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SECRETARY OF STATE
TALLAHASSEE FLORIDA

JUN 13 2006

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Revised*



June 11, 2006

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: Amended & Restated Articles of Incorporation of Len Ministries, Inc.
EIN# 59-3391421

Dear Sirs:

Please find attached a copy of the Amended & Restated Articles of Incorporation of Len Ministries, Inc. dated June 11, 2006. Also find attached a completed acceptance of Registered Agent form dated the same. Additionally, I have enclosed one check for the processing of the filing fees (\$35.00), the registered agent designation fee (\$35.00), and the fee for a certified copy (\$8.75) totaling \$78.75.

If you have any questions, please contact me by phone at (904) 992-0545 or by Fax at (904) 992-0547.

Thank you in advance.

A handwritten signature in black ink, appearing to read "Lenard M. Showalter, Jr.", written in a cursive style.

Lenard M. Showalter, Jr.
President

13856 S. Danforth Dr.
Jacksonville, FL 32224

Tel: 904.992.0545
Fax: 904.992.0547
E-mail: len@lenministries.org
Web: www.lenministries.org

AMENDED & RESTATED
ARTICLES OF INCORPORATION
OF
LEN MINISTRIES, INC.

FILED
06 JUN 13 PM 2:33
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to Section 617.1007 of the Florida Not for Profit Corporation Act, the Articles of Incorporation of LEN Ministries, Inc. are amended and restated as follows:

ARTICLE I. NAME

The name of the corporation is: LEN Ministries, Inc.

ARTICLE II. ADDRESS

The street address of the principal office and the mailing address of the corporation are: 13856 Danforth Drive So., Jacksonville, FL 32224.

ARTICLE III. DURATION AND EXISTENCE

The corporation will exist perpetually.

ARTICLE IV. PURPOSE

The objectives and purposes for which this Corporation is constituted and organized are:

1. The purposes for which the Corporation is organized are exclusively religious, charitable, and educational, with 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.
2. To teach Evangelism, to share the Gospel of our Lord Jesus Christ, and to share forth God's love, to encourage and to teach others to share the Gospel, based upon and contained within the Word of God, the Holy Bible, as interpreted by this Corporation.
3. To baptize in water; to anoint the sick with oil; to marry; to dedicate infants; to celebrate the Lord's Supper, and to bury.
4. To establish, ordain, commission and administrate domestic and foreign missionaries, ministers, chaplains and Christian workers who are in harmony with the purposes, doctrines and policies of this corporation.
5. To support and encourage communication and extension of the Christian life and witness by sound and comprehensive preaching, sharing, and teaching of the Holy Bible and of the Gospel of the Lord Jesus Christ to all men and women, not only by conventional modes, but also by all means which will accomplish such communication, extension, teaching and preaching, including but not limited to media of communication developed by modern technology; and in aid of such communication, extension, preaching, and teaching, but not for private profit, to sponsor, participate in, conduct or engage in radio broadcasting, television

broadcasting, the printing or reproduction and publication of recordings, books and other materials; the establishment and operation of a school or schools, and the holding and conducting of seminars, study groups, work shops and meetings, by either resident or traveling evangelists, teachers, or other elders.

6. To educate, teach, counsel, and instruct all people here and around the world, by any and all means, about the doctrines, teachings and information contained in the Holy Bible and derived from this historic Christian faith.

7. To establish churches, schools and other institutions connected with a Christian, religious, educational, charitable and benevolent character to the end that all people may be instructed, counseled, guided and challenged concerning the doctrines of conduct and life taught in the Holy Bible.

8. To bring both families of believers and individual believers of the Lord Jesus Christ together in personal fellowship, both in the home and to congregational meetings.

9. To act with charitable concern for, and to help all men and women in need of any help which this Ministry can give, regardless of race, social positions, or religious affiliation; to develop and carry out programs of ministry and help to the poor, widowed, orphaned, afflicted, imprisoned, or underprivileged persons.

