

ARTICLES OF INCORPORATION
OF
THEOLOGICAL HORIZIONS, INC.

ONE

Name

The name of the corporation shall be "Theological Horizons, Inc."

TWO

Perpetual Duration

The corporation shall have perpetual duration.

THREE

Non-profit Corporation and Charitable Purposes

The corporation shall be a non-profit corporation under the provisions of the Georgia Non-profit Corporation Code. It shall be organized and operated exclusively for charitable and educational uses and purposes within the meaning of section 501(c)(3) of the Internal Revenue Code. In furtherance of such purposes, the corporation shall have full power and authority:

(a) to provide a basis for the renewal and refiguration of theological reflection through professional obligations and association with students and laypeople;

(b) to foster and enhance theological research and scholarship;

(c) to apply the fruits of research to issues of justice and to the healing of human community;

(d) to encourage international and ecumenical theological conversation;

(e) to proclaim the good news of Christ in a time of crisis;

(f) To buy, sell, lease, or otherwise acquire and dispose of real and/or personal property to accomplish its purposes;

(g) To buy, own, sell, assign, mortgage or lease any interest in real estate and personal property and to construct, maintain and operate improvements thereon necessary or incident to the accomplishment of the purposes set forth in Article Three hereof;

(h) To borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of its business, and to secure the same by mortgage, pledge or other lien on the Corporation's property;

(i) To perform all acts necessary or incidental to the above and to do whatever is deemed necessary, useful, advisable, or conducive directly or indirectly, to carry out any of the purposes of the corporation, as set forth in these Articles of Incorporation, including the exercise of all other power and authority enjoyed by corporations generally by virtue of the provisions of the Georgia Non-profit Corporation Code (within and subject to the limitations of section 501(c)(3) of the Internal Revenue Code).

The corporation shall serve only such purposes and functions and shall engage only in such activities as are consonant with the purposes set forth in this Article Three and as are exclusively charitable and are entitled to charitable status under section 501(c)(3) of the Internal Revenue Code.

FOUR

Publicly Supported Tax-Exempt Nonprofit Corporation

The corporation shall be neither organized nor operated for pecuniary gain or profit.

(a) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any member, director, officer, or trustee of the corporation, or any other private person; but 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 Three hereof.

(b) The corporation shall not carry on propaganda, or otherwise attempt to influence legislation, to an extent that would disqualify it for tax exemption under section 501(c)(3) of the Internal Revenue Code by reason of attempting to influence legislation. The corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

(c) Notwithstanding any other provisions of these Articles of Incorporation, the corporation shall not carry on any other activities not permitted to be carried on:

(i) By a corporation exempt from federal income taxation under section 501(c)(3) of the Internal Revenue Code and which is other than a private foundation within the meaning of section 509(a) of the Internal Revenue Code; or

(ii) By a corporation, contributions to which are deductible for federal income tax purposes under section 170(c)(2) of the Internal Revenue Code.

It is intended that the corporation shall have, and continue to have, the status of an organization which is exempt from federal income taxation under section 501(c)(3) of the Internal Revenue Code and which is other than a private foundation within the meaning of section 509(a) of the Internal Revenue Code. All terms and provisions of these Articles of Incorporation and the Bylaws of the corporation, and all authority and operations of the corporation, shall be construed, applied and carried out in accordance with such intent.

FIVE

Board of Directors

The Corporation shall be governed, managed and operated by a Board of Directors, which shall have the powers and duties set forth in these Articles of Incorporation and in the Bylaws. The Board of Directors shall be elected in accordance with the Bylaws of the Corporation.

SIX

Members

The Board of Directors of the corporation shall have the power to admit members to the corporation in such manner, subject to such qualifications, and upon such terms and conditions and with such rights and privileges as may be provided from time to time in the Bylaws of the corporation and as are not inconsistent with any provision of these Articles of Incorporation. Members may be divided into one or more classes.

SEVEN

Initial Board of Directors

The initial Board of Directors of the corporation shall consist of three (3) members, whose names and addresses are set forth below:

Name	Address
Charles R. Marsh, Jr.	635 Colorado Avenue Baltimore, Maryland 21210
Karen W. Marsh	635 Colorado Avenue Baltimore, Maryland 21210
Andrew Robinson	5850 T. G. Lee Blvd, Fourth Floor Melbourne, Florida 32812

EIGHT

Dissolution of Corporation

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for payment of all the

liabilities of the corporation, dispose of all of the assets of the corporation by distributing those assets exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for public charitable uses and purposes as shall at the time qualify as exempt from taxation under section 501(c)(3) of the Internal Revenue Code and as other than a private foundation under section 509(a) of the Internal Revenue Code, as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction for the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

NINE

Registered Office and Registered Agent

The initial registered office of the corporation shall be 66 Peachtree Way, N.E., Atlanta, Georgia 30305. The initial registered agent of the corporation at such address shall be David H. Hubert.

TEN

Definitions

For purposes of these Articles of Incorporation, "charitable purposes" includes charitable, religious, scientific, literary, or educational purposes within the meaning of section 501(c)(3)

of the Internal Revenue Code, contributions for which are deductible under section 170(c)(2) of the Internal Revenue Code. All references in these Articles of Incorporation to sections of the Internal Revenue Code shall be considered references to the Internal Revenue Code of 1954, as from time to time amended, and to the corresponding provisions of any applicable future United States Internal Revenue Law, and to all regulations issued under such sections and provisions.

ELEVEN

Incorporator

The name and address of the Incorporator is as follows:

David H. Hubert
66 Peachtree Way, N.E.
Atlanta, Georgia 30305

TWELVE

Amendments

These Articles of Incorporation may be amended at any time and from time to time by the affirmative vote of a majority of all of the directors then in office.

THIRTEEN

Liability of Directors

A director of the Corporation shall not be personally liable to the Corporation or its members for monetary damages for breach of duty of care or other duty as a director, except for liability;

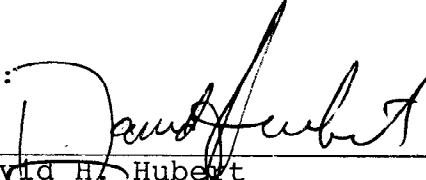
(a) for any appropriation, in violation of his duties, of any business opportunity of the corporation;

(b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of the law:

(c) for any transaction from which the director derives an improper personal benefit.

In WITNESS WHEREOF, the Incorporator has executed these Articles of Incorporation this 17 day of June, 1991.

BY:



David H. Hubert
Incorporator

66 Peachtree Way, N.E.
Atlanta, Georgia 30305
(404) 266-9398

JUN 17 6 00 PM '91

SECRETARY OF STATE