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September 11, 2002

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

FILED
02 SEP 16 AM 9:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: AL SMITH MINISTRIES, INC.
Our File No.: 2000-1354

Dear Sir or Madam:

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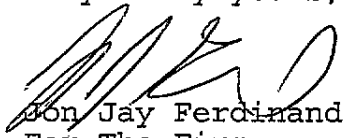
Please find enclosed the following:

1. Original and one copy of Articles of Incorporation for AL SMITH MINISTRIES, INC.;
2. This firm's check payable to the Department of State in the amount of \$87.50, representing the filing fee of \$70.00, \$8.75 for a certified copy of the same, and \$8.75 for certificate of status.

Please return the certified copy of the Articles of Incorporation to this office in the enclosed self-addressed, stamped envelope.

Thank you for your consideration with regards to the above matters and if you have any questions regarding same, please advise.

Very truly yours,



Jon Jay Ferdinand
For The Firm

JJF:dm

Encl.

cc: client (with enclosure)

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

AL SMITH MINISTRIES, INC.

We the undersigned, citizens of the United States, have associated and do hereby associate ourselves together for the purpose of forming a corporation under the Florida Not For Profit Corporation Act, Chapter 617 of the laws of the State of Florida, and do hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation shall be:

AL SMITH MINISTRIES, INC.

The address of the principal office of the corporation shall be 122 Oaks Spring Drive, Greer, SC 29651, and the mailing address of the corporation shall be 122 Oaks Spring Drive, Greer, SC 29651.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or businesses permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation, not for pecuniary profit, and not specifically prohibited to corporations under other laws of this state. The general nature of the business and the objectives and purposes proposed to be transacted and carried on, are the production and

distribution for charitable, religious, benevolent, educational literary and cultural purposes, music and music materials, videos, books and related items, and including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Code) as amended from time to time.

ARTICLE III.

MANNER OF ELECTION OF DIRECTORS AND OFFICERS

The names and post office addresses of the first Board of Directors who, subject to the provisions of this Article of Incorporation, the By-Laws of this corporation, and the laws of the State of Florida, shall hold office for the first year of this corporation's existence, or until their successors are elected and have qualified, are as follows:

1. DR. DAVID B. SMITH
122 Oaks Spring Drive, Greer, SC 29651
2. JONATHAN P. SMITH
122 Oaks Spring Drive, Greer, SC 29651
3. JON JAY FERDINAND
8016 N.W. 83rd Street
Tamarac, FL 33321

The number of directors shall not be less than three (3) at any time.

The first slate of officers of this corporation, who shall hold office for the first year or until their successors are chosen, shall be:

PRESIDENT: DR. DAVID B. SMITH
VICE PRESIDENT: JONATHAN P. SMITH
SECRETARY: JONATHAN P. SMITH
TREASURER: DR. DAVID B. SMITH

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 100 W. Cypress Creek Road, Suite 910, Ft. Lauderdale, FL 33309, and the name of the initial registered agent of the corporation at that address is Jon Jay Ferdinand.

ARTICLE V. INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation is:

1. DR. DAVID B. SMITH
122 Oaks Spring Drive, Greer, SC 29651
2. JONATHAN P. SMITH
122 Oaks Spring Drive, Greer, SC 29651

ARTICLE VI. CORPORATION BY-LAWS

The corporate By-laws are to be made, altered or rescinded as specified in the By-laws.

ARTICLE VII. AMENDMENT OF ARTICLES OF CORPORATION

This corporation reserves the right to amend, alter, change or appeal any of the provisions of this Certificate of Incorporation in the manner now or hereafter prescribed by law.

ARTICLE VIII.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees officers, directors 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 distributions in furtherance of the purposes set forth in ARTICLE II hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b)

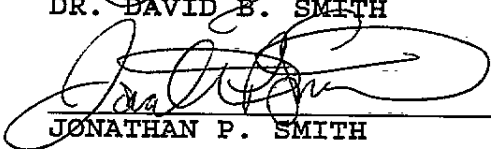
by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Code.

ARTICLE IX.

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for the purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.


The undersigned incorporators have executed these Articles of Incorporation on this 15 day of August, 2002.


DR. DAVID B. SMITH


JONATHAN P. SMITH

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

I, JON JAY FERDINAND, having a business office at 100 W. Cypress Creek Road, Suite 910, Fort Lauderdale, FL 33309, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Sections 617.0501 and 617.0503, Florida Statutes.


JON JAY FERDINAND

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