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TALLAHASSEE FLORIDA

Amen
Registered

SPIRIT OF LIGHT EXPO, INC.
1280 Mahogany Mill Road, Unit 19A
Pensacola, FL 32507-3900
850-457-9800

10 October 2005

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

Dear Sir/Madam,

I am enclosing an "Amend and Restate Articles of Incorporation" for our nonprofit corporation.

There is a rewording of Article II; the purpose, Article III, has been redefined, Articles IV, Earnings and V, Dissolution have been added, and the remaining articles have been renumbered.

If there are any questions, you can reach me at the number, above, or leave a message. I can also be reached at my cell (850-291-6896) but I do not answer it while on the road. I will return any messages promptly, however.

I am also enclosing a check for \$35 for the filing fee. Please note that we have just changed banks – from *PeoplesFirst* to *AMSouth* ; that is why the checks are temporary ones.

Thank you for your attention.

Regards,



Marlene DeTienne
Registered Agent

AMEND AND RESTATE
ARTICLES OF INCORPORATION
of
Spirit Of Light Expo, Inc.
A NONPROFIT CORPORATION

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ARTICLE I NAME

The name of the corporation shall be Spirit Of Light Expo, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 1280 Mahogany Mill Road, Unit 19A, Pensacola, Florida 32509-3900, in Escambia County.

ARTICLE III PURPOSE

The purpose for which the corporation is organized is

(a) for charitable and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future tax code,

and

(b) to organize and produce an annual Exposition to educate the people of our community, and the area at large. In the creation of the "Spirit Of Light Expo," our Exposition, we define "Light" as joy, absolute joy. In the broadest sense, the Expo that we develop and produce each year is a celebration of that joy. Our intent is to create this joyful environment which will draw in people of various ethnic, cultural and spiritual backgrounds for an extraordinary learning experience in all areas of emotional and physical wellness, holistic health, personal development, mental awareness, and spiritual enlightenment. We intend to bring in speakers, entertainers, exhibitors and vendors whose task it is to educate the public, whether by lecture, display or example, in the areas defined, above,

and

(d) to promote personal growth and empowerment by education and learning on all levels and in all ethnic, cultural and spiritual areas through *awareness* by means of the Expo, and other possible related events that provide for the highest good of all.

ARTICLE IV EARNINGS

No part of the net earnings of the Spirit Of Light Expo, Inc. shall inure to the benefit of or be distributable to its members, managers, officers, or other private persons, except that the corporation 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 Article III of these Articles of Incorporation. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of the corporation.

ARTICLE V DISSOLUTION

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

ARTICLE VI INITIAL DIRECTORS

The initial Directors' names and addresses are:

Brenda Q. Bischoff
1637 N 20th Ave
Pensacola, Florida 32503

Jo Graybeal
2644 Settlers Way
Gulf Breeze, Florida 32561

Lindsey Kelly
1801 Lloyd St
Pensacola, Florida 32503

Marlene DeTienne
1280 Mahogany Mill Rd 19A
Pensacola, Florida 32507

ARTICLE VII INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the Registered Agent is:

Marlene DeTienne
1280 Mahogany Mill Road 19A
Pensacola, Florida 32507-3900

ARTICLE VIII INCORPORATOR

The name and address of the incorporator is:

Monique Stecklein, CPA, PA
PO Box 1685
Fort Walton Beach, Florida 32549-1685

ARTICLE IX EFFECTIVE DATE

The effective date of this amendment shall be October 10, 2005.

IN WITNESS WHEREOF, the undersigned has executed these Amend and Restate of the Articles of Incorporation.



Signature/ Marlene DeTienne
Registered Agent
Spirit Of Light Expo, Inc.

10/10/05
Date