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98 APR 10 PM 2:30
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 19, 1998

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*****35.00 *****35.00

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

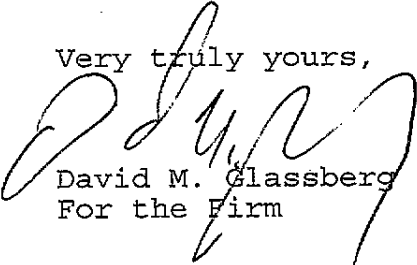
RE: CHURCH OF THE FIRST BORN, INC.

Gentlemen:

Enclosed please find two (2) copies of the Articles of Amendment of CHURCH OF THE FIRST BORN, INC. Also, enclosed please find our check in the amount of thirty-five (\$35.00) dollars made payable to the Secretary of State for filing fees of the above-mentioned amendment.

Should you have any questions with regard to the enclosed, please do not hesitate to contact the undersigned at (305) 669-9535.

Very truly yours,



David M. Glassberg
For the Firm

DMG/bac
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ARTICLES OF AMENDMENT

OF

CHURCH OF THE FIRST BORN, INC.

Pursuant to Florida Statutes, the following is submitted:

1. The name of this organization is:

CHURCH OF THE FIRST BORN, INC.

ARTICLE III - PURPOSE(S)

2. The Articles of Incorporation are amended by inserting at the beginning of Article III the following paragraph:

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, 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, or the corresponding section of any future federal tax code.

ARTICLE VIII - DISSOLUTION CLAUSE

3. The Articles of Incorporation are amended by inserting after Article VII, an additional article, Article VIII as follows:

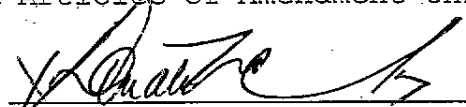
Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of 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.

4. The foregoing amendment was adopted by a unanimous vote of the members of the Board of Directors present at the Board of Directors meeting, pursuant to Florida Statutes, on the 14th day of March, 1998.

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TALLAHASSEE, FLORIDA

5. The foregoing amendment was adopted by a unanimous vote of the Members and Board of Directors present at the Board of Directors meeting, pursuant to Florida Statutes, on the 14th day of March, 1998.

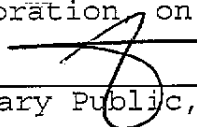
IN WITNESS WHEREOF, the undersigned Vice President of this corporation has executed these Articles of Amendment this 14th day of March, 1998.



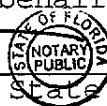
DONALD F. CLARKE
Vice President

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me the day and year last above written by DONALD F. CLARKE, Vice President of the above-named Florida corporation, on behalf of the corporation.



Notary Public, State of Florida


J. SSET THOMPSON
My Comm Exp. 7/09/2001
Bonded By Service Ins
No. 6662437
 Personally Known Other I.D.

My Commission expires:
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