

Smart's Consulting Group, Inc.
7 The Court
New Rochelle, New York 10801
914-633-4415
(Fax) 914-632-6836

Audrey D.F. Smart
President

N98000003458

June 10, 1998

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

500002558965--1
-06/12/98-01108-013
***122.50 ***122.50

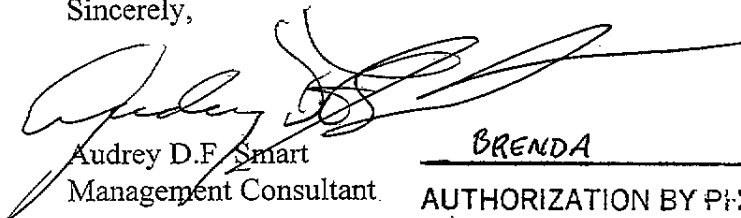
Dear Sir/Madam:

Enclosed please find check number 0881 for the amount of \$122.50 to cover the following

Filing fee for Certificate of Incorporation
2 Certified copies

If you have any questions please feel free to contact me at the above telephone number and or address.

Sincerely,


Audrey D.F. Smart
Management Consultant

BRENDA _____ GAVE
AUTHORIZATION BY PHONE TO
CORRECT CORP. SUFFIX
DATE 6-15-98
DOC. EXAM 9N

FILED
98 JUN 12 PM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9N6-15-98

CERTIFICATE OF INCORPORATION

OF

DOMINION INTERNATIONAL, INC.

(Pursuant to Chapter 617 of the Florida Statutes)

FILED
98 JUN 12 PM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, all of full age, for the purpose of forming an Not For Profit Corporation pursuant to and in conformity with the Religious Corporation Law of the State of Florida, hereby certify as follows:

1. The Name of this Church shall be Dominion International, Inc.
2. The principal place of business and mailing address of the corporation shall 101 Indigo Drive, Daytona Beach, Florida 32114.
3. That a notice of the meeting of the members of Dominion International for the purpose of incorporating an unincorporated church was duly given and said meeting was held in accordance therewith on the 27th day of April, 1998 at 101 Indigo Drive, Daytona Beach, Florida, in the County of Volusia, in the State of Florida.
4. At said meeting, Thomas K. Manton, one of the subscribers hereto, was the presiding officer, at which meeting a majority of the qualified voters, being at least three in number, were present. That Thomas K. Manton, (inspector) Joseph E. White (inspector) and Jill Mattocks, the other subscribers hereto, were present and voted thereat.
5. The names and addresses if the persons duly elected as Directors at such meeting for the unexpired term until the next annual meeting are as follows:

| NAME | ADDRESS |
|----------------------|--|
| Thomas K. Manton, IV | 19-14 21 st Road Astoria, New York 11105 |
| Joseph E. White | 55-43 66 th Street Maspeth, NY 11369 |
| Jill Mattocks | 3 New York Plaza, 18 th Floor New York, New York 10004 |

6. One third to hold office until the first annual election of trustees thereafter, one third to hold office until the second annual election thereafter, and one third to hold office until the third annual election thereafter respectively.

7. The purpose for which this church is to be formed is as follows:
 - A. To establish and maintain and operate one or more places of worship for members of the church and anyone wishing to fellowship with the Church, to promote, continue and encourage the assembly of persons, on a regular basis, for the purpose of Divine Worship, Spiritual Fellowship and Religious Observances according to the Christian Faith.
 - B. To provide a vehicle and institution for the promulgation, preaching and teaching, of belief and faith in God through Jesus Christ.
 - C. To institute, participate in and/or support, all worthy activities and projects Divinely inspired or assigned.
 - D. To conduct religious services, promote religious education, training and general community work and to assist benevolent charitable and worthy causes of a similar nature.
 - E. To provide religious worship services on a non-discriminatory basis without regard to race, color, creed, sex, religion, ethnic or national origin.
 - F. To organize missionary work for the teaching of the Gospel of Christ, within and without the United States of America according to the tenets of the Christian Church.
 - G. To promote the teaching of the Gospel of Jesus Christ among the members of the Church and also among the non-members according to the tenets of the Christian Church.
 - H. To develop multi-service programs and services in the local community and the community at large to assist in the religious, educational and social growth of the congregation, community and the world.
 - I. To rent, lease or purchase such buildings or edifices which might be needed by the congregation; to alter or repair the same, and dispose of the same when no longer needed or used by the Church.
 - J. To buy vacant land or buildings; alter, develop, build or repair the same for the use of the Church, and dispose of the same when no longer needed.
 - K. To hold and operate such property which shall come into the possession of said Church; and sell, assign, transfer and otherwise dispose of any and all of the securities, properties and rights which may at any time be acquired or held by the Church and in all respects to deal with and in the same, in so far as may lawfully be done under the provisions of the Corporation Law.

