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March 29th, 2004

Florida Dept of State

Division of Corporations P.O. Box 6327 Tallahassee, FL 32301

Subj: Amendment of Articles of Home At Last International, Inc.

Dear Sir:

Enclosed please find the following:

1- The original and one copy of the amendment Articles of Incorporation for the subject corporation. Please certify one copy and return it to the undersigned.

2- My check NB 60 23 in the amount of \$ 50.50 to cover the filing fee.

3- Designation of New Resident Agent.

Kindly acknowledge filing of these ARTICLES OF AMENDMENT to Articles of Incorporation of Home At Last International, Inc. in compliance with Florida law and return the certified copy of the Articles of Incorporation, Certificate copy of the amendment. + STATUS.

Ronald M. Almeida 1727 North Atlantic Ave. Cocoa Beach, FL 32931

Thank you for your assistance in this matter.

Sincerely,

Ronald M. Almeida

FILED

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FALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION OF HOME AT LAST INTERNATIONAL, INC.

Present name	
(Document Number of Corporation	on (if known)

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida not-for-profit 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 I- Name

Amend to - Home At Last Adoption Agency, Inc.

Article II-- Address

Amend to-- The principal office of the corporation is 1727 North Atlantic Avenue, Cocoa Beach, Florida, 32931.

Article III- Purposes

Amend to—The purposes for which the Corporation is organized are:

In particular, to foster the adoption of children in this state, the United States and elsewhere, and to provide humanitarian assistance to children and families. In general, to do any and all acts and things, and to exercise under and pursuant to the laws of the State of Florida for the purpose of accomplishing any of the purposes of the Corporation.

The purposes for which this Corporation is organized shall be limited to those, which are strictly charitable. In no event shall this Corporation engage in any activity, which would be contrary to the purposes

And activities: (1) permitted to be engaged in by any organization the activities of which are exempt from

federal income tax under Section 501 (C) (3) of the Internal Revenue Code of 1986; or (2) of a corporation, contributions to which are deductible under Section 170 C (2) of the Internal Revenue Code of 1986, as Hereafter amended, and the applicable rules and regulations thereunder.

The Corporation shall not engage, nor shall any of its funds, property, or income be used in carrying on propaganda or otherwise attempting to influence legislation, nor shall the Corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office, nor shall the Corporation engage in subversive activities.

The Corporation shall not be operated for the primary purpose of carrying on an unrelated trade or business as defined in Section 513 of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations there under.

No compensation shall be paid to any member, officer, director, trustee, creator or organizer of the Corporation or substantial contributor to it except as a reasonable allowance for services actually rendered to or for the Corporation.

Article X - Powers

Add to: ARTICLE X - POWERS

The Corporation shall have the powers granted to not -for- profit corporations under the laws of the State of Florida, which are necessary or convenient to effect any and all purposes for which the Corporation is organized. In no event, however, shall the Corporation have or exercise any power, which would cause it not to qualify as a tax-exempt organization under Section 501 (c)(3) or Section 170 of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder; nor shall the Corporation engage directly or indirectly in any activity, which would cause the loss of such qualification. No part of the assets or the net earnings, current or accumulated, of the Corporation shall inure to the benefit of any private individual.

ARTICLE XII - INITIAL REGISTERED OFFICE AND AGENT Amend to: REGISTERED OFFICE AND AGENT

The street address of the new registered office of this Corporation shall be:

Ronald Almeida 1727 North Atlantic Ave Cocoa Beach, FL 32931

ARTICLE XIII- AMENDMENT Add to: ARTICLE XIII - AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, in the manner provided by law. Every, and or any amendment hereto shall be approved by The Board of Directors proposed by them and approved at a meeting by a majority of the Board of Directors.

SECOND: The date of adoption of the amendment (was: March 29th, 2004

HIRD: Adoption of Amendment (CHECK ONE)	
] The amendment(s) was (were) adopted by the members and the number of voor the amendment was sufficient for approval.	tes cast
X] There are no members or members entitled to vote on the amendment. he amendment(s) was (were) adopted by the Board of Directors.	
HOME AT LAST INTERNATIONAL INC. Corporation Name	

Signature of Chairman, Mice Chairman, President or other Officer

PRESIDENT

of, noting

IN WITNESS WHEREOF, I have set my hand and seal this 30 day of Mouch 2004 CRYSTAL G. SAPP MY COMMISSION # CC 990245 EXPIRES: December 25, 2004 Bonded Thru Notary Public Underwriters AS REGISTERED AGENT Having been named as the New Registered Agent in the Articles of Incorporation of Home At Last Adoption Agency, Inc., I hereby am familiar with and accept the obligations of the position and agree to act in this capacity. ALD M. ALMEIDA IN WITNESS WHEREOF, we hereunto set our hands and seals this 30 th day of MARCH 2004. State of Florida County of Brevard, 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 Ronald M. Almeida to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that they subscribed to those Articles of Incorporation. WITNESS my hand and official seal in the county and State named above this 30 th of March 2004.

> CRYSTAL G. SAPP MY COMMISSION # CC 990245

> > CRYSTAL G. SAPP MISSION # CC 990245 mber 25, 2004

March 29th, 2004

Florida Dept of State

Division of Corporations P.O. Box 6327 Tallahassee, FL 32301

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Ronald M. Almeida 1727 North Atlantic Ave. Cocoa Beach, FL 32931

Thank you for your assistance in this matter.

Sincerely.

Ronald M. Almeida

DESIGNATION AS REGISTERED AGENT

In compliance with Section 48.091, and Section 607.034, Florida Statutes, the following is submitted:

That Home At Last International, Inc. desiring to amend under Statutes of the State of Florida, with its principal office at 1727 North Atlantic Avenue, Cocoa Beach FL 32931, has named RONALD M. ALMEIDA, located at 1727 North Atlantic Ave. Cocoa Beach, FL 32931 as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

REGISTERED AGENT

CRYSTAL G. SAPP

MY COMMISSION & CC 990245

EXPIRES: December 25, 2004

Bonded Thru Notary Public Underwritters