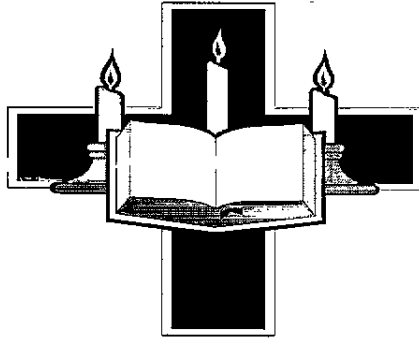


THE WORD AND THE LIGHT, INC.



188 Kingfisher Lane
Haines City, FL 33844-2322

Telephone 941-421-4355

Telephone 941-521-3395

Fax 941-422-9668

N98000001229

Florida Department of State
Sandra B. Mortham, Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

THE WORD AND THE LIGHT, INC.
N98000001229
Filed March 2, 1998

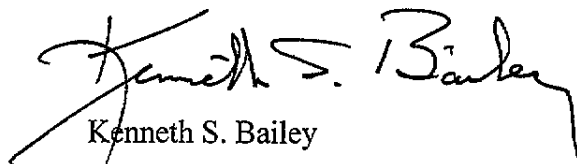
600002607436--3
-08/04/98-01088-015
*****35.00 *****35.00

In working with the Federal Internal Revenue Service regarding obtaining the non profit tax status they are requiring that we makes some changes to the Articles of Incorporation. We have done that.

We need to file the amended articles with the State of Florida and get a certified copy back from you and forward it to the IRS. They are asking the we expedite this process.

Enclosed is a copy of the original Articles of Incorporation and two copies of the Amended Copy. Please stamp, Certify these amended Articles of Incorporation and return them to me. If there is any fee please let me know and I will take care of it immediately.

Thank you, for you assistance and consideration in this matter.


Kenneth S. Bailey

FILED
98 AUG -3 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amended
NFS

8-4-98

~~1056, 565, 564, 547, 1071, 767*~~

Page 1 ~~*308, 167, 564, 547, 2473, 620, 767*~~



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

July 24, 1998

Kenneth S. Bailey
% THE WORD AND THE LIGHT, INC.
188 Kingfisher Lane
Haines City, FL 33844-2322

SUBJECT: THE WORD AND THE LIGHT, INC.
Ref. Number: N98000001229

We have received your document for THE WORD AND THE LIGHT, INC. and check(s) totaling \$35.00. However, your check(s) and document are being returned for the following:

You failed to make the correction(s) requested in our previous letter.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please contact the undersigned before making corrections or returning your document to this office.

Please return the enclosed check for \$35.00 or a newly issued check with your corrected document.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 298A00039232



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 13, 1998

Kenneth S. Bailey
% THE WORD AND THE LIGHT, INC.
188 Kingfisher Lane
Haines City, FL 33844-2322

SUBJECT: THE WORD AND THE LIGHT, INC.
Ref. Number: N98000001229

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please entitle your document Articles of Amendment.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

The fee to file articles of amendment is \$35. For each certified copy requested, please add an additional \$52.50.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 098A00037279

ARTICLES OF AMENDMENT
of
THE WORD AND THE LIGHT, INC.
N98000001229
As Amended July 18, 1998

FILED
98 AUG -3 PM 3: 25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I
CORPORATE NAME

The name of this corporation shall be **The Word and The Light, Inc.**

ARTICLE II
PRINCIPAL OFFICE

The principal place of operation and mailing address of **The Word and The Light, Inc.** shall be: 188 Kingfisher Lane, Haines City, Florida, 33844-2322.

ARTICLE III
PURPOSE

The Word and The Light, Inc. is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The purposes of **The Word and The Light, Inc.** is to evangelize the Word of God by written and spoken word. To provide charitable assistance to the less fortunate, the homeless and any lawful business which nonprofit corporations may be incorporated to transact under the Florida Non-Profit Corporation Act. The corporation is organized exclusively for charitable and religious purposes within the meaning of section 501(c)(3) the Internal Revenue Code.

