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Richard J. DaFonte
Attorney & Counselor at Law

LAW OFFICE
RICHARD J. DAFONTE, P.A.

1000 Belcher Road South, Suite 2
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FILED
96 JUN 14 PM 3:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 10, 1996

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

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, FL 32399

Re: CHRISTIAN LIFE EDUCATION FOUNDATION, INC.

Gentlemen:

Enclosed please find the Articles of Incorporation with reference to the above corporation, in duplicate, together with a check in the amount of \$70.00 to cover the following fees:

Minimum Charter Tax	\$ 0.00
Filing Fee	35.00
Registered Agent Fee	<u>35.00</u>
TOTAL	\$ 70.00

Please file the original and return to me a copy of the same.
Thank you.

Very truly yours,

Richard J. DaFonte
Richard J. DaFonte

RJD/gds

Enclosures

*Blenda
Richard J. DaFonte
Per Blenda this
is a Tax Profit Corp.
RH*

*W96
RH
6/17/96
RH
6/17/96*

ARTICLES OF INCORPORATION
OF
CHRISTIAN LIFE EDUCATION FOUNDATION, INC.

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ARTICLE I. NAME

The name of this corporation shall be CHRISTIAN LIFE EDUCATION FOUNDATION, INC. and the corporation's business address shall be 651 58th Street North, Apt. 18, St. Petersburg, FL 33710.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Secretary of State. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of information dissemination, including written materials, and engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 7,500 par value shares of common capital stock.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly

as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office."

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be One. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

Lucy A. Knouse
Post Office Box 48194
St. Petersburg, FL 33743-8194.

ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE IX. INITIAL REGISTERED AGENT

The address of this corporation's initial registered office shall be: 1000 Belcher Road South, Suite 2, Largo, Florida 34641.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: Richard J. DaFonte.

ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator are: Richard J. DaFonte, 1000 Belcher Road South, Suite 2, Largo, Florida 34641.

ARTICLE XI. AMENDMENT

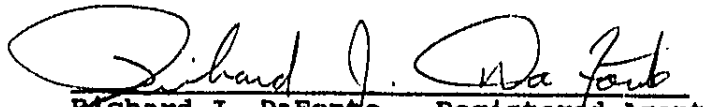
This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments

hereto. Any rights conferred upon the shareholders shall be
subject to this reservation.

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TALLAHASSEE, FLORIDA


Richard J. DaFonte - Incorporator

I hereby accept my designation as resident agent and agree to
serve as the resident agent of CHRISTIAN LIFE EDUCATION FOUNDATION,
INC. I hereby state that I am familiar with and accept the duties
and responsibilities as registered agent for CHRISTIAN LIFE
EDUCATION FOUNDATION, INC.


Richard J. DaFonte - Registered Agent

State of Florida
County of Pinellas

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

On June 6, 1996, Richard J. DuFonte, designated above as the individual who shall serve as this corporation's initial registered agent and incorporator, personally appeared before me and signed and acknowledged signing these Articles of Incorporation of CHRISTIAN LIFE EDUCATION FOUNDATION, INC.

Glenda Suggs
Notary Public

Commission Expiration Date:



GLEND B. SUGGS
MY COMMISSION # CG302883 EXPIRES
AUGUST 20, 1997
BONDED THRU TROY FAH INSURANCE, INC.

(Seal)

Statement of Change
Registered Office or Agent

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Florida Department of State, Jim Smith, Secretary of State
STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT
OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

- 1a. The name of the corporation is: CHRISTIAN LIFE
EDUCATION FOUNDATION, INC.
- 1b. *The mailing address of the corporation is: 309 4TH STREET
ATLANTIC BEACH, FL 32233
- 1c. Date of incorporation: 6/14/96 Document number: P96000051609
2. The name and address of the current registered agent and office:
RICHARD J. DAFONTE,
1000 BELCHER RD S, SUITE 2
LARGO, FL 34641
3. The name and address of the new registered agent and office:
LAWRENCE R PATTERSON
3010 SOUTH THIRD ST. SUITE A
JACKSONVILLE BEACH, FL 32250

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Lucy A. Knouse
(Signature of an officer, chairman
or vice chairman of the board)
LUCY A KNOUSE, PRESIDENT
(Printed or typed name and title)

7/8/97
(Date)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Lawrence R. Patterson

7/9/97

(Signature of Registered Agent)

Date

* THIS IS AN ADDRESS CHANGE *