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(OF COUNSEL)

February 6, 1998

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Tracy Meyer, Document Specialist
Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee FL 32314

RE: THE CHURCH OF PHILIP THE EVANGELIST OF
SANTA ROSA BEACH, FLORIDA, INC.
Reference No. W98000001098

Dear Ms. Meyer:

Enclosed herewith are an original and one copy of the Articles of Incorporation for filing, as well as a copy of your letter dated January 15, 1998. Once the Articles have been filed, please forward the certified copy to this office.

Please do not hesitate to contact me if you need anything further. Thank you for your assistance in this matter.

Sincerely yours,

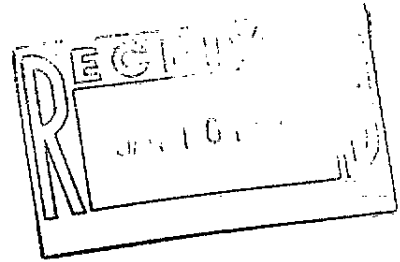
Sharon J. Borden
Sharon J. Borden
Secretary to H. Bart Fleet

Enclosures

FILED
98 FEB 10 AM 11:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State



January 15, 1998

SHARON J. BORDEN
H. BART FLEET, ESQ.
1201 EGLIN PKWY
SHALIMAR, FL 32579

SUBJECT: THE CHURCH OF PHILIP THE EVANGELIST OF SANTA ROSA
BEACH, FLORIDA, INC.
Ref. Number: W98000001098

We have received your document for THE CHURCH OF PHILIP THE EVANGELIST OF SANTA ROSA BEACH, FLORIDA, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of 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 (850) 487-6926.

Tracy Meyer
Document Specialist

Letter Number: 298A00002434

ARTICLES OF INCORPORATION

OF

THE CHURCH OF PHILIP THE EVANGELIST OF
SANTA ROSA BEACH, FLORIDA, INC.

We, the undersigned residents of the State of Florida, being twenty-one (21) years or more of age, do hereby associate ourselves together for the purpose of forming a nonprofit corporation under the statutes of the State of Florida.

ARTICLE ONE

NAME AND LOCATION

The name of the corporation shall be THE CHURCH OF PHILIP THE EVANGELIST OF SANTA ROSA BEACH, FLORIDA, INC., and its location shall be 111 Dolphin Drive, City of Santa Rosa Beach, County of Walton, State of Florida, 32459.

ARTICLE TWO

PURPOSE

Said corporation is organized for the primary purpose of assisting those chosen by Christ to fulfill the Great Commission and the Great Commandment and to engage in any lawful act or activity for which corporations may be organized under Chapter 617 of the Florida Statutes and which such organizations exist exclusively for charitable, religious and educational purposes as determined under Sections 501(c)(3) and 170 of the Internal Revenue Code, or corresponding section of any future federal tax code.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE THREE
PROHIBITED ACTS

No part of the 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 TWO. No substantial part of the activities of the corporation shall be 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 any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt for Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended (or the corresponding provision of any future United States Internal Revenue Law) or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954, as amended (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE FOUR
STOCK

The corporation shall be a nonstock corporation, and no

dividends or pecuniary profits shall be declared or paid to the members thereof.

ARTICLE FIVE

DIRECTORS

The number of directors constituting the initial board of directors of the corporation is three (3), and the names and addresses of the persons who are to serve as initial directors are as follows:

Name	Address
Paul W. Jennings	111 Dolphin Drive Santa Rosa Beach FL 32459
John Czarzasty	Rt. 1 Box 3405 Seahorse Circle Santa Rosa Beach FL 32459
Robin F. Roberts	420 Primrose Circle Destin FL 32541

Members of the Board of Directors shall be elected and hold office in accordance with the By-Laws.

ARTICLE SIX

GENERAL OFFICERS

The general officers of the corporation shall be the president, vice-president, secretary, and treasurer. The By-Laws shall provide the qualifications to hold office, the duties of each office, the duration of each officer's term, and the manner in which they shall be elected.

ARTICLE SEVEN

MEMBERSHIP REQUIREMENTS

The conditions and regulations of membership and the rights and other privileges of the classes of membership shall be determined and fixed by the bylaws.

ARTICLE EIGHT

DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at that time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 as amended (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE NINE

INCORPORATOR

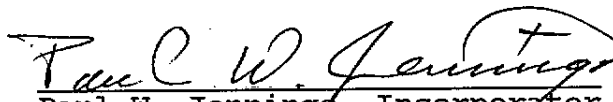
The incorporator is Paul W. Jennings, of 111 Dolphin Drive, City of Santa Rosa Beach, County of Walton, State of Florida 32459.

ARTICLE TEN

REGISTERED AGENT

The registered agent is H. Bart Fleet, of 1201 Eglin Parkway, City of Shalimar, County of Okaloosa, State of Florida, 32579.

IN WITNESS WHEREOF, the undersigned incorporator does hereby execute these Articles of Incorporation on February 6, 1998.

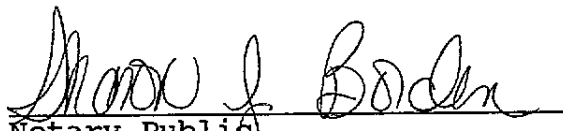

Paul W. Jennings, Incorporator

ACKNOWLEDGEMENT

STATE OF FLORIDA

COUNTY OF OKALOOSA

Before me, the undersigned officer, personally appeared the above signed Paul W. Jennings, Incorporator, for the purpose of lawfully executing these Articles of Incorporation.

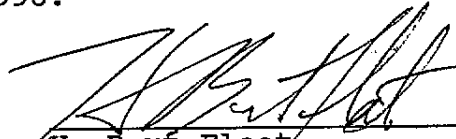

Notary Public

My Commission Expires:



ACCEPTANCE BY THE REGISTERED AGENT

I, H. Bart Fleet, hereby accept appointment as registered agent for the corporation, and acknowledge my acceptance with my signature below on February 6, 1998.



H. Bart Fleet,
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA