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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: SPIRITUAL PATH FOUNDATION, INC.
AUDIT NUMBER.....H96000014242
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0 PAGES..... 6
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W46-21580

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10/14/96
TD

2001-116712



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 11, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: SPIRITUAL PATH FOUNDATION, INC.
REF: W96000021580

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The registered agent must sign accepting the designation.

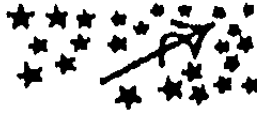
The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

FAX Aud. #: H96000014242
Letter Number: 396A00046382



Spiritual Path Foundation, Inc.

#96000014242

FILED
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SECRET
TALLAHASSEE

October 10, 1996

Florida Department of State
Division of Corporations
Tallahassee FL

RE: SPIRITUAL PATH FOUNDATION

Dear Sirs:

On September 12, 1996 we dissolved Spiritual Path Foundation, 6370 NW 41 Street, Virginia Gardens, FL 33166 as a for profit corporation.

We are now opening a non-profit corporation under the same name. As a former officer of the for profit corporation I give permission for the Non Profit Corporation to open under the same name.

I hope this clarifies the situation. Thank you for your time.

Sincerely,

Judy Vidal

#96000014242

H 96000014242

ARTICLES OF INCORPORATION

(6)

OF A

CORPORATION NOT FOR PROFIT

The undersigned Certified Public Accountant has prepared these Articles of Incorporation pursuant to Chapter 617 of the Florida Statutes. These Articles meet the requirements of Section 617.13 of the Florida Statutes.

1. CORPORATE NAME AND LOCATION

Petitioners seek to incorporate in the State of Florida a non profit corporation without capital stock, **SPIRITUAL PATH FOUNDATION, INC.** The principal office shall be located in Dade County, Florida, and the initial street address of the corporation shall be 6370 N.W. 41st Street, Virginia Gardens, Florida, 33166. The corporation shall have the right to establish offices and continue its operations and hold meetings of its members and governing bodies in other locations as the corporate officers may from time to time designate.

2. CORPORATE OBJECTIVES

The corporation is not organized for pecuniary gain or profit. **SPIRITUAL PATH FOUNDATION, INC.** is organized for religious purposes. Its objectives are to promote the spiritual growth and upliftment of persons through the teaching of spiritual philosophy and practices. Additional objectives are to engage in educational activities and award educational certificates, degrees, etc., as well as to conduct religious services and study groups. Additional objectives are to develop churches, church expansion programs, college oriented training programs, ordination of ministers, licensing of ministers, teachers and counselors, and the formulation of any other activities and programs which will result in furthering Spiritual Path philosophy.

H 96000014242

Kim Marks, CPA
11900 Biscayne Blvd. # 290
N. Miami Bch., FL 33181
1305 205. 5815

P.04 190492224001

TO

FROM 12:54 9661-14-1996 OCT-14

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This corporation shall have the power to receive by purchase, gift, devise, bequest, or otherwise, either from its members or others, real, or personal property of any nature; to hold, use, improve, operate, manage, lease, sell, convey, pledge, mortgage, invest, or dispose of any such property, and to borrow money for the improvement of any such property, and to mortgage any such property to secure any such debts so incurred. The member churches of this corporation shall bear no legal liability for any of the business activities or conduct of the operations of the corporation.

All net income received from all activities is to be used exclusively for the promotion of religious purposes. No part of the property, net earnings or net income of this corporation will ever inure to the benefit of or be distributed to its members, Cabinet or other private parties, 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 church's purposes and in payment of all creditors.

The corporation shall have all power and authority generally conferred on non-profit organizations under the laws of the State of Florida not inconsistent with the purposes set out above.

3. QUALIFICATIONS OF MEMBERS

The membership in the corporation shall be open to all persons regardless of race, creed, color or religious belief who wish to promote spiritual growth. Membership in SPIRITUAL PATH FOUNDATION, INC. will not preclude membership in any other church, synagogue, temple, group or body. Members will be admitted by verbal affirmation at any regular meeting.

4. TERM OF CORPORATION

The term for which this corporation is to exist will be perpetual.