(1) **The Word and The Light, Inc.** is organized and shall be operated exclusively for charitable purposes, and may in furtherance of such charitable purposes, rent, purchase, erect, or otherwise acquire buildings and facilities, remodel, and refurbish buildings and facilities to be used for the charitable purposes herein specified, and to purchase, lease or acquire equipment incidental or necessary for use in such facilities; and to be and remain organized and operated exclusively as a non-profit charitable corporation in the fellowship of principles derived from the Word of God as recorded in the Bible.

(2) **The Word and The Light, Inc.** may purchase or create flyers, pamphlets and newsletters based on the Bible and distribute these in an effort to further spread the Word of God, encourage believers or to raise fund for charitable purposes. Such writing **shall not** be political in nature, attempt to influence legislation, and members of the corporation shall not participate in political action, endorse or oppose candidates.

(3) Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

ARTICLES OF AMENDMENT
of
THE WORD AND THE LIGHT, INC.

N98000001229

As Amended July 18, 1998

(4) No part of the net earnings of the **The Word and The Light, Inc.** shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no Director or officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the **The Word and The Light, Inc.**

(5) Upon dissolution of **The Word and The Light, Inc.**, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction, in the county in which the principal office of the organization is then located, exclusively for such purposes.

ARTICLE IV
MANNER OF ELECTION OF DIRECTORS

The incorporators shall serve as the Board of Directors until December 31, 1998.

Thereafter, elections shall be held in accordance with the provisions set forth in the by-laws. The name and address of each incorporator is as follows:

Kenneth S. Bailey
188 Kingfisher Lane
Haines City, Florida 33844-2322

Janice Watson
774 Forest
Kissimmee, FL 34746-4954

Priscilla DeMoss
4423 Reaves Road
Kissimmee, FL 34746-3406

After the board of directors, the board shall consist of 5 to 9 unrelated individuals from the church membership and / or the community of The Word and The Light Service. by the members from time to time and at each annual meeting at which directors are to be elected.

The directors shall be divided into Three classes, the number of directors to be allocated to each class to be as nearly equal as possible and with the term of office in one class expiring each year after the initial annual meeting of members.

ARTICLES OF AMENDMENT
of
THE WORD AND THE LIGHT, INC.

N98000001229

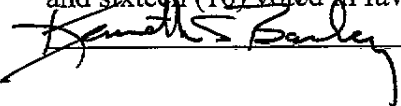
As Amended July 18, 1998

ARTICLE V
ARTICLES OF AMENDMENT PROCEDURES

The membership will vote on proposed Articles of Amendment. Two Thirds of the membership must be present and a required two thirds of the membership at the meeting must cast votes in favor of the purpose of adopting Articles of Amendment.

These Articles of Amendment were voted on and approved by the membership on July 18th; 1998. The number of votes cast for the amendment was sufficient for approval.

There were twenty two (22) members at the time of the casting of votes, eighteen (18) members were present and sixteen (16) voted in favor of the Amendments. Certified by Kenneth S. Bailey, Chairman of the Board.

 Date 7/30/98

ARTICLE VI
REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

Kenneth S. Bailey
Bailey and Associates, Inc.
188 Kingfisher Lane
Haines City, FL 33844-2322


ARTICLES OF AMENDMENT
of
THE WORD AND THE LIGHT, INC.

N98000001229
As Amended July 18, 1998

FILED
98 AUG -3 PM 3: 25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


ARTICLE VII
INCORPORATOR

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.


Kenneth S Bailey, CSM, Incorporator
188 Kingfisher Lane
Haines City, FL 33844-2322

7/30/98
Date

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.


Kenneth S. Bailey, Registered Agent
Bailey and Associates, Inc.
188 Kingfisher Lane
Haines City, FL 33844-2322

7/30/98
Date