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Amend

11/02/05--01002--004 **52.50

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

US NOV - 1 PM 3: 55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 NOV - 1 PM 4: 35

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DR
11
11

Noreen Fenner

Requester's Name

200 W. College, Ste 311B

Address

TLH, FL 32301

212-0226

City/State/Zip

Phone #

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. American's Protecting Family Values, Inc. N04000005242

(Corporation Name)

(Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Please call when ready - 212-0226

Examiner's Initials

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

**FILED
05 NOV -1 PM 4: 35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

AMERICANS PROTECTING FAMILY VALUES, INC.

Pursuant to the provisions of section 617.1006, Florida Statutes, AMERICANS PROTECTING FAMILY VALUES, INC. (the "Corporation") adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Article VIII is hereby deleted in its entirety and is hereby replaced and superseded by the following new Article VIII.

ARTICLE VIII

Board of Directors

The Board of Directors shall consist of three members. The name and street address of the members of the Board of Directors of the Corporation, who shall hold office until the first annual meeting of the members, and thereafter until their successors have been elected and qualified are as follows:

Barbara Rodriguez
15373 SW 39th Lane
Miami, Florida 33185

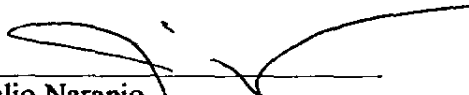
Julio Naranjo
12882 SW 60th Terrace
Miami, Florida 33183

Jarnette G. Rodriguez
1985 NW 88th Court
Suite 101
Doral, Florida 33172

SIXTH: The date of the adoption of the amendment was October 11, 2005.

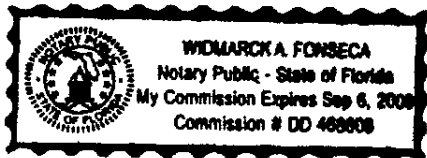
SEVENTH: There are no members or members entitled to vote on the amendments. The amendments were adopted by the Board of Directors.

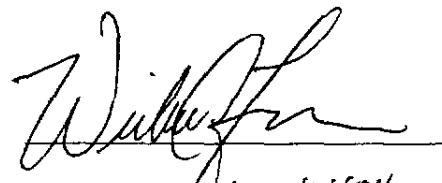
IN WITNESS WHEREOF, the undersigned, being the Chairman and President of the Corporation has hereunto set his signature and seal this 11 day of October 2005.


Julio Naranjo

STATE OF FLORIDA
COUNTY OF Miami-Dade

Julio Naranjo who is personally known to me acknowledged this instrument before me this 11 day of October, 2005.




Notary Public bd# 468808
My commission expires: Sept. 6, 2009.