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**Robert E. Lee, Esq.

*Also Admitted in New York
**Also Admitted in Ohio

February 11, 1999

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

RE: A. Articles of Incorporation of Grace Jubile Christian Fellowship, Inc.

Dear Secretary of State:

Please find enclosed the original and one copy of the Articles of Incorporation of Grace Jubile Christian Fellowship, Inc.

Also enclosed is my check in the amount of \$70.00 to cover the filing fee. Please return a file-stamped copy to my office.

Thank you for your cooperation.

Yours truly,

BIVENS, JONES & ASSOCIATES

Burney Bivens, Esquire

BB/mae
Enclosures

*Margaret says that the
client wanted the
spelling as is.
BR 2/16/99*

FILED
99 FEB 15 PM 3:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTER FEB 16 1999

ARTICLES OF INCORPORATION
OF
GRACE JUBILE CHRISTIAN FELLOWSHIP, INC.

FILED
99 FEB 15 PM 3:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a non-profit corporation under the Not for Profit Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of the corporation is Grace Jubile Christian Fellowship, Inc.

ARTICLE II - TERM OF EXISTENCE

The period of duration of the corporation is perpetual.

ARTICLE III - NATURE OF BUSINESS

This corporation is organized to provide religious, educational and cultural related services while spreading the Word of God and any other purpose or activity that is lawful under the laws of the State of Florida and the United States of America for non-profit corporations.

ARTICLE IV - MEMBERSHIP

The qualifications for membership and the manner of admission shall be as regulated by the by-laws.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal place of business of the corporation is 5938 118th Street, Jacksonville, Florida 32244. The name of the initial registered agent is Daniel T. Cusic, Jr. and the address of the initial registered agent is 4263 Tradewinds Drive, Jacksonville, Florida 32250.

ARTICLE VI - DIRECTORS

The initial Board of Directors shall consist of six (6) members who need not be residents of the State of Florida.

ARTICLE VII - INITIAL DIRECTORS

The names and addresses of the persons who shall serve as Directors until the first annual meeting of the members or until their successors shall have been elected and qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Daniel T. Cusic, Jr.	4263 Tradewinds Drive Jacksonville, FL 32250
Stephan O'Steen	5938 118th Street Jacksonville, FL 32244
Gary Preston	5938 118th Street Jacksonville, FL 32244
Tom Knight	5938 118th Street Jacksonville, FL 32244
Terry Jones	5938 118th Street Jacksonville, FL 32244
Dewey Harrell	5938 118th Street Jacksonville, FL 32244

The method of election of Directors shall be as stated in the by-laws.

ARTICLE VIII - INCORPORATOR

The name and address of the initial incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Daniel T. Cusic, Jr.	4263 Tradewinds Drive Jacksonville, FL 32250

ARTICLE IX - DUTIES AND POWERS

Grace Jubile Christian Fellowship, Inc. shall be a non-profit corporation and shall have all the duties and powers of non-profit organizations, and no member, officer or director shall be authorized to do anything inconsistent with a non-profit corporation. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, trustees, officers or other private persons, except that the corporation shall be authorized to and empowered to pay reasonable compensation for services rendered to and make payments and distributions in furtherance of the purposes set forth in Article III. No substantial part of any of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future Federal Tax Code; or a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code or the corresponding section of any future Federal Tax Code.

ARTICLE X - STOCK

The corporation is organized and shall be operated on a non-stock basis within the meaning of the Florida Not For Profit Corporation Act and shall not have the power to issue shares of any type or class of stock but may issue membership certificates if so provided in the by-laws.

ARTICLE XI - AMENDMENT OF ARTICLES OF INCORPORATION

The members shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a called membership meeting, with not less than a three-fourths vote of the members.

ARTICLE XII - DISSOLUTION OF CORPORATION

Upon dissolution of the corporation, the assets of the corporation remaining after payment of all debts and liabilities of the corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Intern Revenue Code or the corresponding section of any future Federal Tax Code or shall be granted to Florida State Board of Trustees, Church of God of Prophecy, Winter Garden, Florida, to be disposed of or used by a local Church of God of Prophecy as operating exclusively for charitable, educational or religious purposes as deemed proper by the Florida State of Trustees.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Orange Park, Clay County Florida, on this 11th day of February, 1999.

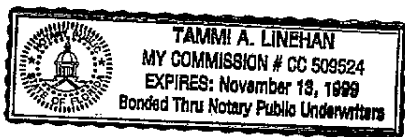


DANIEL T. CUSIC, JR.

STATE OF FLORIDA)
COUNTY OF CLAY)

BEFORE ME, the undersigned authority, personally appeared DANIEL T. CUSIC, JR., who is personally known to me or who produced C220-178-31-307-0 as identification, the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Orange Park, Clay County, Florida, on this 11th day of February, 1999.



Tammi A. Linehan

Notary Public - State of Florida
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts his designation as registered agent for Grace Jubile Christian Fellowship, Inc.

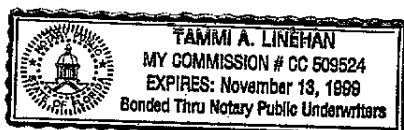
Daniel T. Cusic, Jr.
DANIEL T. CUSIC, JR.

FILED
99 FEB 15 PM 3:19
CLAY COUNTY, FLORIDA
SECRETARY OF STATE

STATE OF FLORIDA)
COUNTY OF CLAY)

BEFORE ME, the undersigned authority, personally appeared DANIEL T. CUSIC, JR., who is personally known to me or who produced C220-178-31-307-0 as identification, the person described in and who subscribed the Acceptance of Registered Agent, and he did freely and voluntarily acknowledge before me that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Orange Park, Clay County, Florida, on this 11th day of February, 1999.



Tammi A. Linehan

Notary Public - State of Florida
My Commission Expires: