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FILED
01 AUG 20 AM 8:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 16, 2001

RE: THE LIGHTHOUSE
FILE NO: 00-153

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

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MEMO

Enclosed herein please find the original and one copy of Restated and Amended Articles of Incorporation for The Lighthouse of the Lord, Inc. and my check for $43.75. Please file same and forward a certified copy of same to the above address at your earliest convenience.

Thank you for your attention to this matter. If you have any questions, please let me know.

Sincerely yours,

Amend + Restate Arts
8-27-01
PMS

Perry W. Hodges, Jr.
bnb

PERRY W. HODGES, JR.

PWH/bnb
enclosures

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RESTATED AND AMENDED ARTICLES OF INCORPORATION

OF

THE LIGHTHOUSE OF THE LORD, INC.

(A Florida Nonprofit Corporation)

Pursuant to the provisions of Section 617.1007, Florida Statutes, the undersigned Florida nonprofit corporation, pursuant to a resolution dated May 15, 2001, duly adopted by its board of directors, hereby adopts the following Restated and Amended Articles of Incorporation. There were no members entitled to vote on the Restated and Amended Articles of Incorporation.

ARTICLE I. NAME

The name of this corporation shall be **THE LIGHTHOUSE OF THE LORD, INC.**

ARTICLE II. DURATION

This corporation's duration shall be perpetual, unless it is hereafter dissolved according to law.

ARTICLE III. PURPOSE

This corporation is being formed for the purpose of charitable engaging in the transaction of any and all activities permitted under the laws of Florida and the United States of America. This corporation will engage in religious, charitable, and/or educational purposes, and will not engage in nonexempt purposes.

This corporation is irrevocably dedicated to and operated exclusively for non-profit purposes; and no part of the income or assets of the corporation shall be distributed to, nor inure to the benefit of any individual.

This corporation shall be limited in its purposes, objectives and activities as follows:

1. Notwithstanding any other provision of these Articles, this corporation will not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue law.

2. Notwithstanding any other provision of these Articles, this corporation 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) of the Internal Revenue Code 1954 or any other corresponding provision of any future United States Internal Revenue law.

ARTICLE IV. POWERS

This corporation may do and perform all such acts and things, including those generally allowed by the laws of Florida relative to nonprofit corporations, as now existing, or as the law may henceforth provide, as from time to time may be necessary or expedient to the exercise of any and all of its corporate functions, powers, and rights.

However, this corporation, in exercising any one or more of such powers shall do so in furtherance of the exempt purpose for which it has been organized as described in the applicable sections of the Internal Revenue Code.

ARTICLE V. MANAGEMENT

The powers of this corporation shall be exercised, its properties controlled, and its affairs and business conducted and managed by the Board of Directors.

Any action required or permitted to be taken by the Board of Directors, under any provision of the law, may be taken without a meeting, if all of the directors shall individually or collectively consent in writing to such action. Such written consent shall be filed with the minutes of the proceedings of the Board of Directors. Any such action by written consent shall have the same force and effect as if taken by a unanimous vote of the Board of Directors. Any certificate or other document filed, under any provision of the law which relates to the action so taken, shall state that the action was taken by the unanimous written consent of the Board of Directors without a meeting, and that these Articles of Incorporation authorize the Board of Directors to so act. Such a statement shall be prima facia evidence of such authority.

ARTICLE VI. BOARD OF DIRECTORS

This corporation's Board of Directors shall have no less than three (3) and no more than fifteen (15) directors. The number of directors may be increased or decreased, from time to time, by an amendment to the corporate Bylaws, but shall never be less than three (3).

The directors shall be elected annually by the Board of Directors. The manner of the election of the directors shall be specified in the corporate Bylaws.

The name and address of each individual who shall serve as a member of the Board of Directors are:

MICHAEL A. WILLIAMS
2771 Northeast 58th Street
Fort Lauderdale, Florida 33308

MARIA LINDA
2220 Northwest 41st Terrace
Coconut Creek, Florida 33066

CLAUDIA WILLIAMS
2771 Northeast 58th Street
Fort Lauderdale, Florida 33308

ARTICLE VII. OFFICERS

The officers shall consist of a president, a vice president, a secretary, and a treasurer. This corporation may have such other officers as may be provided in the corporate Bylaws.

The officers shall be elected annually by the Board of Directors. The manner of the election of the officers shall be specified in the corporate Bylaws. The officers named herein shall hold office until the election of officers at the next annual Board of Directors' meeting, or until their successors are elected and qualified.

The names of the officers are:

Office	Name
President	MICHAEL A. WILLIAMS
Vice President	MARIA LINDA

Secretary CLAUDIA WILLIAMS

Treasurer CLAUDIA WILLIAMS

ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE IX. PRINCIPAL OFFICE

The principal office and mailing address of this corporation shall be located at 2220 Northwest 41st Terrace, Coconut Creek, Florida 33066.

ARTICLE X. REGISTERED OFFICE & AGENT

The address of this corporation's registered office shall be: 2771 Northeast 58th Street, Fort Lauderdale, Florida 33308.

The name of the individual who shall serve as this corporation's registered agent at that address is:

CLAUDIA WILLIAMS

ARTICLE XI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

CLAUDIA WILLIAMS
2771 Northeast 58th Street
Fort Lauderdale, Florida 33308

ARTICLE XII. BYLAWS

Corporate Bylaws will be hereinafter adopted by the Board of Directors. The corporate Bylaws may be amended or repealed, in whole or in part, by the Board of Directors in the manner provided therein, provided that they are not inconsistent with the provisions of these Articles of Incorporation.

ARTICLE XIII. <u>SPECIAL PROVISIONS</u>

A. In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or the Federal, State, or Local government for exclusive public purpose.

B. This corporation will not, as a substantial part of its activities, attempt to influence legislation.

C. This corporation will not participate to any extent in a political campaign for or against any candidate for public office.

D. This corporation will distribute its income for each tax year at such time and in such manner as not to subject income to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provision of any subsequent Federal tax laws.

E. This corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

F. This corporation will not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

G. This corporation will not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provision of any subsequent Federal tax laws.

H. This corporation will not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

ARTICLE XIV. AMENDMENTS

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors.

This corporation's incorporator, for the purpose of forming this nonprofit corporation under the laws of Florida, has executed these Articles of Incorporation, on the date indicated next to the signature.

Claudia Williams
CLAUDIA WILLIAMS
Secretary and Incorporator

5-24-01
Date

I hereby accept my designation as resident agent and agree to serve as the resident agent of THE LIGHTHOUSE OF THE LORD, INC. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for THE LIGHTHOUSE OF THE LORD, INC.

Claudia Williams
CLAUDIA WILLIAMS
Registered Agent

STATE OF FLORIDA
COUNTY OF BROWARD

On May 24, 2001, CLAUDIA WILLIAMS, designated above as the individual who shall serve as the corporation's registered agent, and the individual designated above as the subscriber to these Articles of Incorporation, who has produced Personally known as identification, and who ✓has personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Restated and Amended Articles of Incorporation of THE LIGHTHOUSE OF THE LORD, INC.

PERRY W. HODGES, JR.
Notary Public, State of Florida

My commission expires:

NOTARY PUBLIC STATE OF FLORIDA
Perry W. Hodges, Jr.
Notary Public, State of Florida
Commission No. CC 676451
My Commission Exp. 10/16/2001
1-800-3-NOTARY - Fla. Notary Service & Bonding Co.