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Amend.

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✓ **TO:** Amendment Section
Division of Corporations

NAME OF CORPORATION: THE HOLY PLACE, INC.

DOCUMENT NUMBER: N 02000004576

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

DWIGHT W. BELL
(Name of Contact Person)

THE HOLY PLACE, INC.
(Firm/ Company)

1591 SE PORT ST LUCIE BLVD, SUITE D
(Address)

PORT ST LUCIE, FL 34952
(City/ State and Zip Code)

For further information concerning this matter, please call:

DWIGHT W BELL at (772) 528-1029
(Name of Contact Person) (Area Code & Daytime Telephone Number)

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

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

2006 MAY -1 PM 3:41

Articles of Amendment
to
Articles of Incorporation
of

THE HOLY PLACE, INC.

Document Number N02000004576

Pursuant to the provisions of 617.1006, Florida Statutes, this Florida Not For Profit Corporation adopts the following amendment to its Articles of Incorporation:

Amendments Adopted

Article XIII Dissolution is amended to read as follows:

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organizations or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

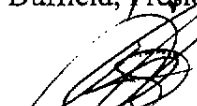
The date of adoption of the amendment was April 27, 2006.

There are no members or members entitled to vote on the amendment. The amendment was adopted by the board of directors.

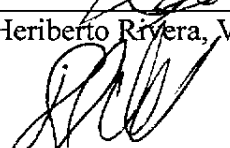
The Holy Place, Inc.



Ricky Duffield, President/Pastor



Heriberto Rivera, Vice President



Dwight W. Bell, Treasurer

Attest:



Dwight W. Bell, Secretary