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CRYSTAL H. RINER
ADMINISTRATOR

September 4, 1998

Attention: New Filings
Department of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

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-09/08/98-01035-020
****131.50 ****131.50

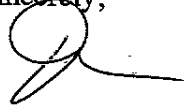
Re: Filing of Articles of Incorporation for Upper Room Bible Studies, Inc.

Dear Division of Corporations:

Please find enclosed an original and a copy of the **Upper Room Bible Studies, Inc.**, Articles of Incorporation and a check in the amount of \$131.50 made payable to Secretary of State. Please file the same and return all correspondence to the above entitled firm to my attention.

Thank you for your cooperation.

Sincerely,



Donald W. Weidner, Esquire
Corporate Counsel

Enclosure
DWW/chr

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FILED
98 SEP -8 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SEP 15 1998

ARTICLES OF INCORPORATION OF

The undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of forming a corporation under the Florida Not for Profit Corporation Act:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation ("Corporation") is UPPER ROOM BIBLE STUDIES, INC.

ARTICLE II

The street address of the principal office of the Corporation is 3334 E. Shenandoah Drive, Jacksonville, Florida 32065

ARTICLE III

The specific purpose for which the corporation is organized is to form a religious educational program.

ARTICLE IV

The manner in which directors are elected or appointed shall be set forth in the bylaws.

ARTICLE V

The initial street address of the Corporation's registered office is 11265 Alumni Way, Suite 201, Jacksonville, Florida 32246-6685. The initial registered agent for the Corporation at that address is Donald W. Weidner, Esquire.

ARTICLE VI

The initial board of directors shall consist of three members. The names and address of the persons who will serve on the initial board of directors are:

Reverend Dave Lawson	Address: 3334 E. Shenandoah Drive Orange Park, Florida 32065
Crystal H. Riner	Address: 11226 Duval Road Jacksonville, Florida 32218
Dr. Arlo Williams	Address: 9648 Woodland Avenue Jacksonville, Florida 32208
Reverend Melba Gay	Address: 1261 Hammond Boulevard Jacksonville, Florida 32221

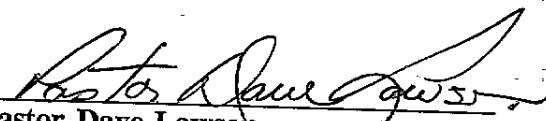
ARTICLE VII

The name and street address of the person signing these articles of incorporation is Pastor Dave Lawson, 3334 E. Shenandoah Drive, Orange Park, Florida 32065

ARTICLE VIII

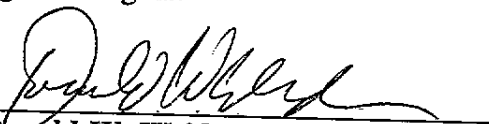
The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 3rd day of September, 1998.


Pastor Dave Lawson

ACCEPTANCE OF REGISTERED AGENT

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.


Donald W. Weidner, Esquire

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