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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FLORIDA INCORPORATORS, INC.

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NAME: BILL PRANKARD EVANGELISTIC ASSOCIATION, INC.

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ARTICLES OF INCORPORATION

OF

BILL PRANKARD EVANGELISTIC ASSOCIATION, INC.

A Florida Corporation Not For Profit

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of incorporation.

ARTICLE I

The name of the corporation shall be BILL PRANKARD EVANGELISTIC ASSOCIATION, INC. (the "Corporation"). Said corporation is organized exclusively for charitable, educational and scientific purposes including for such purposes the making of distributions to organizations under section 501(c) (3) of the Internal Revenue Code (or the corresponding section of any future Federal tax code).

ARTICLE II

The street address of the initial principal office of the Corporation shall be 2132 Shadowlawn Dr., Naples, FL 34101.

FLORIDA INCORPORATORS, INC.
1221 BRICKELL AVE, STE. 900
MIAMI, FL 33131
(305) 350-5221

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ARTICLE III

The purpose of the corporation shall be to promulgate the Gospel of Jesus Christ and to do all such things as are incidental or conducive to the attainment of such objectives and in particular:

a) To establish, maintain and conduct a Nationwide Evangelical Ministry;

b) To employ, send out and direct Christian persons to preach the Gospel and to sing Gospel music;

c) To conduct public or private meetings of a religious and evangelistic nature; including Gospel music concerts;

d) To establish, maintain and conduct classes or seminars for religious education and to employ and pay instructors therefor;

e) To receive, acquire, collect, accept and hold gifts, donations, honorariums, devises and bequests;

f) To print, publish, produce, sell and distribute literature, videos and Gospel music of every nature and kind and to establish and operate printing, video and sound production facilities for such purposes;

g) To compose, copy-right, publish, sell and distribute Gospel music by means of sound and video recordings and printed publications in various formats;

h) To lease and hire time from operators of radio or television or wireless broadcasting stations and to

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lease and hire transmission lines from operators of telephone and telegraph systems for the purposes of or in connection with broadcasting of any sound, video, images or pictures whatsoever, whether by transcription or otherwise;

i) To purchase, rent/lease or otherwise acquire and own, hold in trust, use, sell, convey, mortgage, lease or otherwise dispose of such property, real or personal as may be needed for the pursuit of the aforementioned ends.

The Corporation shall also be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which corporations not for profit may be incorporated under Chapter 617, Florida Statutes, as amended and supplemented. No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, 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 section 501(c) (3) purposes. 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 publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

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ARTICLE IV

The initial directors and officers shall be as hereinafter designated:

Rev. Bill Prankard 2224 Innes Rd. Gloucester, Ontario Canada, K1L 8E2	Chairman of the Board of Directors and President
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Tino Wallenda-Zoppe 3650 Henerietta Place Sarasota, FL, 34234	Director
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Rev. David Mallory 2132 Shadowlawn Dr. Naples, FL, 34101	Director
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Rev. Paul Starratt Box 7084, RR#5 Pembroke, Ontario Canada K8A 6W6	Director
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The succeeding officers and directors of the Corporation shall be elected in accordance with terms and conditions set forth in the bylaws for the Corporation.

ARTICLE V

The Corporation shall have all of the powers conferred upon corporations organized pursuant to the provisions of Chapter 617, Florida Statutes, as amended and supplemented. Notwithstanding any other provision of these articles the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code (or

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corresponding section of any future Federal tax code) or (b) by a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

ARTICLE VI

The corporation shall be perpetual. Upon the dissolution of this non-profit 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 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.

ARTICLE VII

The street address of the initial registered office of the Corporation is 1221 Brickell Ave. Ste. 900, Miami, FL 33131, and the initial registered agent of the Corporation at that address is Florida Incorporators, Inc.

ARTICLE VIII

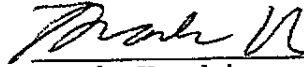
The name and address of the incorporator for the Corporation is Mark Hankins, 701 Brickell Key Blvd. Ste. 604, Miami, FL 33131.

ARTICLE IX

The mailing address of the Corporation is 2132 Shadowlawn Dr., Naples, FL 34101.

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IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 5th day of February, 1998.


Mark Hankins, Incorporator

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
AND REGISTERED OFFICE

PURSUANT TO FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Corporation is BILL PRANKARD EVANGELISTIC ASSOCIATION, INC.

2. The name and address of the registered agent is: Florida Incorporators, Inc., 1221 Brickell Ave. Ste. 900, Miami, FL 33131.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

FLORIDA INCORPORATORS, INC.


Mark Hankins, President

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