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AUTHORIZATION : *Patricia Piguet*

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : February 6, 2002

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ORDER NO. : 387035-005

CUSTOMER NO: 7117422

CUSTOMER: Ms. E. Gale Brock
Katz & Green
1 Florida Park Drive South
Palm Coast, FL 32137

RECEIVED
02 FEB -6 PM 2:56
DIVISION OF CORPORATE REG.
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: PRIMERA IGLESIA BAUTISTA
HISPANA DE PALM COAST, INC.

EFFECTIVE DATE:

100004884131--5

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

G. Coullatte FEB 06 2002

CONTACT PERSON: Jeanine Reynolds -- EXT# 1133
EXAMINER'S INITIALS: _____

FILED

2002 FEB - 6 PM 3: 28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
OF
PRIMERA IGLESIA BAUTISTA HISPANA DE PALM COAST, INC**

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment of its Articles of Incorporation:

Article III of the Articles of Incorporation of PRIMERA IGLESIA BAUTISTA HISPANA DE PALM COAST, INC., is hereby amended to read:

First Amendment Adopted:

The purposes for which this organization is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Article V, of the Articles of Incorporation of PRIMERA IGLESIA BAUTISTA HISPANA DE PALM COAST, INC., is hereby amended to read:

First Amendment Adopted:

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, unless limited as follows:

Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization 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.

The Articles of Incorporation of PRIMERA IGLESIA BAUTISTA HISPANA DE PALM COAST, INC., are hereby amended to add ARTICLE VIII, regarding Dissolution of the Corporation:

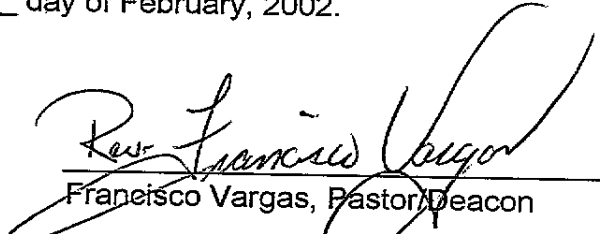
First Amendment Adopted:


ARTICLE VIII. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of

section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes.

The date of each amendment's adoption is February 03, 2002.

The amendments were adopted by the members at a special called Business Meeting of the members held on the 03 day of February, 2002.


Francisco Vargas, Pastor/Deacon


Raquel Reyes, Secretary/Clerk

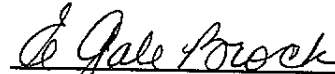
**STATE OF FLORIDA
COUNTY OF FLAGLER**

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared FRANCISCO VARGAS, Pastor/Deacon and RAQUEL REYES, Secretary/Clerk to me personally known to be the persons described as Paster/Deacon and Secretary/Clerk and who executed the foregoing Amended Articles of Incorporation, and acknowledged before me that they subscribed to those Amended Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 03 day of February, 2002.



E Gale Brock
My Commission DD064565
Expires November 11, 2005


Notary Public, State of Florida at Large
My commission expires: