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DIVISION OF CORPORATIONS
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CUSTOMER: David H. Jacoby, Esq
DAVID H. JACOBY, ESQ
DAVID H. JACOBY, ESQ
The Exchange - Suite 100
1581 Robert J. Conlan Blvd., ne
Palm Bay, FL 32905

DOMESTIC FILING

NAME: HEART TO HEART MINISTRIES,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS:

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

8/11/99

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NON-STOCK
Articles of Incorporation
Of
HEART TO HEART MINISTRIES, Inc.

We, the undersigned persons, constituting all the present members of this corporation not for profit with no new members having been admitted, do hereby, as of this 3rd day of November 1999, adopt the following as our Articles of Incorporation to be filed and approved by the Secretary of the State of Florida.

Article I

The name of this organization not for profit shall be ***HEART TO HEART MINISTRIES, Inc.***, (hereafter referred to as the "MINISTRIES").

Article II

The general nature and purpose of this corporation is to engage in religious, charitable, educational and other similar purposes, to wit:

1. To advance the Kingdom of God, by calling young people to faith in the Lord Jesus Christ and to increasingly reflect his character, ethics and compassion, at home, school and in society.
2. To own, hold in trust, use or otherwise possess, sell, convey, mortgage, lease or otherwise dispose of such property, real or chattel, as may be needed for the prosecution of its work;
3. To establish such departments as may be necessary for the ministering of the gospel and the support of missionary activity at home and abroad;
4. To equip churches, their families, and young people to stand for moral excellence, to stand against moral compromise and existential and to avoid the dangers and costs of sinful habits of the heart;
5. To assist, encourage, and help network churches and other charitable religious and educational organizations in the conduct of similar activities.

The general nature and purpose of the corporation shall also include the following:

1. To receive, administer, disburse and invest gifts, devises and bequests by or from any persons or corporations, and acquire, enjoy, utilize or dispose of such property as may seem proper, with the further right to make donations for the public welfare or lend money for its corporate purposes and to re-invest its funds.
2. To make contracts and incur liabilities, borrow money at such rates of interest as the corporation may deem appropriate, purpose bonds and other obligations and secure any of its obligations by mortgage and pledge of all or any of its properties, franchises or income, to issue bonds, notes, debentures or evidence of indebtedness and to secure the same by mortgage deed of trust or other security for the payment of funds so lent or invested.
3. To do any and all matters and things set forth in the Florida Statutes which may be done by any corporation not for profit organized under the laws of the State of Florida.

Article III

This Corporation shall exist perpetually

Article IV

The names and addresses of the subscribers are as set forth at the end of these Articles of Incorporation.

Article V

The names and addresses of the officers and trustees who are to hold title to the property of the Corporation until successors shall be elected, and who shall be responsible for the property of the Corporation, are as follows:

Debra Jennings
P.O. Box 61150
Palm Bay, FL 32906-1150

President and Treasurer

Marie Richards
29 Pleasant St.
South Royalston, MA 01331

Vice President

Vicki Smith
M134 Penny Lane

Secretary

Marshfield, WI 54449

Article VI

The Official Board shall consist of the President, Vice President, Secretary and Treasurer. The Official Board shall act as assistants and advisors to the Ministries.

Article VII

The principal office is located at 1450 Dowd Court, S.E., Palm Bay, FL 32909. The registered agent is David H. Jacoby, Esquire, 1581 Robert J. Conlan Blvd., N.E., Suite 100, Palm Bay, Florida 32905.

Article VIII

The annual meetings of the Corporation shall be held during the first week of September at such time as may be announced.

Article XIII

These Articles of Incorporation may be amended at any regular or special meeting, provided the membership has been duly notified at least ten (10) days prior to the meeting. Amendments require a majority vote of members present and eligible to vote.

Article IX

The Corporation hereby appoints David H. Jacoby, Esquire, 1581 Robert J. Conlan Blvd., N.E., Suite 100, Palm Bay, Florida 32905, as its agent to accept service of process within this State.

Article X


This organization is organized and shall be administered and operated, exclusively to receive, administer, and expend funds for charitable and religious purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

Article XI

This corporation reserves the right to amend, change or repeal any provision contained in these Articles of Incorporation or to merge or consolidate this corporation with any other nonprofit corporation in the manner now or hereafter prescribed by statute, provided, however, that any such action shall be undertaken exclusively to carry out the objects and purposes for which the corporation

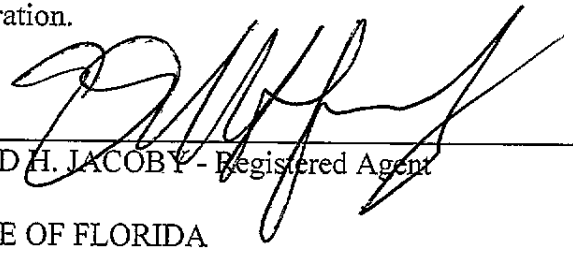
is formed, and all rights herein conferred or granted shall be subject to this reservation.

In witness whereof, the undersigned have hereunto set their hands and seals this 3rd
day of November, 1999.


DEBRA JENNINGS
P. O. Box 61150
Palm Bay, FL 32906-1150

Acceptance by registered Agent

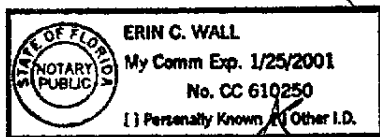
I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.


DAVID H. JACOBY - Registered Agent

STATE OF FLORIDA
COUNTY OF BREVARD

I hereby certify that on this 3rd day of November, 1999, before me, a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared DEBRA JENNINGS and DAVID H. JACOBY, to me known to be the persons described as the Incorporator and Registered Agent, receptively, and who are personally known by me, in and who executed the foregoing Articles of Incorporation, acknowledged before me that they subscribed to these Articles of Incorporation in their respective capacities.


NOTARY PUBLIC



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