

N 39948

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

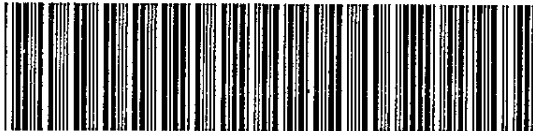
(Business Entity Name)

(Document Number)

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LAW OFFICES
THURLOW & THURLOW, P.A.
17 MARTIN L. KING, JR. BLVD.
POST OFFICE BOX 106
STUART, FLORIDA 34995-0106

THOMAS H. THURLOW
1905-2001
THOMAS H. THURLOW, JR.
THOMAS H. THURLOW III
FERNANDO M. GIACHINO

PHONE (772) 287-0980
FAX (772) 220-0815

February 7, 2005

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

VIA FEDERAL EXPRESS

Re: Tri-County Training and Employment Center, Inc.
Tri-County Rehabilitation Center, Inc. (d/b/a Tri-County TEC)
Tri-County TEC Foundation, Inc.
Our File Nos.: 04-142.1, 04-142.2, 04-142.3

To Whom It May Concern:

We are enclosing herewith the following:

1. Articles of Amendment to Articles of Incorporation of Tri-County Training and Employment Center, Inc.;
2. Articles of Amendment to Articles of Incorporation of Tri-County TEC Foundation, Inc.;
3. Articles of Amendment to Articles of Incorporation of Tri-County Rehabilitation Center, Inc.; and
4. Check in the amount of \$131.25 payable to Department of State.

Please return certified copies along with confirmation of change of Registered Agent to our office in the enclosed pre-stamped, pre-addressed envelope. If you have any questions, please call at the number referenced above.

Sincerely,

THURLOW & THURLOW, P.A.


Fernando M. Giachino

Enclosures

cc: Suzanne Hutcheson, President/CEO of :
Tri-County Training and Employment Center, Inc.
Tri-County Rehabilitation Center, Inc. (d/b/a Tri-County TEC)
Tri-County TEC Foundation, Inc.

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
TRI-COUNTY TEC FOUNDATION, INC.**

Document Number of Corporation: N39948

Pursuant to the provisions of section 617.1006, Florida Statutes, this Florida Not For Profit Corporation adopts the following amendment(s) to its Articles of Incorporation:

AMENDMENTS ADOPTED-

1. Name Change:

ARTICLE I - NAME

The name and mailing address of this Corporation are:

HPS, HELPING PEOPLE SUCCEED FOUNDATION, INC.
1650 S. Kanner Highway
Stuart, FL 34995

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TALLAHASSEE, FLORIDA

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE)

2. Change of Registered Agent:

ARTICLE VIII

**LOCATION OF REGISTERED OFFICE;
IDENTIFICATION OF REGISTERED AGENT**

A. The address of this Corporation's registered office in the State of Florida is 1650 S. Kanner Highway, Stuart, FL 34995.

B. The name of this Corporation's registered agent at the above address is SUZANNE HUTCHESON.

3. The Articles of Incorporation shall, in all other respects, remain unchanged.

* * *

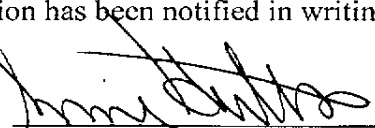
Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change as submitted above in the form of Articles of Amendment to the Articles of Incorporation is submitted for a corporation organized under the laws of the State of in order to change its registered office or registered agent, or both, in the State of Florida.

For confirmation of the above Amendment to the Articles of Incorporation regarding the change of registered agent, the name and street address of the current registered agent and registered office on file with the Florida Department of State is M. LANNING FOX, ESQ., 1100 S.E. Federal Hwy., Stuart, FL 34995

The name and street address of the new registered agent and registered office is SUZANNE HUTCHESON 1650 S. Kanner Highway, Stuart, FL 34995.

The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.


Suzanne Hutcheson,
President/CEO

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

Signed this 7 day of February, 2005.


Suzanne Hutcheson

**FILING FEE: \$35 (FOR ARTICLES OF AMENDMENT) + \$8.75 FOR
CERTIFIED COPY**

The date of adoption of the amendment(s) was: January 15, 2005

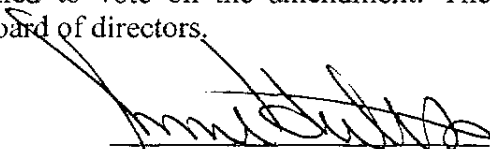
The Effective date of the amendments is: January 1, 2005

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.

Signed this 7 day of February, 2005.


Suzanne Hutcheson,
President/CEO