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April 18, 2002

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*****35.00 *****35.00

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

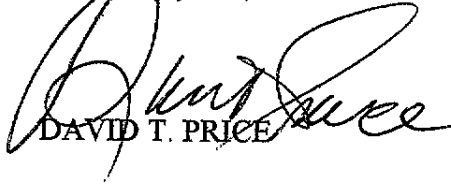
RE: Seraphic, Inc.

Dear Secretary of State:

Enclosed herewith articles of Amendment of Seraphic, Inc. changing the name of the Not For Profit Corporation to Food For The Poor Foundation, Inc. and we enclose an Affidavit properly executed by the Chairman of the Board of Directors and Secretary Treasurer of Food For The Poor Foundation, Inc., now a voluntarily dissolved Florida Corporation providing that the name Food For The Poor Foundation, Inc. shall be available for Seraphic, Inc.

We also enclose the appropriate fee for Amendment to Articles of Incorporation in the amount of \$35.00.

Very truly yours,


DAVID T. PRICE

/db
Encls.

FILED
02 MAY -9 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Psf
5/10/02

**ARTICLES OF AMENDMENT
OF
SERAPHIC, INC.**

FILED

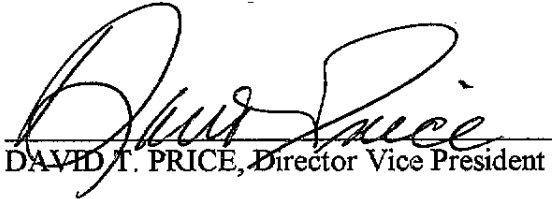
02 MAY -9 AM 10:59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

At a meeting of the Officers and Directors of SERAPHIC, INC., a Florida Corporation Not For profit, said meeting having been duly noticed and attended by all of the Officers and Directors of the Corporation, and there being no Members of the Corporation, the following amendment was unanimously passed.

The Articles of Incorporation of SERAPHIC, INC. are hereby amended to change the name of the Corporation to FOOD FOR THE POOR FOUNDATION, INC., and the Corporation shall continue as a Florida Corporation Not For Profit, and the remaining provisions of the Articles of Incorporation are hereby ratified.

The undersigned Director and Officer of the Corporation, hereby acknowledges that at a meeting of the Officers and Directors on April 18, 2002, the Officers and Directors voted unanimously to adopt the foregoing Amendment to the Articles of Incorporation.

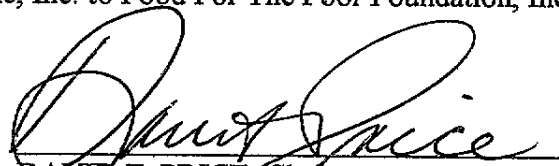

DAVID T. PRICE, Director Vice President

AFFIDAVIT PERMITTING IMMEDIATE USE OF THE NAME
FOOD FOR THE POOR FOUNDATION, INC.
BY THAT CORPORATION KNOWN AS SERAPHIC, INC.

STATE OF FLORIDA

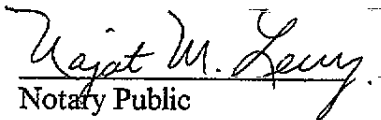
COUNTY OF BROWARD

BEFORE ME subscribed and sworn the undersigned Notary Public personally appeared, David T. Price, Chairman Board of Directors and Secretary Treasurer, of Food For The Poor Foundation, Inc., known to me ~~or who produced~~ _____ ~~as identification,~~ who after first being duly sworn states: that in accordance with the provisions of Florida Statute 607.1405 (4) the name of Food For The Poor Foundation, Inc., a voluntarily dissolved Florida Corporation Not For Profit shall be immediately available for Seraphic, Inc., a Florida Corporation Not For Profit. Said Seraphic, Inc. having applied this date to the office of the Secretary of State for change of name from Seraphic, Inc. to Food For The Poor Foundation, Inc.



DAVID T. PRICE, Chairman Board of
Directors
Secretary and Treasurer
Food For The Poor Foundation, Inc.

Sworn and Subscribed to
before me this 15 Day
of April, 2002.


Notary Public
State of Florida

My Commission Expires:



Najat M. Levy
Commission # DD 000649
Expires March 20, 2005
Bonded Thru
Atlantic Bonding Co., Inc.