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Ln 2/26

SPIRIT OF LIGHT EXPO LLC
1280 Mahogany Mill Road 19A
Penascola FL 32507
850-457-9800

24 February 2003

Division of Corporations
P O Box 6327
Tallahassee, FL 32314

Dear Sir/Madam,

I am enclosing the "Amended and Restated Articles of Organization" for our limited liability company.

The address and registered agent were both changed with the filing of the UBR in January of this year, but since the company intends to file with the IRS for 501(c)(3) tax exempt status, the articles had to be amended to reflect that intention.

You can call me at the above phone number, or leave a message, at any time, if there is something you need to reach me for. I can also be reached on my cell phone at 850-291-6896. I usually do not answer it when on the road, but I do check for calls often and will return any calls in a timely manner.

I am also enclosing a check in the amount of \$55.00 (\$25.00 filing fee and \$30.00 Certified Copy). Thank you for your attention.

Regards,

Marlene DeTienne
Registered Agent

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**AMEND AND RESTATE
ARTICLES OF ORGANIZATION
OF
Spirit Of Light Expo LLC**

ARTICLE I NAME

The name of the limited liability company shall be: **Spirit Of Light Expo LLC**

ARTICLE II PRINCIPAL OFFICE

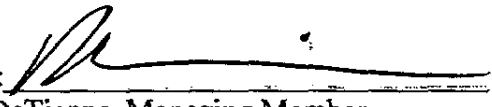
The principal place of business and mailing address of this Limited Liability Company shall be: 1280 Mahogany Mill Road 19A, Pensacola, Florida 32507.

ARTICLE III REGISTERED AGENT & STREET ADDRESS

The name and address of the registered agent is: Marlene DeTienne, 1280 Mahogany Mill Road 19A, Pensacola, Florida 32507, located in the county of Escambia.

Having been named as registered agent and to accept service of process for the above stated Limited Liability Company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608 of the Florida Statutes.

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Signature: 
Marlene DeTienne, Managing Member
Spirit Of Light Expo LLC

Date: February 24, 2003

ARTICLE IV DURATION

The Limited Liability Company is perpetual until dissolution.

ARTICLE V MANAGERS/MEMBERS

The management of the limited liability company is reserved for the Members and the name of the managing member is:

Marlene DeTienne, 1280 Mahogany Mill Road 19A, Pensacola, Florida 32507

ARTICLE VI PURPOSE

Said Limited Liability Company 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 tax code.

ARTICLE VII EARNINGS

No part of the net earnings of the Limited Liability Company (LLC) shall inure to the benefit of or be distributable to its members, managers, officers, or other private persons, except that the LLC 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 VI of the Organization. No substantial part of the activities of the LLC shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the LLC shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this LLC shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of the LLC.

ARTICLE VIII DISSOLUTION

Upon dissolution of the Limited Liability Company (LLC), 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 shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the LLC is then located, exclusively for such purposes or to such organizations, as said Court shall determine, which are operated exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned has executed these Amend and Restate of the Articles of Organization.

Signature: _____

Marlene DeTienne

Registered Agent

Spirit Of Light Expo LLC

Date: February 24, 2003

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