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12/30

Scot A. Dryer P.O. Box 495 Lake City, FL 32056 386-208-9504

I am currently under a deadline of January 1,2004. I thank you for your speedy reply.

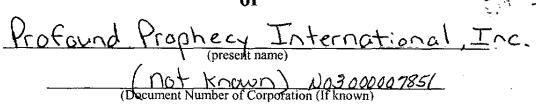
SAROW

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

of



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: DELETED.) Amendment(s) adopted: (INDICATE ARTICLE NUMBER (S) BEING AMENDED, ADDED OR

see attachment ...

SECOND:	The date of adoption of the amo	ndment(s) was: December 16 200
THIRD:	Adoption of Amendment (CHECK	
	The amendment(s) was(were) a cast for the amendment was su	dopted by the members and the number of votes fficient for approval.
2	There are no members or members amendment(s) was(were) adop	pers entitled to vote on the amendment. The ted by the board of directors.
_	Signature of Chairman, Vice	- President or other officer
_	Scot A.	Dryer - President
	President	12-16-03
-	Title	Date

Articles of Amendment to Profound Prophecy International, Inc. "Articles of Incorporation"

This corporation is organized exclusively for charitable purposes within the meaning of section 501(c) (3) of the Internal Revenue Code.

Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

Upon winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a non-profit fund, foundation, or corporation which is organized and operated exclusively for charitable, educational, religious, and or scientific purposes and which has established its tax exempt status under section 501 (c) (3) of the Internal Revenue Code.