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February 10, 1999

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

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*****70.00 *****70.00

Gentlemen,

Enclosed are the Articles of Incorporation for Restoration Live Breakthrough Church of God and Christ, Inc., and the filing fee of \$70.00. If additional information is required please contact me.

Sincerely,

Elder John Cunningham

MERCURIO & BRIDGFORD, P.A.

CERTIFIED PUBLIC ACCOUNTANTS
713 SOUTH ORANGE AVENUE
SARASOTA, FLORIDA 34236

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION OF
RESTORATION LIVE BREAKTHROUGH CHURCH
OF GOD AND CHRIST, INC.
A NOT FOR PROFIT CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a corporation, adopt the following Articles of Incorporation pursuant to Chapter 617, Florida Statutes.

Article I - Name

The name of the corporation is Restoration Live Breakthrough Church of God and Christ, Inc.

Article II - Mailing Address and Principal Office

The mailing address and the principal office of the corporation is 5801 14th. Street West, Suite A, Bradenton, Florida 34207.

Article III - Purpose

The purpose for which the corporation is organized is to establish a church to serve God and it's members in accordance with the Holy Scriptures as contained in the Old and New Testament of our Bible and to foster religious freedom, support of new ministries and comfort to those in need.

Article IV - Election of Directors

The method of election of directors shall be as stated in the bylaws.

Article V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 5801 14th. Street West Suit A, Bradenton, Florida 34203 and the name of the initial registered agent at that address is Elder John Cunningham.

Article VII - Incorporators

The names and addresses of the Incorporators are:

Elder John Cunningham
5714 7th. Street East
Bradenton, Florida 34203

Sabrina Cunningham
5714 7th. Street East
Bradenton, Florida 34203

Mary M. Phelps
3810 5th. Street East Apt. # 221
Bradenton, Florida 34203

Article VIII - Bylaws

The bylaws of the corporation are to be initially adopted by the Board of Directors and may thereafter be amended or rescinded by the Board of Directors.

Article IX - Earnings

No part of 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 and empowered to pay reasonable compensation for services rendered and to make payments and distribute in furtherance of the purpose set forth in Article II. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, the Corporation shall not participate in or intervene in (including the publishing 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 (a) by a corporation exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code or corresponding section of any future federal tax code.

Article X - Distribution and Dissolution

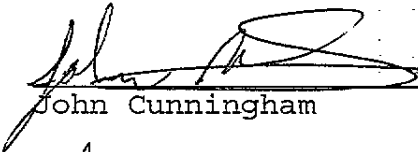
In the event of dissolution, all of the remaining assets and property of the Corporation, after payment of indebtedness, and expenses necessary to the dissolution and winding up the affairs of the Corporation, shall be distributed for one or more exempt purpose within the meaning of section 501 (c) (3) of the Internal Revenue Code or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court having jurisdiction in the county in which the principle office of the Corporation is then located, exclusively for such purposes to such organization or organizations as said court shall determine, which are organized an operated exclusively for such purpose.

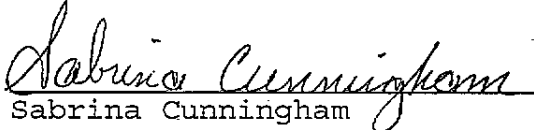
Article XI - Indemnification

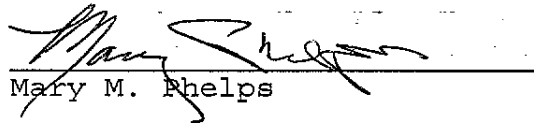
All officers and directors shall be indemnified by the Corporation to the fullest extent permitted by law against all expenses and liabilities including attorney's fees reasonably

incurred in connection with any threatened, pending or completed action, suit or proceedings or settlement thereof in which they may become involved as a party or otherwise by reason of holding such office. The Corporation may purchase and maintain insurance on behalf of all officers and directors against any liability asserted against them or incurred by them in their capacity as officers and directors or arising out of their status as such.

IN WITNESS WHEREOF, the undersigned have made, signed and acknowledged these Articles of Incorporation on February 21, 1999.


John Cunningham

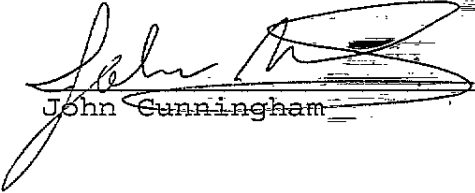

Sabrina Cunningham


Mary M. Phelps

Notice of Appointment of Registered Agent, Acceptance
and
Designation of Corporate Office

The undersigned, John Cunningham, having a street address of 5714 7th. Street East, Bradenton, Florida 34207, having been appointed by the directors of Restoration Live Breakthrough Church of God and Christ, Inc. A corporation not for profit, as registered agent, states as follows:

1. The corporation shall maintain an office at 5801 14th. Street West, Suite A, Bradenton, Florida 34207 and shall notify the Department of State of any change in address of this office or the name of the registered agent at this address.
2. He accepts the appointment and consents to serve as registered agent of the corporation pursuant to Section 617.023, Florida Statutes.


John Cunningham

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA