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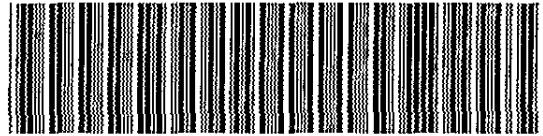
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SECRETARY OF OPERATIONS
DIVISION OF CORPORATIONS
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Amend.

V SHEPARD *mat.* 4 2003

JOHN MOXLEY, P. A.
ATTORNEY AT LAW
2320 NORTHEAST 2ND STREET, SUITE 4
OCALA, FLORIDA 34470

TELEPHONE (352) 732-8085
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February 24, 2003

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

Re: Amendment to Articles of Incorporation of UCT, Inc.

Dear Sir/Madame:

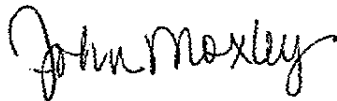
We are enclosing herewith the following:

1. An Amendment to the Articles of Incorporation of UCT, Inc.
2. Certified Copy of the Minutes of the Special Meeting of the Members dated February 19, 2003 authorizing the amendment.

Providing everything is in order, we would appreciate your returning to us a certified copy of the Amendment.

I am enclosing my check payable to the Secretary of State in the sum of \$43.75 for the filing fee and certified copy.

Cordially yours,



John Moxley

JM/lls
Enc.

SIGNED IN HIS ABSENCE
TO AVOID DELAY 

**AMENDMENT TO
ARTICLES OF INCORPORATION
OF
UCT, INC.**

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 FEB 26 PM 3:46

The undersigned officers of UCT, Inc., by authority of the corporation's Directors and Members submit the following:

- I. The name of the corporation is UCT, Inc.
- II. At a special meeting of the members of the corporation held on the 19th day of February, 2003, the following resolution was presented to the members of the corporation on the recommendation of the board of directors:

1. RESOLVED that Article III of the Articles of Incorporation be revoked and in lieu and substitution thereof, the following shall become Article III.

ARTICLE III: PURPOSES

This corporation is formed to operate as a charitable, educational and religious organization.

Notwithstanding any other provision of these Articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue Code as amended from time to time.

A. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization 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 an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

B. 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 (Circuit Court) of the county in which the principal office of the organization 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.

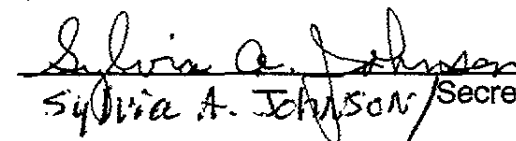
III. All members of the corporation were present at the meeting duly called to consider the above resolution which was adopted unanimously by the members of the corporation in compliance with the corporation's by-laws.

IV. The officers of the corporation were further authorized to take such action to file the amendment with the Secretary of State, Division of Corporations. A certified copy of the Minutes of the Special Meeting of the Membership of the Corporation held on February 19, 2003 is attached hereto.

Dated this 19th day of February, 2003.



President



Sylvia A. Johnson / Secretary

***MINUTES OF THE SPECIAL MEETING
OF THE MEMBERS OF UCT, INC.***

FEBRUARY 19, 2003

At a duly noticed, special meeting of the membership of UCT, Inc., at which a quorum was present, the following resolution as presented by the Board of Directors of the corporation was duly adopted by the unanimous vote of all the members of the corporation:

1. RESOLVED that Article III of the Articles of Incorporation be revoked and in lieu and substitution thereof, the following shall be Article III of the Articles of Incorporation:

ARTICLE III: PURPOSES

This corporation is formed to operate as a charitable, educational and religious organization.

Notwithstanding any other provision of these Articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue Code as amended from time to time.

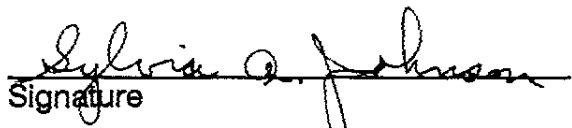
A. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization 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 an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding

section of any future federal tax code.

B. 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 (Circuit Court) of the county in which the principal office of the organization 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.

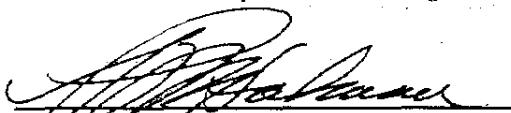
There being no further business to come before the meeting, the same was adjourned.

Dated this 19th day of February, 2003.


Signature

Sylvia A. Johnson
Printed Name Secretary

I hereby certify that the above and foregoing is a true and correct copy of the Minutes of the Special Meeting of the Members of UCT, Inc., held on February 19, 2003.


President