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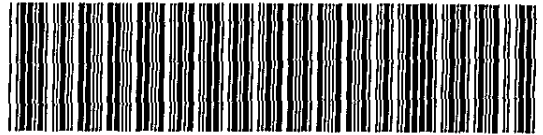
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Amend.
[Signature]
9/18/03

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September 8, 2003

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

RE: Heritage Christian Academy
EIN 65-1106040

Dear Sir or Madam:

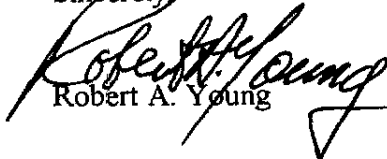
Please accept for filing the enclosed amendment to the articles of incorporation for the captioned non-for-profit corporation.

I have enclosed our firm check in the amount of \$43.75, consisting of a \$35 filing fee, together with an \$8.75 fee for a certified copy of the filed amendment.

To meet an important deadline, please mail the certified copy directly to the IRS Exempt Organizations Division in the enclosed stamped, addressed envelope.

Thanks for your usual cooperation.

Sincerely,


Robert A. Young

encl

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FIRST AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Heritage Christian Academy, Inc.

(A Florida Not For Profit Corporation)

WHEREAS, a majority of the members of the Board of Directors of the First Church of the Nazarene of Winter Haven, Florida, Inc., being and comprising the members of the Heritage Christian Academy, Inc., pursuant to Article XI of the Articles of Incorporation having met and approved the following amendment to Article XIII of the Articles of Incorporation of the Heritage Christian Academy, Inc, Article XIII is hereby amended to read:


ARTICLE XIII - DISSOLUTION.

Upon the dissolution or winding up of this corporation, its assets remaining after payment of, or provision of payment of, all debts and liabilities of the corporation shall be distributed to First Church of the Nazarene of Winter Haven, Florida, Inc., an organization recognized as an exempt organization under Section 501(c)(3) of the Internal Revenue Code. In the event that the First Church of the Nazarene of Winter Haven, Florida, Inc., ceases to be an exempt entity before the dissolution or winding up of this corporation, then the assets remaining after payment of debts as aforesaid shall be distributed to the Central Florida District Church of the Nazarene, Inc., an organization exempt under Sec. 501(c)(3) of the Code. In the event that the Central Florida District Church of the Nazarene, Inc., or its successors, cease to be qualified as exempt, the assets of the corporation shall be distributed to such organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization under Section 501(c)(3) or a corresponding

section of any future federal tax code, or to the state of Florida or a local government for a public purpose.

The date of each amendments adoption: 08/03/03

Dated August 20, 2003..



Rev. Dr. Brad Estep, Senior Pastor, Chairman
Board of Directors, First Church of the Nazarene
of Winter Haven, Inc. as members of the Heritage
Christian Academy, Inc.

Attest:



Secretary