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TALLAHASSEE, FLORIDA

Amen
12/29/04

**Bethlehem Methodist
Episcopal Cemetery
Restoration Organization,
Inc**

P.O.BOX 121
Archer, Fl. 32618
352 495-3124-Office
352 495-3124-Fax
CLYDEWMS424@AOL.COM

December 19, 2004

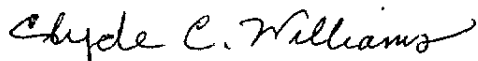
Corporate Division
Department of State
P. O. BOX 6327
Tallahassee, Fl. 32314

RE: Filing Article of Amendment
Bethlehem Methodist Episcopal Cemetery Restoration Organization, Inc

Dear Sir or Madam:

Enclosed for filing are original and copy of articles of amendment for above not for profit corporation along with filing fee and certified copy fee thirty-five dollars plus fifty-two dollars and fifty cents. Please return certified copy to my office.

Sincerely,



Clyde C. Williams
President

Enclosures

Bethlehem Methodist Episcopal Cemetery Restoration Organization, Inc
Articles of Amendment

Article 1

Bethlehem Methodist Episcopal Cemetery Restoration Organization is organized exclusively for historic purpose to distribute information to the community and other organizations that qualify as exempt organizations under section 501(c)(3) of the internal revenue code, or corresponding section of any future federal tax code.

Article 2

No part of the net earnings of Bethlehem Methodist Episcopal Cemetery Restoration Organization shall inure to the benefit of, or be distributable to it's 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 payment and distributions in furtherance of the purposes set forth in the purpose clause here of. 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 or statement) any political campaign on behalf of any candidate for public office.

Article 3

Notwithstanding any other provision of this document, Bethlehem Methodist Episcopal Cemetery Restoration Organization shall not carry on any other activities not to be carried on (a) by an organization exempt for federal income tax under section 501(c) (3) of the internal revenue code, or correspondence section of any future federal tax code, (b) by an organization, contribution which are deductible under section 170(c)(2) of the internal revenue code, or corresponding section of any future federal tax code.

Article 4

Upon dissolution of the organization Bethlehem Methodist Episcopal Cemetery Restoration

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, shall be distribute to the federal government, or to a state or local government, for a public purpose. Alachua County in which the principle 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 exclusive for such purposes.

On December 18, 2004, the adoption of the amendment by members and the number of votes cast for the amendment was sufficient for approval.

Clyde C. Williams, President

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