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STATE
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Department of State
Division of Corporation
409 E. Gain St.
Tallahassee, FL 32399

Mail To:
PO Box 6327
Tallahassee, FL 32314

Re: Foundation of Faith, Inc.
Document Number N97000003344
FEI Number 650765821

Department of State:

Enclosed herewith is the original and one copy of Restatement of Articles of incorporation with amendment of articles for the Foundation of Faith, Inc. This Restatement of Articles also changes the name of the corporation to:

CITY OF HOPE FELLOWSHIP, INC

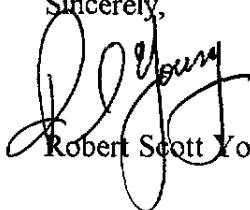
Also enclosed is a check in the amount of \$43.75 to cover the following:

\$35.00 filing fee
8.75 certified copy of document

Please return a certified copy to:

City Of Hope Fellowship
6461 Proctor Road
Sarasota, FL 34241

Sincerely,


Robert Scott Young

**RESTATEMENT OF ARTICLES OF INCORPORATION OF THE
Foundation Of Faith, Inc. Changing The Name To**

CITY OF HOPE FELLOWSHIP, INC.

We, the undersigned, acknowledge and file in the Office of the Secretary of State of Florida, for the purpose of restating the Articles of Incorporation with amendments as by law provided, of the Foundation Of Faith, Inc., a Florida not for profit corporation. This restatement of the Articles will also change the name of the corporation to the CITY OF HOPE FELLOWSHIP, INC. a Florida not for profit corporation.

ARTICLE 1 - NAME

The name of the Corporation shall be the CITY OF HOPE FELLOWSHIP, INC. hereinafter referred to as the "Corporation." The registered office shall be 6461 Proctor Road, Sarasota, Florida and the registered agent of the Corporation at such address is Robert Scott Young.

ARTICLE 2 - PURPOSES

The purposes of this corporation include operating a church organization exclusively for charitable, religious, and educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code (or the corresponding provision of any future United States Revenue Law), including, but not limited to, for such purposes, the establishing and maintaining of religious worship, providing ministers and ministry, the building, maintaining and operating of churches, parsonages, school, chapels, radio stations, television stations, rescue missions, print shops, recovery centers, day-care centers, camps, and nursing homes.

The property of this corporation is irrevocably dedicated to religious purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of, or be distributed to its, members, trustees, directors, officers, or other private persons, except that this 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 Two (2) hereof. Upon the dissolution of this corporation, its assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or 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.

Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on (a) by an organisation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding sections of any future federal tax code, or (b) by an organisation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Other purposes may be found in the Bylaws.

ARTICLE 3 - MEMBERSHIP

Membership shall be determined as provided in the Bylaws.

ARTICLE 4 - PERIOD OF DURATION

The Corporation shall have a perpetual existence.

ARTICLE 5 - DIRECTORS

The affairs of this corporation shall be managed by a Board of Directors. The Board of Directors shall have no less than three members. The number of Directors shall set according to the Bylaws. The Directors shall be determined as provided in the Bylaws.

ARTICLE 6 - OFFICERS

Officers shall be determined as provided in the Bylaws.

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STATE

ARTICLE 7 – DEFINITIONS

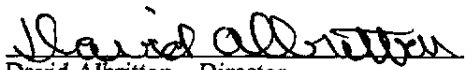
Definitions found in the Bylaws also apply herein these Articles.

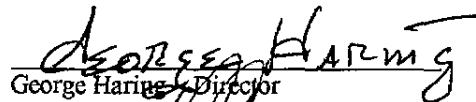
ARTICLE 8 – AMENDMENTS

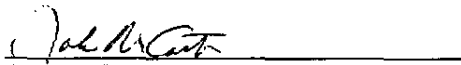
These Articles of Incorporation or the Bylaws of this corporation may be amended, made, altered, or rescinded by a majority of the Board of Directors present and voting at any properly called meeting of the corporation.


IN WITNESS WHEREOF, we the undersigned all being Directors of the Corporation, certify that the above Restated Articles of Incorporation have been executed on October 10, 2004.

We further certify that at a duly called and convened meeting of the Voting Members of the Corporation the above Restated Articles of Incorporation were adopted on October 4, 2004 and that votes cast for the adoption was sufficient for approval. These Articles of Incorporation replace all other Articles of Incorporation.

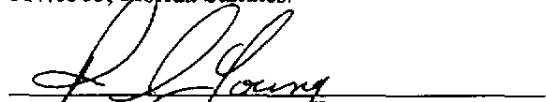

David Albritton – Director
150 Herons Run Dr. #102, Sarasota, Florida


George Harms – Director
2950 Brayura Lake Dr., Sarasota, Florida


John McCarter – Director
6972 Country Lakes Cir., Sarasota, Florida


Gary Schwartz – Director
2257 Roselawn Street, Sarasota, Florida

I hereby accept the appointment as registered agent, and accept the obligations of, Section 617.0503, Florida Statutes.


Robert Scott Young – President / Registered Agent
6461 Proctor Road, Sarasota, Florida