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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

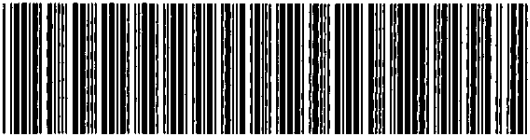
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2008 Feb 29 AM 11:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten signature

**UPSILON XI OMEGA COMMUNITY FOUNDATION, INC.
PO BOX 120278
FORT LAUDERDALE, FL 33312**

February 26, 2008

Florida Department of State
Amendment Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: Amendment of Articles of Incorporation – Name Change

Dear Sir or Madam:

Enclosed is our Application to Amend the Articles of Incorporation of Upsilon Xi Omega Community Foundation, Inc. We have adopted a new name, PEARLS Foundation, Inc. on January 26, 2008 which we would like to be effective March 1, 2008. Also enclosed is a check for \$43.75 which includes the filing fee and a Certified Copy.

Please return the documents to our address:

Attn: Sandra Irish, CPA
PO Box 120278
Fort Lauderdale, FL 33312

Should you have any questions, please do not hesitate to contact Sandra Irish, CPA at 954-809-2186 or 954-610-7839.

Sincerely,



Lisa George
Director

The date of adoption of the amendment(s) was: January 26, 2008

Effective date if applicable: March 1, 2008
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signature Lisa M. George
(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Lisa George
(Typed or printed name of person signing)

Director
(Title of person signing)

FILING FEE: \$35