

# N97000005060

SpiritSong MINISTRIES, INC.  
P. O. BOX 5204  
DEERFIELD BEACH, FL 33442  
(954) 418-8372

February 23, 1998

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-02/27/98--01075--003  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Division of Corporations  
Florida Department of State  
P. O. Box 6327  
Tallahassee, FL 32414

RE: SpiritSong Ministries, Inc.  
Document No. N97000005060

Ladies and Gentlemen:

We enclose herewith Articles of Amendment to the Articles of Incorporation of the above stated Corporation. The Articles of Incorporation were filed in your office on September 5, 1997. We also enclose check in the amount of \$87.50 in payment of the required fee.

Please file these Articles of Amendment and provide us with a certification of the filing.

Your assistance and cooperation in this regard are very much appreciated.

Sincerely,

SpiritSong MINISTRIES, INC.

By: Jill L. Andrews  
Secretary

Encls. (2)

FILED  
98 FEB 27 PM 12:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Amend  
HFS 3-3-98*

**ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION  
OF SpiritSong MINISTRIES, INC.  
(DOCUMENT NO. N97000005060)**

**FILED**  
**98 FEB 27 PM 12:51**  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In accordance with Section 617.1002(1)(b), Florida Statutes, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

**FIRST:** The name of the Corporation is **SpiritSong MINISTRIES, INC.**

**SECOND:** The following amendments to the Articles of Incorporation were adopted by the Corporation:

I. The existing wording of Article III, PURPOSES, of the Articles of Incorporation is designated as Section 2, and Section 1 and Section 3 are added to Article III, reading as follows:

"SECTION 1. This Corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future Federal Tax Code, 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 Federal Tax Code.

"SECTION 3. This Corporation may take any and all actions which are necessary and proper to fulfill the above stated purposes."

II. A new Article VII, NEGATION OF PECUNIARY GAIN AND LIMITATION ON ACTIVITIES, is added to the Articles of Incorporation, reading as follows:

**"ARTICLE VII -- NEGATION OF PECUNIARY GAIN AND LIMITATION ON ACTIVITIES**

"This Corporation is not organized for pecuniary profit. It shall not have power to issue certificates of stock or declare dividends. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, if any, incorporators, directors or officers or to any other private persons or entities, 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 hereof. 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 or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future Federal Tax Code or by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code or the corresponding section of any future Federal Tax Code."

**III.** A new Article VIII, DISSOLUTION OF THIS CORPORATION, is added to the Articles of Incorporation, reading as follows:

"ARTICLE VIII -- DISSOLUTION OF THIS CORPORATION

"Upon the dissolution of this Corporation, the assets remaining after the payment of all debts, liabilities and obligations of the Corporation 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 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 Corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes. Any such distribution shall be made in accordance with all applicable provisions of the law of the State of Florida."

**THIRD:** There are no members of this Corporation and these amendments were adopted in accordance with the provisions of Article XI of the By-Laws of this Corporation by the unanimous vote of the Board of Directors of this Corporation at a meeting held on February 22, 1998, at which all the Directors then in office were present. This unanimous vote fulfills the requirement of Section 617.1002(1)(b), Florida Statutes, that amendments to the Articles of Incorporation be adopted at a meeting of the Board of Directors by a majority vote of the Directors then in office. The vote being unanimous, the number of votes cast for the amendments was sufficient for approval. The Articles of Incorporation do not contain any provision relating to the amendment of the said Articles of Incorporation.

SpiritSong MINISTRIES, INC.

By: \_\_\_\_\_  
Deanna Jaworski, President

By: \_\_\_\_\_  
Jill L. Andrews, Secretary

Dated: 2/23/98

S E A L