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5. SUBSCRIBERS

The following are the names and addresses of the subscribers to these Articles of Incorporation:

1. Eugene Vidal, 6370 N.W. 41st Street, Virginia Gardens, Florida
2. Judith E. Vidal, 6370 N.W. 41st Street, Virginia Gardens, Florida
3. Jennifer E. Blamire, 3152 Dwarf Pine Avenue, Winter Park, Florida

6. OFFICERS

The affairs of the corporation are to be managed by a President, a Secretary and a Treasurer who will be elected at the first regular meeting of the corporation. The following are the names of the officers who will serve until the first election:

1. Eugene Vidal, President
6370 N.W. 41st Street
Virginia Gardens, Florida
2. Judith E. Vidal, Secretary/Treasurer
6370 N.W. 41st Street
Virginia Gardens, Florida

7. BOARD OF DIRECTORS

The first Board of Directors will consist of three persons who will be elected at the first regular meeting. The following are the names and addresses of the persons who will serve as Directors until the first election:

1. Eugene Vidal, 6370 N.W. 41st Street, Virginia Gardens, Florida
2. Judith E. Vidal, 6370 N.W. 41st Street, Virginia Gardens, Florida
3. Jennifer E. Blamire, 3152 Dwarf Pine Avenue, Winter Park, Florida

The Board of Directors may be increased or diminished from time to time by By-Laws, but shall never be less than three.

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8. MAKING OF BY-LAWS

The making of the By-Laws of the corporation shall be by the Board of Directors who shall also have the authority to alter or rescind said By-Laws. There shall be an advisory board composed of not more than nine persons of the corporation, three of who shall be the Board of Directors. The duties of the Advisory Board will be to aid and advise the Board of Directors in the management and operation of the corporation, including the making and altering of the By-Laws.

9. AMENDMENTS TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors, proposed by them to the members at any regular meeting and approved at any regular meeting by a majority of the members present and voting thereon.

10. SUBSCRIBERS

The following are the names and street addresses of the subscribers to these Articles of Incorporation:

1. Eugene Vidal, 6370 N.W. 41st Street, Virginia Gardens, Florida
2. Judith E. Vidal, 6370 N.W. 41st Street, Virginia Gardens, Florida
3. Jennifer E. Blamire, 3152 Dwarf Pine Avenue, Winter Park, Florida

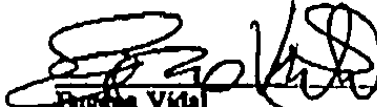
KIM MARKS, CPA
CERTIFIED PUBLIC ACCOUNTANT
11900 BISCAYNE BLVD. - SUITE 290
NORTH MIAMI, FL 33181

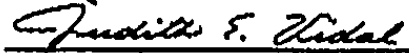
— prepared by
Kim Marks C.P.A.

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IN WITNESS WHEREOF, the undersigned have set their hands and seals this 26
day of September, 1996.


Eugene Vidal

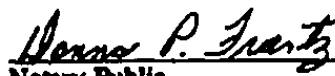

Judith E. Vidal


Jennifer E. Blamire

State of Florida

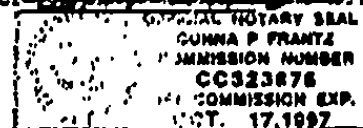
County of Dade

On this 26 day of September, 1996, personally appeared before me,
EUGENE VIDAL and JUDITH E. VIDAL, to me well known and known by me to be the
persons of that name described in and who acknowledged to me that they executed the foregoing
Articles of Incorporation for the purposes therein expressed.


Notary Public
Printed Name: Donna P. Frantz

State of Florida

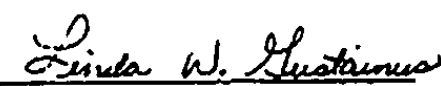
County of Orange



On this 26th day of September, 1996, personally appeared before me, JENNIFER
E. BLAMIRE, to me well known and known by me to be the person of that name described in
and who acknowledged to me that she executed the foregoing Articles of Incorporation for the
purposes therein expressed.



Linda W. Gustainus
Notary Public, State of Florida
My Comm. Expires Apr 20, 2000
No. CC548000
Bonded Through Notary Bureau
1-(800) 723-0121


Notary Public
Printed Name: Linda W. Gustainus

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**SPIRITUAL PATH FOUNDATION, INC.
ACCEPTANCE OF REGISTERED AGENT**

I, Judith E. Vidal, being appointed the registered agent of **SPIRITUAL PATH FOUNDATION, INC.**, am familiar with and accept the obligations of Section 607-0505, F.S.

Signature of registered agent Judith E. Vidal

Date: October 11, 1996

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