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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
FEB 26 AM 9:10

Tuesday, February 5, 2002

Division Of Corporations  
Corporate Records  
PO Box 6327  
Tallahassee, Florida 32314

600004896546--5  
-02/08/02--01049--008  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

*Amend*

Dear Ladies or Gentlemen

Please find enclosed a check in the amount of \$43.75 for the Articles of Amendment to Article of Incorporation for Tuesday, February 05, 2002. Perfected Praise Incorporate EIN # 65-10148920.

Please forward all documents to ,2261 NW 58 Street, Miami, Florida 33142; in care of Willie Jones.

*Willie Jones*  
Willie James Jones

*AOR  
2/26/02*

*297.50  
#00789, 00721, 00572, 02209, 00671*



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

February 13, 2002

Willie James Jones  
2261 NW 58 Street  
Miami, FL 33142

SUBJECT: PERFECTED PRAISE CORP.  
Ref. Number: N0000000826

We have received your document for PERFECTED PRAISE CORP. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

In order to file your document, the subject entity must first be reinstated.

The total amount due to reinstate is \$297.50.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6907.

Annette Ramsey  
Corporate Specialist

Letter Number: 902A00008877

*I CAN BE CONTACT @ 305-634-7659*

RECEIVED  
02 FEB 25 AM 8:33  
DIVISION OF CORPORATIONS

Perfected Praise Corp.

ARTICLES OF AMENDMENT

To

ARTICLES OF INCORPORATION

Of

Perfected Praise Corp.

FILED  
02 FEB 26 AM 9:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Pursuant to the provisions of section 617: 1006, Florida Statutes. The undersigned Florida Nonprofit Corporation adopts the following articles of amendment to its articles of incorporation*

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER (S) BEING AMENDED, ADDED OR DELETED.)

SEE ATTACHED

SECOND: The date of adoption of the amendment(s) was: February 20, 2002

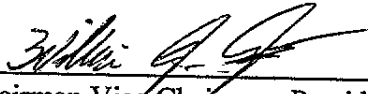
THIRD: Adoption of Amendment (CHECK ONE)

The amendment(s) was (were) adopted by the members and the number of votes Cast for the amendment was sufficient for approval.

There are no members or members entitled to vote on the amendment The Amendment(s) was (were) adopted by the board of directors.

Perfected Praise Corporate

Corporation Name



\_\_\_\_\_  
Signature of Chairman Vice Chairman. President or other officer

Willie J. Jones

\_\_\_\_\_  
Typed or printed name

President  
Title

February 20, 2002  
Date

Perfected Praise Corp.

**AMENDMENT OF ARTICLE I**

*Name*

Perfected Praise Corp.

**AMENDMENT OF ARTICLE III**

*Purpose*

To establish structured support services charitable and educational purposes to aid the poor and disadvantaged individuals and families towards a life of self-sufficiency The objectives and purposes for which this church is constituted and this corporation are: The purposes for which the corporation is organized are exclusively religious, charitable and educational within the meaning of the section 501c3 of the Internal Revenue Code of 1986 or the corresponding provision of any future United State Internal Revenue Law

This corporation is a nonprofit religious benefit corporation and is not organized for the private gain of any person The Corporation is organized under the Nonprofit Public Benefit Corporation Law for Religious purposes. , The programs will consist of but shall not be limited to Teaching Worship Dance, Drama, and Technique Enrichment, Prophetic Dance, Drama Pantomime, Art and Craft, Teaching Sewing, Creative Writing/Poetry, Sign Language, Teaching Music/ Singing, Community Work Shop, G.E.D. Preparation Computer Literacy/Training, Evangelistic, Economic Development and Other Ministries to support the outreach ministries for the body of Jesus Christ the Church). In accordance with the Doctrine of the Corporation creed / by-laws as a the Lord leads To address the growing lack of artistic and cultural opportunities for the people in Miami-Dade County and Broward, who are hearing impaired and to provide assistance to is committed to reaching out to the community to provide both male and female three years and older instruction in various forms of dance, which includes Ballet. Modern Dance. Mime Step Flags. Ribbons Gymnastics and Aerobics, needy people who are hearing impaired. Be able to provide sign language as an additional start for children who have taken sign language to other artistic and cultural level. This innovative program is committed to broadening the vision of the young people to see beyond what is normal and accepted in their own families and neighborhood. This program will strive to build self-esteem, self- discipline, and self-confidence to inspire them to become positive influences within their homes, schools and communities. To use sign language to sign and dramatically interpret gospel music. To teach how to sign the lyrics by using body language and facial expressions in a dramatic interpretation of the songs. To traveled extensively Nationally and Internationally giving performances to deaf and hearing communities. Be involved in community outreach including regularly collecting food and clothing for needy deaf families, undeserved Miami-Dade, Broward, and Palm Beach County neighborhoods, annually preparing Thanksgiving baskets for the poor and using members of the group as peer tutors for hearing impaired children within the Community. Provide Academic achievement criteria in maintaining membership in the group. Add additional national performances raising awareness about hearing impaired people and communities through its current, but not limited to activities. Providing much needed programming and support to artists and audiences with

Perfected Praise Corp

hearing Impairment. Operates exclusively as a performing organization committed also to volunteerism within the meaning of section 501 (c) (3) of the Code. No benefits inure to any Director or member of Perfected Praise or any other private individual, corporation, partnership, or organization.

