

FILED  
In the Office of the  
Secretary of State of Texas  
SEP 26 2006  
Corporations Section

ARTICLES OF MERGER  
OF  
FELLOWSHIP CHURCH  
A Texas nonprofit corporation  
AND  
FIRST BAPTIST CHURCH OF SOUTH MIAMI (INCORPORATED)  
A Florida nonprofit corporation

Fellowship Church and First Baptist Church of South Miami (Incorporated) adopt these Articles of Merger.

ARTICLE 1  
PLAN OF MERGER

The following Plan of Merger was adopted by each of the nonprofit corporations.

1.01. The names of the corporations proposing to merge and the states under whose laws they are organized are:

<u>Name of Corporation</u>	<u>State of Incorporation</u>
Fellowship Church	Texas
First Baptist Church of South Miami (Incorporated)	Florida

1.02. The name of the surviving corporation is Fellowship Church. This corporation will be governed by the laws of Texas.

1.03. The terms of the proposed merger are related to governance and financial arrangements. First Baptist of South Miami (Incorporated) will transfer its assets and liabilities, including all existing financial obligations, loans, leases and payroll obligations to Fellowship Church.

1.04. The surviving corporation's Articles of Incorporation remain unchanged.

ARTICLE 2  
PROCEDURE OF ADOPTION

2.01. This merger is permitted by the laws of the state in which First Baptist Church of South Miami (Incorporated) is organized. This corporation approved the Plan of Merger in compliance with the state laws under which it is organized. Attached hereto is a copy of the