

NO. 1000003517

April 24, 2001

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

600004193656--2
-05/10/01--01097--005
*****35.00 *****35.00

Subject: SPIRIT OF PROPHECY, INC.


Please find one original and one copy of the Articles of Amendment of Article of Incorporation for the above company, as well as a check in the amount of \$35.00, covering the filing fee for the Articles.

Please send the documents back to:

Ruben D. Toro
7345 Sand Lake Rd. # 204
Orlando, FL 32819
(Phone: 407-370-6445)

FILED
01 MAY 10 PM 12:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Thank you.


Ruben D. Toro
CPA MBA

nc
T. LEWIS MAY 21 2001

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

01 MAY 10 PM 12:17
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SPIRIT OF PROPHECY, INC.
(present name)

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.)

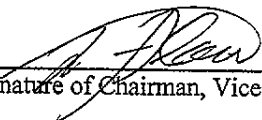
ARTICLE I NAME (amended): The name of this corporation shall be:

LIVING SPRING MINISTRIES USA, INC.

SECOND: The date of adoption of the amendment(s) was: May 8th., 2001

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.



Signature of Chairman, Vice Chairman, President or other officer

Jose M. Alcayde

Typed or printed name

President

Title

May 8th., 2001

Date