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Adrian Gabaldon, Attorney at Law

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September 2, 1999

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

FILED
99 SEP -7 AM 7:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Sold Out For Christ Youth Ministries, Inc.

Gentlemen:

Enclosed is an Articles of Incorporation which I have prepared for Sold Out For Christ Youth Ministries, Inc., together with a check in the amount of \$122.50, to cover the cost of filing same.

The Designation and Acceptance of Registered Agent is on the last page of the Articles.

Very truly yours,

Adrian Gabaldon
Adrian Gabaldon

AG:bh

Encs.

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****122.50 *****78.75

9-14
WC

ARTICLES OF INCORPORATION

OF

**SOLD OUT FOR CHRIST YOUTH MINISTRIES, INC.
A Florida Nonprofit Corporation**

FILED
99 SEP -7 AM 7:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, with other persons being desirous of forming a nonprofit corporation under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I

The name of the corporation shall be:

SOLD OUT FOR CHRIST YOUTH MINISTRIES, INC.

The address of the principal office of this corporation shall be 288 Cherry Laurel Lane, Winter Haven, Florida 33880; and the mailing address of the corporation shall be 288 Cherry Laurel Lane, Winter Haven, Florida 33880.

ARTICLE II

The general purpose of the business or businesses to be transacted by this corporation, together with and in addition to the authority and powers conferred by the laws of the State of Florida, is youth ministry.

ARTICLE III

The manner in which the directors are to be elected or appointed is stated in the bylaws.

ARTICLE IV

The initial registered office in the State of Florida is to be located at 288 Cherry Laurel Lane, Winter Haven, FL 33880. The name of the initial registered agent of the corporation at that address is THOMAS G. WESTBERRY.

ARTICLE V

The names and addresses of the incorporators of these Articles are:

Names	Addresses
Thomas G. Westberry	288 Cherry Laurel Lane Winter Haven, FL 33880
Kevin Chisholm	1397 N. Berkley Road Auburndale, FL 33823
Holly Chisholm	1397 N. Berkley Road Auburndale, FL 33823
Melissa J. Westberry	288 Cherry Laurel Lane Winter Haven, FL 33880

ARTICLE VI

This corporation is to exist perpetually.

ARTICLE VII

The officers of the corporation shall consist of a President, Vice President, and Secretary/Treasurer. Other officers may be provided for in the Bylaws. The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, of until their successor are elected or appointed are:

Title	Names	Addresses
President	Thomas G. Westberry	288 Cherry Laurel Lane Winter Haven, FL 33880
Vice President	Kevin Chisholm	1397 N. Berkley Road Auburndale, FL 33823

Secretary	Holly Chisholm	1397 N. Berkley Road Auburndale, FL 33823
Treasurer	Melissa J. Westberry	288 Cherry Laurel Lane Winter Haven, FL 33880

ARTICLE VIII

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three (3) directors, initially. The names and addresses of the initial members of the Board of Directors are:

Names	Addresses
Thomas G. Westberry	288 Cherry Laurel Lane Winter Haven, FL 33880
Kevin Chisholm	1397 N. Berkley Road Auburndale, FL 33823
Holly Chisholm	1397 N. Berkley Road Auburndale, FL 33823
Melissa J. Westberry	288 Cherry Laurel Lane Winter Haven, FL 33880

ARTICLE IX

The corporation is organized, and shall be operated on a nonstock basis within the meaning of the "Florida Not For Profit Corporation Act."

ARTICLE X

Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes 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

IN WITNESS WHEREOF, the undersigned have signed these Articles of
Incorporation on this 31 day of August, 1999.

Thomas G. Westberry
Thomas G. Westberry

Kevin Chisholm
Kevin Chisholm

Holly Chisholm
Holly Chisholm

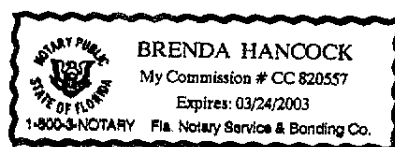
Melissa J. Westberry
Melissa J. Westberry

STATE OF FLORIDA
COUNTY OF POLK

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared **THOMAS G. WESTBERRY, KEVIN CHISHOLM, HOLLY CHISHOLM and MELISSA J. WESTBERRY**, to me known to be the persons described in and who produced Florida Drivers Licenses as identification and who did not take an oath and executed the foregoing Articles of Incorporation and acknowledged to and before me that they executed said instrument for the purposes therein expressed.

WITNESS our hands and seals on this 31 day of August, 1999.

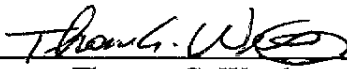
Brenda Hancock
Notary Public



**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

That **SOLD OUT FOR CHRIST YOUTH MINISTRIES, INC.**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, has named **THOMAS G. WESTBERRY** of 288 Cherry Laurel Lane, Lakeland, Florida 33801, as its agent to accept service of process within this state.

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



Thomas G. Westberry

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA