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March 2, 1999

FILED  
99 MAR -4 PM 1:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

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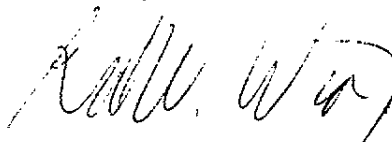
Re: Jehovah Jireh Ministries, Inc.

Dear Sir:

Enclosed herein please find Amended and Restated Articles of Incorporation of Jehovah Jireh Ministries, Inc. Please note that there is no change in the initial registered agent or initial registered office, and that the certificate required by Florida Statutes §617.1006 and 1007 is contained at the bottom of page 4 in the Articles.

I enclose herein my check in the amount of \$35.00 for the filing fee. Please feel free to call me, should you have any questions.

Sincerely,



Leland W. Wooten, Jr.

LWW:cf  
Enc.

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Amend. & Restated Art

VS MAR 9 1999

RESTATED AND AMENDED  
ARTICLES OF INCORPORATION

OF

**JEHOVAH JIREH MINISTRIES, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Pursuant to the provisions of Sections 617.1006 and 617.1007, Florida Statutes, JEHOVAH JIREH MINISTRIES, INC., a Florida not-for-profit corporation, whose original Articles of Incorporation were filed by the Florida Department of State on January 22, 1998, by resolution duly adopted by its Board of Directors, adopts the following Restated and Amended Articles of Incorporation:

ARTICLE I

The name of this corporation is: JEHOVAH JIREH MINISTRIES, INC., a not-for-profit Florida corporation, hereinafter referred to as the "Corporation".

ARTICLE II

The purposes for which the corporation is organized are: to provide a Christian discipleship home and prison ministry fellowship to those in transition from unprofitability to profitability by restoration of self worth through gainful employment; teach, preach and study the gospel of Christ; to advance its membership in faith, hope and charity, to promote the advancement and glory of Christ's Kingdom by missionary benevolent and Sunday School work. The purposes for which the Corporation is to be formed are exclusively to receive and administer funds for scientific, education, and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 and to that end to take and hold by bequest, devise, gift, grant, purchase, lease or otherwise any property, real, personal, tangible or intangible, or any

undivided interest therein, without limitation as to amount or value; to sell, convey, or otherwise dispose of any such property and to invest, reinvest, or deal with the principal or the income thereof in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, this Certificate of Corporation, the Bylaws of the Corporation, or any laws applicable thereto. To do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the not-for-profit corporation law. No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting, to influence legislation, and the Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not engage in any act of self dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not make any investments in such manner as to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954 and its Regulations as 501(c)(3) of the Internal Revenue Code of 1954 and its Regulations as they now exist or as they may be amended or by an organization, contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as they now exist or as they may hereafter be amended.

Upon the dissolution of the Corporation, or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to charitable, religious, scientific, testing for public safety, literary or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

### ARTICLE III

The number of directors of the Corporation shall be not less than four (4) nor more than eleven (11). The manner in which the directors are to be elected shall be as provided for in the Bylaws.

ARTICLE IV

The Corporation is to exist perpetually.

ARTICLE V

The street address of the Corporation's initial registered office and the name of its initial registered agent at this office are: 416 Fourth Street, Merritt Island, Florida 32953, and Kathleen Lowery, respectively.

ARTICLE VI

The street address of the initial principal office is 416 Fourth Street, Merritt Island, FL 32953.

ARTICLE VII

The Articles of Incorporation and the Bylaws may be amended in accordance with the terms of F.S. §617.1002 and the Bylaws.

ARTICLE VIII

The Bylaws may be adopted, altered, amended or repealed by the Board of Directors, unless the Articles of Incorporation or Bylaws provide otherwise.

ARTICLE IX

The name and street address of the Incorporator for these Articles of Incorporation is:

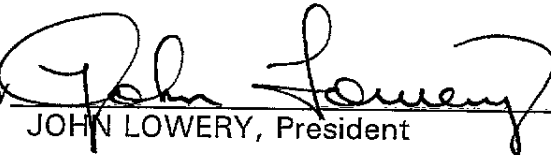
KATHLEEN LOWERY  
416 Fourth Street  
Merritt Island, FL 32953

There are no members or members entitled to vote on this amendment or this restatement. The amendment and the restatement were adopted by the board of

directors. The date of the adoption of the amendment and restatement is March 1, 1999.

IN WITNESS WHEREOF, the undersigned officers and incorporators of the Corporation have executed these Restated and Amended Articles of Incorporation on March 1, 1999.

JEHOVAH JIREH MINISTRIES, INC.

By   
JOHN LOWERY, President

Attest:   
KATHLEEN LOWERY, Secretary

  
KATHLEEN LOWERY, Incorporator

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