



The Law Firm of Michael Stepakoff, P.A.

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January 27th, 1999

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

RE: Shivat Tzion, Inc.

600002758236--4
-01/29/99--01027--004
*****78.75 *****78.75

Dear Sirs:

I am filing the enclosed articles of incorporation as attorney on behalf of Shivat Tzion² Inc.. Please return a certified copy to me at the above address.

I have included a check for \$78.75.

Sincerely,

Michael Stepakoff, Esq.

FILED
99 JAN 29 AM 10:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Michael GAVE
AUTHORIZATION BY PHONE TO
CORRECT articles 4-11
DATE 2/3/99
DOC. EXAM T.A.

TA-2/3/99

ARTICLES OF INCORPORATION

OF

SHIVAT TZION MINISTRIES, INC.

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TALLAHASSEE, FLORIDA

The undersigned hereby executes and acknowledges these ARTICLES OF INCORPORATION in order to organize and incorporate this non-profit corporation under the corporate name stated in Article II.

ARTICLE I : PURPOSE

The purpose of this non-profit corporation is to promote, establish, and safeguard the testimony of Yeshua (Jesus) as the Messiah, particularly among Jewish people who do not yet know or acknowledge Him as the Messiah.

This purpose shall be executed through a united effort of both Jewish and non-Jewish believers in Yeshua who share in the collective vision for the prophetic spiritual revival of Israel as depicted in the holy scriptures of the Tanach (Old Covenant) and the Brit HaDashah (New Covenant).

More specific means of carrying out the purpose stated herein shall be depicted in the bylaws.

ARTICLE II: NAME

The name of this corporation shall be SHIVAT TZION MINISTRIES, INC. Its headquarters shall be in Tampa, Florida.

ARTICLE III: DURATION

This corporation shall exist perpetually.

ARTICLE IV: OFFICERS

1. The executive offices shall be:

A) President: Steven J. Weiler, 4320 Bay to Bay Blvd., Tampa, Fl. 33629.
& Secretary

B) Vice President: Patricia Weiler, 1429 N. 76th Street, Philadelphia PA 19151.

C) Treasurer: Donald Goldstein, 132 Juniper Road, Havertown, PA 19083

2. Each of the above officers shall be elected by the board of directors at the first scheduled meeting, and shall be elected and/or retained thereafter in accordance with the bylaws.

ARTICLE V : BOARD OF DIRECTORS

1. The supreme control, government and management of the property and affairs of the corporation shall be vested in the Board of Directors.

2. The Board shall consist of:

A. Each of the above-listed office bearers listed in Art. V, shall serve as directors at the initial meeting of the board.

B. Thereafter, all directors shall be elected or removed by the board in accordance with the bylaws.

C. The individuals who will serve as directors shall be determined at the first scheduled meeting of the board, and thereafter, at subsequent board meetings, and shall be adopted into the bylaws, however, the number of directors shall not be less than three individuals.

ARTICLE VI : INITIAL DIRECTORS

The names of the persons who are to serve as initial directors until the first meeting of the board shall be:

1) Steven J. Weiler

2) Patricia M. Weiler

3) Donald Goldstein

4) All other directors shall be determined according to the bylaws at the first scheduled meeting of the board.

ARTICLE VII : BY LAWS

The Board of Directors of this corporation may provide such by-laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Upon proper notice the by-laws may be amended, altered or rescinded by a majority vote of those directors who are present at any regular meeting or any special meeting of the board called for that purpose.

ARTICLE ~~VIII~~ AMENDMENTS

These Articles of Incorporation may be amended at a special meeting of the board of directors called for that purpose, by a two-thirds vote of those present.

Amendments may also be made at a regular meeting upon notice given, as provided in the by-laws, of intention to submit such amendments.

ARTICLE ~~IX~~ DISSOLUTION

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

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.

ARTICLE X: LOCATION

The initial location of this corporation shall be: 4320 Bay to Bay Blvd., Tampa, Fl.
33629.

ARTICLE XI: REGISTERED OFFICE AND AGENT

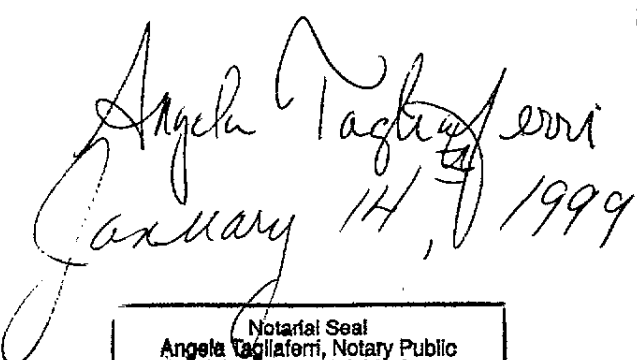
The registered agent shall be Steven J. Weiler. The registered office shall be at 4320 Bay to Bay Blvd., Tampa, Fl. 33629.

I hereby state that I am familiar with, and accept the duties and responsibilities as registered agent for said corporation.


STEVEN J. WEILER

IN WITNESS WHEREOF, I the undersigned subscribing incorporator, have hereunto set my hand and seal, this 14th day of Jan, 1999, for the purpose of forming this corporation not for profit under the laws of the State of Florida.


STEVEN J. WEILER


Notarial Seal
Angela Tagliaferri, Notary Public
Philadelphia, Philadelphia County
My Commission Expires Oct. 5, 1999

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99 JAN 29 AM 10:28
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TALLAHASSEE, FLORIDA