B Encouraged Freedom Ministries, Inc.

PO Box 2295 Valrico, Fl 33595-2295

00 SEP 25 MIL. 19

September 18, 2000

Division of Corporations Amendment Section PO Box 6327 Tallahassee, Fl 32314

To Whom It May Concern:

Please find enclosed approved Articles of Amendment to the Articles of Incorporation of B Encouraged Freedom Ministries, Inc. The Document number for the nonprofit corporation is N00000004361.

I have enclosed a check for \$43.95 to cover the filing fee and request a certified copy of the filing. The certified copy should be sent to the following physical address:

> Elizabeth L. Trent/President B Encouraged Freedom Ministries 4102 Meredith Dr. Valrico, Fl 33594

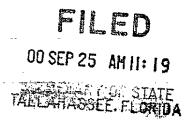
Should further correspondence be necessary, I may be reached at (813) 653-2757.

Regards,

Elizabeth L. Trent

President

ARTICLES OF AMENDMENT to ARTICLES OF INCORPORATION of



B Encouraged Freedom Ministries, Inc. Dated September 15, 2000 Document No. N00000004361

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its incorporation.

FIRST: Amendment(s) adopted:

Article VIII: Funds

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that 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 II hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation 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, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article IX: Dissolution of Corporation

The dissolution of the corporation may be authorized at a meeting of the Board of Directors by a majority vote of the directors then in office.

Upon 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 tax code. Any such assets not so disposed of shall be

B Encouraged Freedom Ministries, Inc. Document No. N0000004361 Articles of Amendment September 15, 2000

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.

SECOND: The date of adoption of the amendment(s) was September 15, 2000.

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.

B Encouraged Freedom Ministries, Inc.

Company Name

Signature of Procident

ElizAbEth L. TRENT

Printed Name

PRESIDENT/D

9/18/2000

Title

Date