417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302 TOLI. FREE No. 1-800-342-8062 FAX (904) 222-1222 DISBURSED Capital Express™ Art. of Inc. File . NAME _____ Corp. Record Search FIRM _ Ltd. Partnership File ADDRESS ___ Foreign Corp. File ____ Copy(s) _ --- Art. of Amend, File PHONE (Dissolution/Withdrawal CUS-_ Service: Top Priority Regular_ Fictitious Name File One Day Service Two Day Service Name Reservation To us via __ __ Return via Annual Report/Reinstatement Reg. Agent Service Matter No.: _____ Express Mail No. -Document Filing State Fee \$ _____ Our \$ ___ Corporate Kit Vehicle Search **Driving Record Document Retrieval** UCC 1 or 3 File UCC 11 Search UCC 11 Retrieval _ File No.'s. ___ _Copies Courier Service _ Shipping/Handling Phone () Top Priority . Express Mail Prep. . __ FAX () SUBTOTALS FEE..... DISBURSED...... N. HENDRICKS FEB 2 4 1997 SURCHARGE..... TAX on corporate supplies...... SUBTOTAL CONFIRMED REQUEST TAKEN APPROVED DATE

CK No. ____

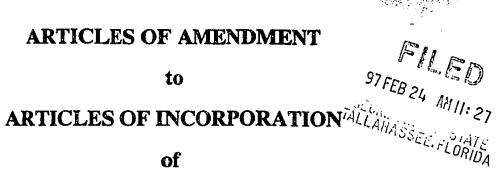
11-2529-7 PONDER'S INC., THOMASVILLE, GA.

TIME

Please remit invoice number with payment TERMS: NET 10 DAYS FROM INVOICE DATE 1 1/2% per month on Past Due Amounts Past 30 Days, 18% per Annum.

BALANCE DUE.....

THANK YOU from Your Capital Connection



of

Country Music's Traveling Children's Show Inc.

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: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.) Article to be amended: Article III.

To be added:

Said corporation is organized exclusively for charitable and educational purposes including for such purposes the making of distributions to organizations exempt under the Internal Revenue Code of 1986 (or corresponding section of any future federal tax code). Adopted February 18, 1997

SECOND:	The date of adoption of the amendment(s) was: February 18, 1997		
THIRD: A	Adoption of Amendment (CHEC	CK ONE)	
۵	The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.		
Ď	There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.		
Country Music's Traveling Children's Show Inc.			
	John W. Stalber		
*****	Signature of Chairman, Vice Chairman, President or other officer		
	John W. Stalker		
	President	Typed or printed name	February 18, 1997
_	Title		Date