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CERTIFIED MEDIATOR
ARBITRATOR

July 28, 1998

N9800000 1444

Division of Corporations
Department of State
The Capitol
Tallahassee, Florida 32304

900002611239--2
-08/10/98--01002--009
*****70.00 *****35.00

RE: The Church of God Seventh Day, Inc.
Jerusalem Church of God Seventh Day, Inc.

Dear Sir or Madam:

Our law firm represents the above entities. The Church of God Seventh Day, Inc. was administratively dissolved in or about 1981 for failure to file its reports and pay the annual fee. Enclosed please find a check in the amount of \$ 1312.50 representing back corporate fees to bring Church of God Seventh Day, Inc. current.

Enclosed you will also find Articles of Dissolution for Jerusalem Church of God Seventh Day, Inc. along with a check in the amount of \$ 70.00. Please file the Articles of Dissolution and the Waiver executed by the corporation to the name, "Jerusalem Church of God Seventh Day, Inc."

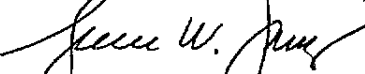
Finally, please also file the enclosed Amended and Re-stated Articles of Incorporation for Church of God Seventh Day, Inc. which amend the name of the corporation and adopt the name, "Jerusalem Church of God Seventh Day, Inc."

Hopefully, the net effect of all these changes will be that Church of God Seventh Day, Inc. is reinstated as a corporation and has adopted the name of Jerusalem Church of God Seventh Day, Inc. If there is any problem implementing any of these actions, please notify us immediately by telephone or letter.

Your assistance in this matter is most appreciated.

Sincerely,

LANGBEIN & LANGBEIN, P.A.


Leslie W. Langbein, Esq.

Dissolution

LFT 8-10-98

98 AUG -5 PM 2:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
98 AUG -5 AM 11:14
DIVISION OF CORPORATIONS

FILED

98 AUG -5 PM 2:24

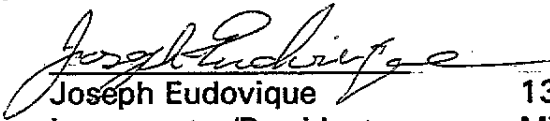
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION


We, the undersigned, adopt the following Articles of Dissolution pursuant to
Section 617.1401, Florida Statutes:

1. The name of the corporation is **Jerusalem Church of God Seventh Day, Inc.**
2. The date of filing of the Articles of Incorporation is **March 10, 1998.**
3. The corporation has not commenced to conduct its affairs.
4. There are no debts, obligations and liabilities of the corporation that remain unpaid.
6. This dissolution is authorized by a majority of the incorporators.
7. The dissolution of this corporation shall be effective immediately upon filing of these articles with the Florida Department of State.

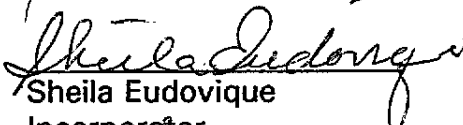
IN WITNESS WHEREOF, we, a majority of the incorporators and officers of the corporation, do subscribe our names this 27th day of June, 1998.


Joseph Eudovique
Incorporator/President

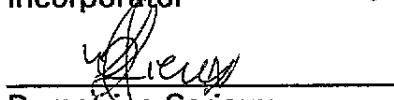
1301 NW 175th Terrace
Miami, FL


Miriam John
Incorporator/Sec/Tr

2241 S. Sherman Circle, #410
Miramar, FL 33025


Sheila Eudovique
Incorporator

1301 NW 175th Terrace
Miami, FL


Demetrius Serieux
Incorporator/V. Pres.

1385 NW 128th Street
Miami, FL 33167