased from time to time pursuant to the ByLaws of the Corporation, but shall never be less than three (3). The directors shall be elected pursuant to the provisions of the ByLaws of the Corporation.

ARTICLE VII

Capitalization. This corporation is organized on a non-stock basis.

ARTICLE VIII

Dissolution. In the event of dissolution, the residual assets of the Corporation will be turned over to one or more organizations that are exempt as organizations described in Section 501(c)(3) of the Internal Revenue Code or corresponding sections of any prior or future law, or to the federal, state or local government for any one or more exclusively public purpose.

ARTICLE IX

Incorporators. The names and addresses of the incorporators are:

NAME	ADDRESS
Joel M. Tippens	5850 Biscayne Blvd. Miami, FL 33137
Catherine N. Tippens	5850 Biscayne Blvd. Miami, FL 33137
Susan R. Erbel	775 Curtiswood Drive Key Biscayne, FL 33149

ARTICLE X

ByLaws. The power to adopt, alter, amend or repeal ByLaws shall be vested in the Board of Directors.

ARTICLE XI

Amendments. Amendments to these Articles of Incorporation may be proposed by any member at any regular meeting, and shall be adopted by the majority vote of the Board of Directors.

ARTICLE XII

Meetings. No act of the Board of Directors shall be valid unless such act is taken at a meeting of the Board of Directors after notice as prescribed in the ByLaws.

IN WITNESS WHEREOF, the undersigned, being the incorporators of this corporation, have executed these Articles of Incorporation.

Dated on February 27, 1996.

Joel M. Tippens
Joel M. Tippens

Catherine N. Tippens
Catherine N. Tippens

Susan R. Erbel
Susan R. Erbel

STATE OF FLORIDA

COUNTY OF DADE

I HEREBY CERTIFY that the foregoing instrument was acknowledged before me this 27th day of February, 1996 by Joel M. Tippens, Catherine N. Tippens, and Susan R. Erbel who are personally known to me or who have produced ALL PERSONALLY KNOWN as identification and who did take an oath.

sign Justin Edward Beals

print JUSTIN EDWARD BEALS

Notary Public
State of Florida at Large

My commission expires:

Justin Edward Beals
Notary Public, State of Florida
Commission No. CC 507133
My Commission Expires 10/31/99
1-800-3-NOTARY - Fla. Notary Service & Bonding Co.

CONSENT OF REGISTERED AGENT

Having been named to accept service of process for the above Corporation at the address designated in the Articles of Incorporation, Justin Edward Beals hereby accepts and agrees to serve as registered agent and agrees to comply with the provisions of the Florida Statutes, as amended, relative to keeping said office open.

Justin Edward Beals