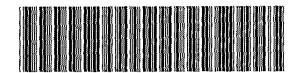
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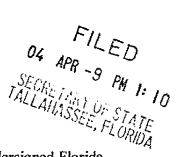
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ARTICLES OF AMENDMENT

ARTICLES OF INCORPORATION

Sacred Pathways, Pagan Eclectic Circle, Inc.
Document Number of Corporation: N03000002600



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: Listed below are the amendments that our BoD adopted:

ARTICLE I NAME

The name of the corporation shall be:

Sacred Pathways Pagan Eclectic Circle, Inc.

ARTICLE III PURPOSE

The purpose of which the corporation is organized is:

Our purpose is to foster a religious fellowship both locally and in other regions of the country/world, accepting a diversity of Pagan spiritual convictions. Having a reverence for nature, we celebrate the cycles and seasons of the earth and of life. We strive to grow in understanding and support of one another and the world community. We emphasize freedom and reason in shared worship, inquiry, and service. We are inclusive of all Pagan Traditions that are positive, life affirming, supportive of community service, and encourage improvement of self, community, and the world at large.

ARTICLE IV _ MANNER OF ELECTION

The manner in which the directors are elected or appointed:

Our Board of Directors is comprised of a minimum of between 3 and 7 individuals; 1 founder and other elected members as defined in the corporate By-Laws. The founder maintains a lifetime position on the Board of Directors as the CEO.

ARTICLE V _____DIRECTORS/OFFICERS (cont)

The name(s) address(es), and title(s)

Founder/CEO/Director:

Stephney Aigret, CEO 317 Cecelia Drive Fort Walton Beach, FL 32548 Director(s)

Theressa Benoit, Director 318 Tracy Lawrence Foreman, AR. 71836

Catrina C. McDowell, Director 3730-B Biltmore Drive Panama City Beach, FL 32408

Phillip R. Sample, Director 155 Clifford Street Fort Walton Beach, FL 32547

SECOND: The date of adoption of the amendments was: April 7, 2004

THIRD: Adoption of Amendment (check one)

The amendments were adopted by the members and the number of votes cast for the amendment was sufficient for approval.

X There are no members or members entitled to vote on the amendment. The amendments were adopted by the Board of Directors.

Signature of Cheirman, Vice Chairman, President or other officer

Stephney R. Aigret
Typed or printed name

Corporate Executive Officer

Title

April 9, 2004

Date