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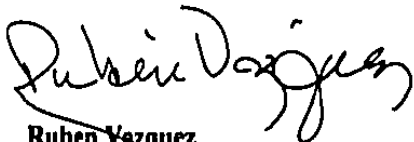
Department of State
Division of Incorporations
P.O. Box 6327
Tallahassee, Florida 32314

Subject: Operation Phillip Led by the Spirit, Inc.,

900001745239
-03/15/96--01102--003
****131.50 ****131.50

Enclosed is an original and one (1) copy of the Articles of Incorporation
and a check for \$131.50.

Very truly yours,



Ruben Vazquez
Operation Phillip Led by the Spirit, Inc.,
3518 N. 12th Street
Tampa, FL 33605

3-20-96
JB

cc files
enc.

FILED
96 MAR 15 PM 2:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CHARTER
OR
ARTICLES OF INCORPORATION
OF
OPERATION PHILLIP MINISTRY
"LED BY THE SPIRIT", INC.
(NOT FOR PROFIT)

FILED
66 MAR 15 PM 2:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned persons of the State of Florida, all of whom are of legal age, each being competent to contract, hereby form ourselves and our successors into a corporation not for profit under the Laws of the State of Florida, and hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation shall be: **OPERATION PHILLIP MINISTRY LED BY THE SPIRIT, INC.**, Tampa, Florida, with its principal place of business located at 3518 N. 12th Street, Tampa, Fl 33605, Hillsborough County, Florida. The name of this corporation's initial registered agent and his address is 3518 N. 12th Street, Tampa, Fl 33605.

ARTICLE II - PURPOSE

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

To establish and maintain a place for the worship of Almighty God, our Heavenly Father, to provide for Christian fellowship for those of like precious faith, where the Holy Ghost may be honored according to our distinctive testimony; to assume our share of responsibility and the privilege of propagating the gospel of Jesus Christ by all available means, both at home and abroad.

ARTICLE III - PROPERTY

The Corporation shall have the power to buy, acquire, and hold title in fee simple, in trust, or otherwise, to both real and personal property, and improve, encumber, sell, convey and dispose of all such property, to borrow money, execute notes, bonds, and other evidences of indebtedness and to secure the same by mortgages and deeds of trust, annuity bond, and other instruments of indebtedness and to pay interest thereon, to improve, adapt, and use property held by it for: The said Church corporation or the income therefrom in the religious, educational, benevolent, or social activities of the said corporation or its successor without financial profit to its members except as may be necessary in the payment of salaries, or other compensation for services rendered, and the corporation shall have the power to erect and maintain buildings to be utilized by the said church, for the worship of God, for the training in Christian faith, and to build and maintain residences for the use and occupancy of the ministers of said Church corporation, in conformity with the by-laws of said corporation and all the power a right granted to Corporation Not For Profit under the laws of the State of Florida.

ARTICLE IV - MEMBERSHIP

The members of the corporation shall be all members in good standing at any given time of the said Church corporation of Florida. Provided, however, neither the incorporators 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 shall continue after his membership ceases in the forenamed corporation. The corporation shall not have the power to buy, mortgage, sell encumber or deed or dispose of any property which it may acquire, without the consent or the direction of a two-thirds (2/3) majority vote of the members, or its successor.

ARTICLE V - TERM

This corporation shall exist perpetually or until dissolved by due process of the law, should this corporation cease to exist as a legal entity and its charter be terminate.

ARTICLE VI-SUBSCRIBERS

The name and places of residence of the original incorporators and subscribers to these Articles are as follow:

Name: Ruben Vazquez	Address: 3518 N. 12th Street, Tampa, Fl 33605
Name: Alda Esther Diaz	Address: 8709 Louis Needle Court, Tampa, Fl 33604
Name: Naggy Rivern	Address: 6605 N. Thatcher Avenuc, Tampa, Fl 33614
Name: Jose Rosado	Address: 613 67th Street, Tampa, Fl 33619
Name: Raquel Vazquez	Address: 3518 N. 12th Street, Tampa, Fl 33605

ARTICLE VII-OFFICERS

The officers who are to manage the affairs of this corporation shall be as follows: A President, a Secretary, a Treasurer , and two Directors, which five shall be the Trustees of the corporation, and such other officers as shall be provided for in the bylaws, all of whom shall constitute and be the Official Board of Directors.

