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September 19, 2002

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 SEP 23 PM 3:35

Re: The M.C.L. Foundation, Inc.
Articles of Amendment

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-09/23/02--01074--007
*****35.00 *****35.00

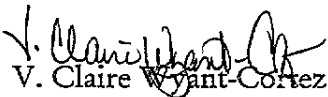
Dear Doris:

Enclosed please find the original and 1 copy of the Articles of Amendment to The Articles of Incorporation of The M.C.L. Foundation, Inc., Document Number N02000001007 along with your fee of \$35.00. Please record the original and mail a conformed copy back to me in the self addressed envelope proved for your convenience.

I appreciate your cooperation in this matter. Please feel free to contact me should you have any questions or concerns.

Thanks for all your help!

Sincerely,


V. Claire Wyant-Cortez

Encls.

Amend.

SEP 30 2002

JB

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**ARTICLES OF AMENDMENT
TO
THE ARTICLES OF INCORPORATION
OF
THE M.C.L. FOUNDATION, INC.**

Document Number: N02000001007

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: Amendments adopted:

1. ARTICLE III is hereby amended as follows:

ARTICLE III

The corporation is organized exclusively for charitable, educational, religious, or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. The purpose for which the corporation is organized is to raise money for families who are in the midst of despair, health challenges or cannot provide their children with the necessities of life.

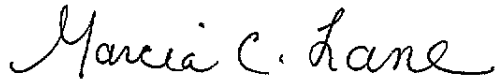
2. ARTICLE III is hereby amended to reflect its correct number and shall be known as **ARTICLE VI**.
3. ARTICLE VIII is hereby added as follows:

ARTICLE VIII

Upon dissolution of the corporation, the Board of Trustees shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas 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.

SECOND: The date of adoption of the amendments was September 2, 2002.

THIRD: There are no members or members entitled to vote on the amendments. The amendments were adopted by the board of directors.

A handwritten signature in cursive script that reads "Marcia C. Lane". The signature is written in dark ink and is positioned above a horizontal line.

Marcia C. Lane, President
The M.C.L. Foundation, Inc.

Dated: September 18, 2002