

Division of Corporations

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POWER IN PRAISE MINISTRIES INC.

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July 8, 2009

FLORIDA DEPARTMENT OF STATE
Division of Corporations

POWER IN PRAISE MINISTRIES INC.
2230 CLEARWATER DR
DELTONA, FL 32738

SUBJECT: POWER IN PRAISE MINISTRIES INC.
REF: N06000004945

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

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Cheryl Coulliette
Regulatory Specialist II

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TALLAHASSEE, FLORIDA

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**FIRST AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
POWER IN PRAISE MINISTRIES, INC.**

Pursuant to the provisions of Section 617.1002 of the Florida Statutes, undersigned Florida corporation hereby adopts the following Articles of Amendment to Articles of Incorporation:

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ARTICLE I - NAME

The name of the corporation is Power In Praise Ministries, Inc. (hereinafter referred to as the "Corporation").

ARTICLE II - ADOPTION AND TEXT OF AMENDMENTS

All of the Directors of the Corporation approved a resolution adding Article VIII of the Articles of Incorporation by Written Consent dated July 1, 2009, in accordance with the provisions of Section 617.0821 of the Florida Statutes, and the number of votes cast for the amendment was sufficient for approval. There are no members entitled to vote on the proposed amendment to the Articles of Incorporation. The following is a true and correct copy of the resolution adding Article VIII of the Articles of Incorporation:

RESOLVED, that Article VIII of the Articles of Incorporation of the Corporation be added in its entirety to read as follows:

"ARTICLE VIII - DISSOLUTION OF CORPORATION

Upon the dissolution of this corporation, after the payment or provision for the payment of all of the liabilities of this corporation, all of the assets of this corporation shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court of

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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. In no event, however, may the assets to be disposed of be distributed to or for the benefit of any member, director, trustee, officer or other private person, other than as reasonable payment for services rendered by such person."

ARTICLE III - EFFECTIVE DATE OF AMENDMENT

The effective date of the amendment to the Articles of Incorporation of the Corporation set forth herein will be as of the date of filing with the Florida Department of State.

Dated this 1 day of July, 2009.

POWER IN PRAISE MINISTRIES, INC.

By: *Kevin L. Meadows*
Kevin L. Meadows, President

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