The purpose of the corporation shall be: to cultivate, promote, promulgate and extend, educational and charitable works, such as drug rehabilitation counseling and facilities, feeding program for the elderly, and women in distress counseling; to teach and help people of all race, creed and color by ways of media; to adopt, and establish By-laws, and management of its affairs, in accordance with the law and not inconsistent with these Articles of incorporation; take, manage and dispose of property, real and personal, buy and sell of the Corporation. To borrow money contract debt, and lease bonds notes and debentures, and secure payments or performance of its obligations. To do all acts necessary or expedient for the administration of the affairs and attainment of the purpose of the corporation, including e.g., the establishment of schools, seminars, youth center, etc. oriented to organizational principles. Being able to service, setup, operate in foreign and domestic, national and international, {global} boundaries.

The Corporation shall have the power either directly or in directly, either alone or in conjunction or cooperation with others, to do any and all lawful acts and things and engage in any and all lawful activities which may be necessary, useful, suitable, desirable or proper for the furtherance, accomplishment fostering, or attainment of any or all of the purposes for which the corporation is organized, and to aid or assist other entities to accomplish organization whose activities are such as to further, accomplish, foster, buying property or attain any of such purpose Notwithstanding any thing herein to the contrary, the corporation exempt purposes of organization set fourth in section 501 (c)(3) of the internal Revenue Code.

This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. The corporation is organized under the Nonprofit Public Benefit Corporation Law, for charitable and educational purposes to aid the poor and disadvantaged individuals and families towards a life of self-sufficiency, The programs will consist of but shall not be limited to: Seminars, Outreach Advocacy Programs for the Homeless and Disadvantaged, Health Care, Housing, Employment, Warfare Reform, Literacy. Counseling, Temporary Shelter, Teenage Pregnancy, Job Training, Job Placement, and Acquisition. Substance Abuse Awareness and Prevention, Tutoring, AIDS Awareness, Elderly Care and other programs to aid those in need.

Notwithstanding any other provisions of these articles the corporation shall not carry on any other activity not permitted to carry on (1) by corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of (2) by a corporation contribution to which a deductible under Section 170(c)(2) of the Internal Revenue Code.

Upon dissolution of the Corporation, the Board of Directors shall after paying or making provisions for the payment of all the liabilities of the Corporation. No person, firm, or corporation shall ever receive any dividends or profit from the undertakings of this corporation; and upon dissolution of this corporation, assets shall be distributed for one or more exempt purpose within the meaning of section 501 (c)(3) of the Internal Revenue Code of 1986, or

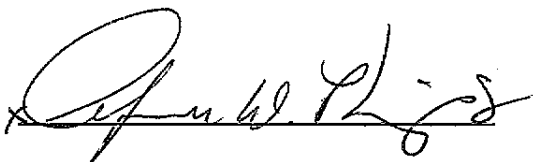
the meaning of section 501 (c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, or shall be distributed to the Federal, State or local government for public purpose, Any such assets not so disposed of shall be disposed of by the Court of Common Pleas, of the county in Which the principal office of the corporation is then located, exclusively for such purposes

### CONFLICT OF INTEREST

Section 10.1 Conflict Of Interest Any director, officer, or key employee who has an interest in a contract, salary negotiation, or other transaction presented to the Board or a committee thereof for authorization, approval, or ratification shall make a prompt and full disclosure of his interest to the Board or committee prior to its acting on such contract or transaction. Such disclosure shall include any relevant and material facts known to such person about the contract or transaction, which might reasonably be construed to be adverse to the corporation's interest.

The body to which such disclosure is made shall thereupon determine, by a vote of seventy-five (75%) of the votes entitled to vote, whether the disclosure shows that a conflict of interest exists or can reasonably be construed to exist. If a conflict is deemed to exist, such person shall not vote on, nor use his personal influence on, nor participate (other than to present factual information or to respond to questions) in, the discussions or deliberations with respect to such contract or transaction. Such person may be counted in determining whether a quorum is present but may not be counted when the Board of Directors or a committee of the Board takes action on the transaction. The minutes of the meeting shall reflect the disclosure made, the vote thereon and, where applicable, the abstention from voting and participation, and whether a quorum was present.

.IN WITNESS WHEREOF. The undersigned officer of this corporation have executed these Articles of Amendment on Wednesday, January 30, 2002



Aprille Phillips /President