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TALLAHASSEE, FLORIDA

2 3/14/04

LAW OFFICES OF
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PLEASE REPLY TO:
FORT LAUDERDALE OFFICE

MIAMI OFFICE
190 NORTHWEST 199TH STREET
SUITE 207
MIAMI, FLORIDA 33179

March 5, 2004

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

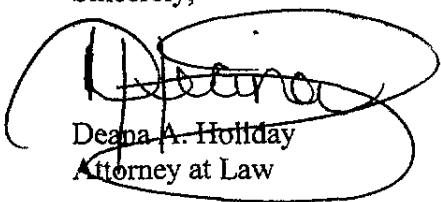
Re: Upper Room Outreach Ministries of Miami, Inc.

To Whom It May Concern:

I have enclosed Articles of Amendment to Articles of Incorporation of Upper Room Outreach Ministries of Miami, Inc. along with a check in the amount of \$43.75 (\$35 filing fee and \$8.75 certified copy fee). Please return all correspondence concerning this matter to the address listed above.

Your assistance with this matter is greatly appreciated.

Sincerely,



Deana A. Holiday
Attorney at Law

Enclosures

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of
UPPER ROOM OUTREACH MINISTRIES OF MIAMI, INC.
Document Number N01000007123

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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.

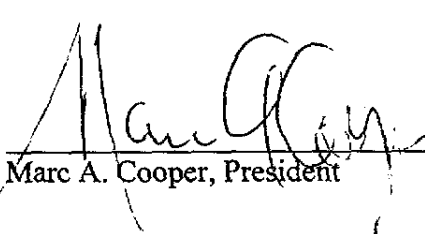
FIRST: The following article is hereby added:

Article X: Dissolution

Upon the dissolution of this Corporation, the Board of Directors shall, after the payment of all of the liabilities of the Corporation, dispose of all of the remaining assets of the Corporation exclusively for the purposes of the Corporation in such manner or to such corporations, or organizations organized and operated exclusively for charitable educational, religious or scientific purposes as shall have qualified as exempt corporations or organizations pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or of the corresponding provisions of any subsequent Internal Revenue statute) as the Board of Directors shall determine. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction in the state where the principal office of the Corporation is then located for the purposes for which this Corporation was organized or to such corporations or organizations which the court determines are organized and operated exclusively for charitable, educational, religious or scientific purposes in accordance with the above-referenced statute.

SECOND: The date of adoption of the amendment was March 2, 2004.

THIRD: There are no members entitled to vote on the amendment. Therefore, the amendment was adopted by the board of directors.



Marc A. Cooper, President

3/10/04
Date