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Jay D. Asbury
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June 12, 1996

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

STATE OF FLORIDA
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

Re: FRANCIS BAPTIST CHURCH, INC.
Our File No. 96-047

Gentlemen:

Enclosed please find the Articles of Incorporation of FRANCIS BAPTIST CHURCH, INC., and the Certificate of Designating Registered Agent, together with this firm's check in the amount of \$122.50, as and for the filing fee and certified copy.

Please send the certified copy of the said Articles and registered agent designation to me at the above address.

Thank you for your consideration in this matter and if you should have any questions, please feel free to contact this office at the above number.

Very truly yours,

Patti

Patti
Secretary to Jay D. Asbury

encls.

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
FRANCIS BAPTIST CHURCH, INC.

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We, the undersigned, with other persons being desirous of forming a non-profit corporation for charitable and religious purposes, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following and adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be FRANCIS BAPTIST CHURCH, INC., and its principal place of business shall be 155 County Road 309-C, Route 4, Box 755, Palatka, FL 32177, with the privilege and right of establishing and maintaining such other place or places of business and offices and agencies elsewhere in the State of Florida, or in any State of the United States, as the corporation may hereafter desire and determine. The name and address of the initial registered agent of this corporation is WILLIAM WILLIAMS, physical address is 155 County Road 309-C and mailing address is Route 4, Box 755, Palatka, FL 32177.

ARTICLE II - PURPOSE

The general purpose of this corporation shall be:

(a) to own, purchase, acquire by gift, rent, lease, sub-lease, devise or otherwise, real and personal property for religious purposes, and to build, erect, construct, provide for, maintain and equip suitable buildings for the benefit, use and occupation of said Francis Baptist Church, Inc., it's members and congregation.

(b) to establish a Church organization or society to be Baptist in its doctrines; tenets and form of Church government.

(c) to train its members in the teaching of the Bible.

(d) to further, by all proper and legitimate agencies and means the spreading of religious moral and academic instruction as deemed helpful in preparation for a successful Christian life.

ARTICLE III. - MEMBERSHIP

The membership of this corporation shall be the undersigned and all other communicant members now in good and regular standing in the present unincorporated body of professing Christians known as the Francis Baptist Church, Inc., and all such other persons as may hereafter from time to time become communicant members of said body, provided, however, whenever, any members of said body shall cease to be a communicant in good and regular standing in said corporation, such person shall cease to be a member of this corporation. The manner, form and requisites of application for and admission to membership in said corporation shall be limited to persons approved by membership present at regular services; or as provided for in the by-laws of this non-profit corporation.

ARTICLE IV - TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE V - SUBSCRIBERS

The names and residences of the subscribers (charter members) to these articles are:

JERRY STEPHENS - 105 Old Railroad Lane, Route 4, Box 974, Palatka, Florida 32177

EDNA BELL - 132 Underwood Dr., Route 5, Box 25, Palatka, Florida 32177

JANET STEPHENS - 105 Old Railroad Lane, Route 4, Box 974, Palatka, Florida 32177

ARTICLE VI - MANAGEMENT

The affairs of this corporation shall be managed by the pastor, the active deacons, a clerk, chairman of Budget/Finance Committee and other staff members as may from time to time be elected or appointed. The manner of election and appointment of other officers and the manner of filling vacancies occurring between the annual meeting of the corporation, by death,

resignation or otherwise, shall be prescribed by the by-laws of this corporation.

ARTICLE VII - BOARD OF DIRECTORS

The names and addresses of the initial Board of Directors of the corporation are:

JERRY STEPHENS, 105 Old Railroad Lane, Route 4, Box 974, Palatka, FL 32177

EDNA BELL, 132 Underwood Dr., Route 5, Box 25, Palatka, FL 32177

JANET STEPHENS, 105 Old Railroad Lane, Route 4, Box 974, Palatka, FL 32177

and they shall hold office until the first annual meeting of this corporation herein provided for until their successors are elected and qualified; or as provided for in the by-laws of this non-profit corporation.

ARTICLE VIII - OFFICERS

The business of this corporation shall be conducted by the officers of this corporation. The name of the persons who will serve as officers of this corporation are:

JERRY STEPHENS Chairman of Deacons/President

EDNA BELL Chairman of Finance Committee/Vice President

JANET STEPHENS Church Clerk/Secretary

ARTICLE IX - BY-LAWS

The By-Laws of this corporation shall be the present By-Laws of said Church and such other By-Laws as may be made and adopted by the members of this corporation which may be amended, altered or rescinded by the corporation in a manner prescribed therein.

ARTICLE X - INDEBTEDNESS & LIABILITY

The highest amount of indebtedness or liability to which the corporation may at any time subject itself shall be determined by the Church membership at said time of proposed indebtedness for the purpose of erecting church buildings or buildings used in connection with the Church or for Church purposes or any of them.

ARTICLE XI - AMENDMENTS

Amendments to this corporation may be made at any meeting called by the Officers, provided notice has been given to the members of this corporation by announcing the same in regular worship services at least two consecutive Sundays prior to the meeting called for that purpose.

ARTICLE XII - ARTICLES

This corporation reserves the right to amend, alter rescind or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of those members present at the annual meeting or at any special meeting called for said purpose of altering, amending, rescinding or repealing the said Articles of Incorporation.

IN WITNESS WHEREOF, We, the undersigned subscribing Incorporators have executed these Articles of Incorporation on the _____ day of June, 1996.

Jerry Stephens
JERRY STEPHENS
Chairman of Deacons/President

Edna Bell
EDNA BELL
Chairman of Finance Committee
Vice President

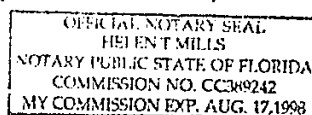
Janet Stephens
JANET STEPHENS
Church Clerk/Secretary

STATE OF FLORIDA
COUNTY OF PUTNAM

The foregoing instrument, ARTICLES OF INCORPORATION was acknowledged before me this 16th day of June, 1996 by JERRY STEPHENS, EDNA BELL and JANET STEPHENS, who are personally known to me, or _____ who have produced _____ as identification.

Helen T. Mills
(SIGNATURE OF PERSON TAKING
ACKNOWLEDGMENT)

Helen T. Mills
(NAME OF ACKNOWLEDGER TYPED,
PRINTED OR STAMPED)
(TITLE OR RANK)
(SERIAL NUMBER, IF ANY)




CERTIFICATE DESIGNATING REGISTERED AGENT
AND PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, AND
ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with sections 48.091 and 607.34, Florida Statutes, the following is submitted:

FIRST that FRANCIS BAPTIST CHURCH, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at Route 4, Box 755, Palatka, FL 32177, / 155 County Road 309-C, has named WILLIAM WILLIAMS, as it's agent to accept service of process within the State of Florida.

DATED: June 6, 1996



JERRY STEPHENS
Chairman of Deacons/President

WILLIAMS
96 JUN 11 11 09:22
VIRGINIA

Having been named to accept service of process for the named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.



WILLIAM WILLIAMS