- L. To borrow money and to contract debts when necessary for the exercise of its corporate rights, privileges, or for any other lawful purpose of its corporation; and it may issue and dispose of its obligations from time to time, for and of the objects or purposes of the Church, and to mortgage its property, and/or to make such deed of trust as may be necessary to secure the payment of such obligation or of any debts contracted for such purpose.
- M. To enter into, make, perform and carry out contracts with any person, firm, corporation, private, public, municipal or political body, under the Government of the United States of America, and foreign countries, so far and to the extent that the same may be done and performed under the provisions of the Religious Corporation Law and the State of Florida.
- N. To do anything and everything that is proper to the aforesaid purposes and which may properly be done by a Religious Corporation organized under and subject to the laws of the State of Florida: to possess all rights and privileges, and exercise all powers, permitted to such a corporation, including, without limitation, the power to solicit monies and contributions from the general public.

- 7. The Founder and Overseer of Dominion International, ^{INC.} shall be Thomas K. Manton.
- 8. The duration of the church shall be perpetual.
- 9. The Directors shall be three in number or such other number as may be determined at any annual meeting, with Thomas K. Manton, ex-officio member.
- 10. That in December, 1998 and each year thereafter, there shall be held the Annual meeting of the church for the purpose of electing Directors and other officers and for such other business which shall come before the church at the said meeting.
- 11. Notwithstanding, any other provisions of these articles, this corporation is organized exclusively for one or more of the purposes as specified in section 501(c)(3) of the Internal Revenue Code of 1954, and shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under IRC section 501(c)(3) or corresponding provisions of any subsequent Federal tax laws.

No part of the net earnings of this corporation shall inure the benefit of any member, trustee, director, officer of the corporation, or any private individual (except the reasonable compensation may be paid for services rendered to or for the corporation), and no member, trustee, 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 corporation.

13. No substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation [except as otherwise provided by IRC section 501(h)] or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidates for public office.

14. In the event of dissolution, all of the remaining assets and property of the corporation shall, after necessary expenses thereof, be distributed to another organization exempt under IRC section 501(c)(3), or corresponding provisions of any subsequent Federal tax laws, or to the Federal government, or state or local government for a public purpose, subject to the approval of a Justice of the Supreme Court of the State of Florida.

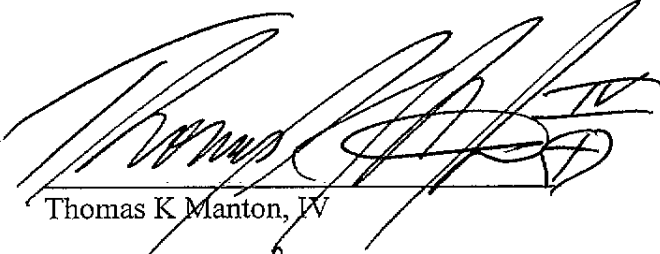
The Registered Agent for Dominion International, ^{Inc.} name and address is as follows:

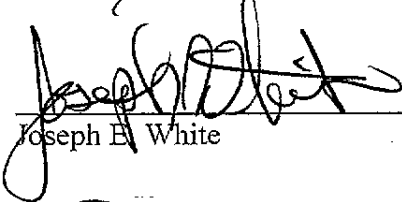
Thomas K. Manton
101 Indigo Drive
Daytona Beach, Florida 32114

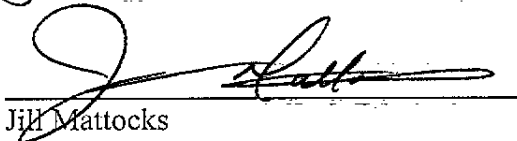
I, Thomas K. Manton hereby am familiar with and accept the duties and responsibilities of Registered Agent.

FILED
98 JUN 12 PM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, we have executed and affirmed this certificate on this
_____ day of _____ 7 1998, to be true under the penalties of perjury.


Thomas K. Manton, IV


Joseph E. White


Jill Mattocks

FILED
98 JUN 12 PM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

On the _____ of _____ 1998, before me personally came Thomas K. Manton, IV, Joseph E. White and Jill Mattocks to me known to be the individuals described in and ho executed the foregoing instrument, and they duly acknowledged to me that they are executed the same.

Notary