They shall be elected once a year by majority vote in accordance with the bylaws, and each shall hold office until his successor is elected and qualified, at its regular annual meeting. The President shall sign and the Secretary shall attest all legal contracts authorized by the members of this corporation and the laws of the State of Florida.

ARTICLE VII - FIRST OFFICERS

The name of the Officers who are to manage the affairs of this Corporation, and the office which they will respectively hold until their successors are elected and qualified, and are as follows, to wit:

President	Ruben Vazquez
Secretary	Aida Esther Diaz
Treasurer	Naggy Rivera
Director	Jose Rosado
Director	Raquel Vazquez

Each of these members of the Directors.

ARTICLE IX-BY-LAWS

The bylaws of this corporation are to be made, altered or rescinded by a majority of the qualified members present and voting at any properly called business meeting of the corporation, which shall be two weeks in advance of such business meeting of the corporation, which shall be two weeks in advance of such business meeting, at which a quorum is present.

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, (Trustees) then approved at a duly constituted meeting called for, two weeks in advance, by the members, by the majority of those entitled to vote thereon.

IN WITNESS WHEREOF, we, the undersigned subscribing, Incorporators, have hereunto set our hands and seals this 1st day of MARCH, 1996, for the purpose of forming this corporation not for profit, under the laws of the State of Florida.

Pres. Ruben Vazquez (Seal)

Treasurer Naggy C. Rivera (Seal)

Secretary Aida Esther Diaz (Seal)

Director Jose Rosado (Seal)

Director Raquel Vazquez (Seal)

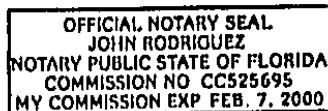
STATE OF FLORIDA

COUNTY OF: HILLSBOROUGH

I HEREBY CERTIFY on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgment, personally appeared: Ruben Vazquez, Alda E. Diaz, Naggy Rivera, Jose Rosendo and Raquel Vazquez, to me known to be the persons described in and who executed the foregoing Articles of Incorporation, and who severally acknowledged the execution thereof to be their free act and deed for the uses and purposes therein expressed.

WITNESS MY HAND and official seal in the COUNTY and STATE named above this:

9th day of MAR 1996.




NOTARY PUBLIC
My Commission expires:

REGISTERED AGENT CERTIFICATE

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act: **FIRST**, that the Trustees of: Operation Phillip Led by the Spirit, Inc., **HOLDING CORPORATION, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in the City of Tampa, County of Hillsborough, State of Florida, has named: Ruben Vazquez, with residence located at: 3518 N. 12th St., Tampa, Hillsborough County of Hillsborough, State of Florida, as its agent to accept service of process within the State.

ACKNOWLEDGEMENT

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.


PRESIDENT AGENT

RESOLUTION

BE IT RESOLVED, that the members of the Operation Phillip Led by the Spirit, Inc., of the State of Florida; authorized the Pastor and Trustees of the said Church, to establish a Corporation not for profit to hold title to the properties of the said Church, and approved the Articles of Incorporation of the Operation Phillip Led by the Spirit, Inc., Holding Corporation, Inc.

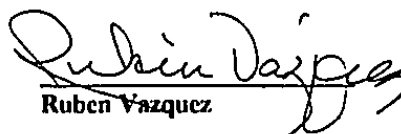
BE IT FURTHER RESOLVED, that the members of the Operation Phillip Led by the Spirit, Inc., approve the payment of reasonable attorney or Notary Public fees, incurred in connection with Incorporating said Corporation.

BE IT FURTHER RESOLVED, that the members of the Operation Phillip Led by the Spirit, Inc., hereby approve the payment of the necessary filing fees for Incorporating said corporation.

BE IT FURTHER RESOLVED, That upon notice from the Secretary of State's Office that the Corporation has been established, the Trustees, the appropriate officers of the Operation Phillip Led by the Spirit, Inc., be and they are hereby authorized and directed and instructed to make do and execute all representation and documents necessary to convey title to the corporation of any and all real property of the Church held by them.

CERTIFICATE

It is hereby certified that the foregoing Resolution was adopted by the members of the Operation Phillip Led by the Spirit, Inc., on the 9th day of MARCH, 1996 by a majority of the members of the Operation Phillip Led by the Spirit, Inc., in a business meeting duly and legally called at which a quorum was present.


Ruben Vazquez

Attested by


Aida Esther Diaz

FILED
96 MAR 15 PM 2:06
TALLAHASSEE, FLORIDA
SECRETARY OF STATE