10. To recognize, support and cooperate with various ministries established by God to equip believers to fulfill their respective functions as members of the body of Christ and to bring the whole body of Christ to maturity and completion.

11. To engage in such other businesses, whether related thereto or not, as may be approved by the Board of Trustees and which businesses are permitted by law.

ARTICLE V. LIMITATIONS ON CORPORATE POWER

The corporate powers of the corporation are as provided in Section 617.0302, Florida Statutes, except to the extent such powers are limited by the following provisions of this Article:

(a) No part of the assets or net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof.

(b) No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except to the extent permitted pursuant to an election made under Section 501(h) of the Internal Revenue Code), and the corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

(c) Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (i) by a corporation qualifying for exemption from federal income tax as an organization described in Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VI. MEMBERS

The qualification for members and the manner of their admission will be as provided in the bylaws. The rights exercisable by members will also be as provided in the bylaws.

ARTICLE VII. REGISTERED OFFICE AND AGENT

The corporation designates 13856 Danforth Drive So., Jacksonville, FL 32224 as the street address of the registered office of the corporation and names Lenard M. Showalter, Jr., the corporation's registered agent at that address to accept service of process within this state.

ARTICLE VIII. BOARD OF DIRECTORS

The corporation's board of directors will be known as Board of Trustees. The number of trustees may be either increased or diminished from time to time, as provided in the bylaws, but will never be less than three (3). The method of election or appointment of the trustees shall be as provided in the bylaws.

ARTICLE X. DISSOLUTION

Upon the dissolution of the corporation, assets 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 section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction 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.

ARTICLE XI. INDEMNIFICATION

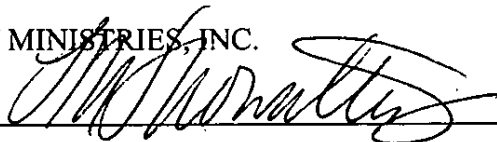
(a) The corporation shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a director or officer of the corporation or of any corporation not for profit of which the corporation is a member, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a director or officer of the corporation or of any corporation not for profit of which the corporation is a member. To the fullest extent not prohibited by law, the corporation shall advance indemnification expenses for actions taken in the capacity of such person as an officer or director, within twenty (20) days after receipt by the corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to

repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.

(b)The corporation by action of its board of directors, in its sole discretion, may indemnify any person who is or was a party to any proceeding, by reason of the fact that such person is or was an employee or agent of the corporation or of any corporation not for profit of which the corporation is a member, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as an employee or agent of the corporation or of any corporation not for profit of which the corporation is a member. The corporation by action of its board of directors, in its sole discretion, may advance indemnification expenses for actions taken in the capacity of such person as an employee or agent, after receipt by the corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses. Absent specific action by the board of directors, the authority granted to the board of directors in this paragraph (b) shall create no rights in the persons eligible for indemnification or advancement of expenses and shall create no obligations of the corporation relating thereto.

The foregoing Amended and Restated Articles of Incorporation were adopted and approved by the board of directors of the corporation on June 11, 2006. There are no members of the Corporation entitled to vote on the Amended and Restated Articles of Incorporation.

Dated: June 11, 2006

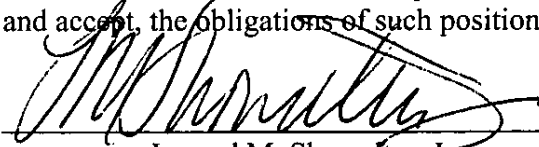
LEN MINISTRIES, INC.
By: 

Print Name: Lenard M. Showalter, Jr.

Its: President

ACCEPTANCE OF REGISTERED AGENT

I agree to act as registered agent for the corporation named above, to accept service of process at the place designated in these Articles of Incorporation, and to comply with the provisions of the Florida Not For Profit Corporation Act, and acknowledge that I am familiar with, and accept, the obligations of such position.

A handwritten signature in black ink, appearing to read "L. Showalter, Jr.", is written over a horizontal line.

Lenard M. Showalter, Jr.
Registered Agent

Dated: June 11, 2006