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MICHAEL S. BURKE
M. TODD BURKE

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

February 17, 1999

Re: God's Servants Ministries, Inc.

Dear Sir or Madam:

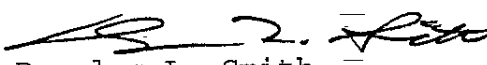
Please find enclosed herewith the original and a copy of proposed Articles of Incorporation for the new corporation to be known as God's Servants Ministries, Inc., together with a check in favor of the Secretary Of State in the amount of \$78.75 for the following fees:

Filing Fee:	\$ 35.00
Certification of Copy:	8.75
Designation Of Registered Agent:	35.00
Total:	\$ 78.75

Also enclosed is Certificate Designating Place of Business or Domicile for the Service Process Within This State Naming Agent Upon Whom Process May be Served. Your assistance in filing these documents and in forwarding the Certified Copy to me, would be most appreciated. Please note that Item 7 in the Articles Of Incorporation designates the names and addresses of the Directors and Item 5 designates the place of operation of the Corporation. Thank you.

Very truly yours,

BURKE & BLUE, P.A.


Douglas L. Smith

DLS/pj
Enclosures as stated.

cc: Franklin Lynch

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 18 PM 1:24

DESTIN OFFICE:

SUITE 300

100 ST. CHARLES PLACE

DESTIN, FLORIDA 32541

TELEPHONE (850) 267-9498

TELECOPIER (850) 267-9499

*ALSO ADMITTED IN LOUISIANA

**ALSO ADMITTED IN ALABAMA

***ALSO ADMITTED IN GEORGIA

****BOARD CERTIFIED CRIMINAL TRIAL PRACTICE

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*****78.75 *****78.75

B. BROWN FEB 18 1999

ARTICLES OF INCORPORATION

OF

GOD'S SERVANTS MINISTRIES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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THE UNDERSIGNED, for the purpose of forming a corporation under Chapter 617, Florida Statutes (1997), pursuant to the Florida Not-for-Profit Corporation Act, hereby certify:

1. Name. The name of the Corporation is God's Servants Ministries, Inc.

2. Exempt Status. The Corporation has not been formed for pecuniary profit or financial gain, and no part of the assets, income, or profit of the Corporation is distributable to, or inures to the benefit of, its directors or officers except to the extent permitted under the Not-for-Profit Corporation Act. Notwithstanding any other provision of this certificate, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law).

3. Purposes. The purposes for which the Corporation is to be formed are for religious, educational, and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 and, in this connection, more specifically with the

business of owning and operating the church currently located at 1310 Roosevelt Drive, Panama City, Florida 32401, and to these ends to take and hold by bequest, devise, gift, grant, purchase, lease or otherwise any property, real, personal, tangible or intangible, or any undivided interest therein, without limitation as to amount or value; to sell, convey, or otherwise dispose of any such property and to invest, reinvest, or deal with the principal or the income thereof in such manner as, in the judgment of the directors, will best promote the purpose of the Corporation and the church without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, this Certificate of Incorporation, the Bylaws of the Corporation, or any laws applicable thereto. To do any other act or thing incidental to or connected with the foregoing purpose or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Not-for-Profit Corporation Act. In furtherance of its corporate purposes, the Corporation shall have all general powers enumerated in Chapter 617, Florida Statutes, entitled The Not-for-Profit Corporation Act.

4. Initial and Registered Principal Office. The street address, city and county in which the Corporation's office is to be located are: 1310 Roosevelt Drive, Panama City, Bay County, Florida 32401.

5. Place of Operation. The territory in which the Corporation's activities are principally to be conducted is Bay

County, Florida.

6. Approvals and Consents. Prior to delivery to the Department of State for filing, all approvals or consents required by law will be endorsed upon or annexed to this certificate.

7. Names of Directors. The names and residences of the directors until the first annual meeting are:

<u>Names</u>	<u>Addresses</u>
Franklin Lynch	1405 Flower Avenue Panama City, Florida 32401
Joyce Harris	1803-B Calhoun Avenue Panama City, Florida 32405
Thelma Jennings	1115 Louisiana Avenue Panama City, Florida 32401

8. Subscriber. The name and street address of the subscriber to this Certificate of Incorporation is as follows:

<u>Name</u>	<u>Street Address</u>
Franklin Lynch	1405 Flower Avenue Panama City, Florida 32401

9. Officers. The Officers of this Corporation shall be a President, Vice-President, Secretary, and Treasurer and such other offices or agents as may be deemed necessary. All officers, agents or employees as may be necessary shall be chosen in such a manner, hold offices for such time, and have such power and duties as may be prescribed by the By-Laws or determined by the Board of Directors. Any person may hold two (2) or more offices.

10. Distribution on Dissolution. In the event of dissolution, all of the remaining assets and property of the Corporation shall, after necessary expenses thereof, be distributed to such

organizations as shall qualify under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

11. Income and Distribution. No part of the income of the Corporation shall inure to the benefit of any member, trustee, director, officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), 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 on dissolution of the Corporation.

12. Prohibited Activities. No part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

13. Address of Notice. The post office address to which the Secretary of State shall mail a copy of notice required by law is 1310 Roosevelt Drive, Panama City, Bay County, Florida 32401.

14. Age of Incorporator. The Incorporator is of the age of 18 years or over.

IN WITNESS WHEREOF this certificate has been signed by the subscriber, this 17th of February, 1999.

Franklin Lynch
Franklin Lynch

STATE OF FLORIDA
COUNTY OF BAY

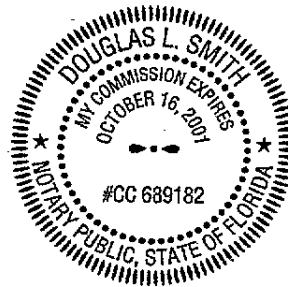
THE FOREGOING instrument was acknowledged before me this 17th

day of February, 1999, by Franklin Lynch, who is personally known to me or who has produced FL Driver License as identification and who did take an oath. # L520-250-54-097-0

[SEAL]

[Signature]
Notary Public/

Commission No.:
My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 18 PM 1:24

IN PURSUANCE OF CHAPTER 48.901, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST, that God's Servants Ministries, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at City of Panama City, County of Bay, State of Florida, has named Franklin Lynch, located at 1405 Flower Avenue, Panama City, County of Bay, State of Florida 32401, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

HAVING been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept the Act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Franklin Lynch
Franklin Lynch
(Resident Agent)